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The securities described in this Offering Document (as defined below) have not been registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any of the securities laws of any state of the United States, and may not be offered or sold within the United States or for the account or benefit of U.S. persons or persons in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. This offering document does not constitute an offer to sell, or the solicitation of an offer to buy, any of the securities described herein within the United States or to, or for the account or benefit of, U.S. persons or persons in the United States. “United States” and “U.S. person” have the meanings ascribed to them in Regulation S under the U.S. Securities Act.

September 19, 2025

Offering Document under the Listed Issuer Financing Exemption

(the “Offering Document”)



1911 GOLD CORPORATION

(the “Company”)

PART 1: SUMMARY OF OFFERING

What are we offering?

<p>Offering:</p>	<p>The Offering (as defined below) is being made pursuant to an agency agreement, to be entered into between the Company and Haywood Securities Inc. (“Haywood”), as lead agent and a syndicate of agents (collectively, the “Agents”). The Agents have agreed to sell, on a best efforts agency basis, the Offered Shares (as defined below). In some instances, the Offered Shares may be sold by initial subscribers under the Offering to subsequent purchasers, in accordance with applicable securities laws (all such subscribers and purchasers, collectively, the “Purchasers”).</p>
<p>The Offered Shares:</p>	<p>Any combination of the following for aggregate gross proceeds of up to \$10,238,000 (the “LIFE Offering”):</p> <ul style="list-style-type: none"> (a) common shares in the capital of the Company which qualify as “flow-through shares” (within the meaning of subsection 66(15) of the <i>Income Tax Act</i> (Canada) (the “Tax Act”)) and qualify as “accelerated Canadian development expenses” as defined in the Tax Act (the “CDE Offered Shares”); (b) common shares in the capital of the Company which qualify as “flow-through shares” (within the meaning of the Tax Act) and qualify as Canadian exploration expenses” as defined in the Tax Act (the “CEE Offered Shares”); and (c) common shares in the capital of the Company issued pursuant to the Listed Issuer Financing Exemption (as defined below)(the “LIFE Non-FT Shares”) <p>Additionally, a concurrent offering of 6,070,300 common shares in the capital of the Company issued pursuant to prospectus exemptions other than the Listed Issuer Financing Exemption (the “PP Non-</p>

	<p>FT Shares”) (the “PP Offering” and together with the LIFE Non-FT Shares, the “Non-Flow Through Shares”).</p> <p>The maximum number of Offered Shares (as defined below) that may be issued under the Marketed Offering (as defined below) is 28,821,411 Offered Shares.</p> <p>The Non-Flow Through Shares, CDE Offered Shares together with the CEE Offered Shares are referred to herein as the “Offered Shares”.</p> <p>The Company, pursuant to the provisions in the Tax Act shall use an amount equal to the gross proceeds of the sale of the CEE Offered Shares to incur “Canadian exploration expenses” (the “CEE Qualifying Expenditures”) after the Closing Date and prior to December 31, 2026 and shall renounce the CEE Qualifying Expenditures so incurred to the purchasers of the CEE Offered Shares effective on or before December 31, 2025.</p> <p>The Company, pursuant to the provisions in the Tax Act shall use an amount equal to the gross proceeds of the sale of the CDE Offered Shares to incur “accelerated Canadian development expenses” (the “CDE Qualifying Expenditures”, and together with the CEE Qualifying Expenditures, the “Qualifying Expenditures”) after the Closing Date and prior to December 31, 2026 and shall renounce the Qualifying Expenditures so incurred to the purchasers of the Offered Shares effective on or before December 31, 2026.</p> <p>The net proceeds for the sale of the Non-Flow Through Shares shall be used for general corporate and working capital purposes.</p>
Offering Price:	<p>\$0.45 per Non-Flow-Through Share.</p> <p>\$0.64 per CEE Offered Share.</p> <p>\$0.554 per CDE Offered Share.</p>
Offering Amount	The aggregate gross proceeds to the Company from the sale of the Offered Shares is \$12,969,635 (the “Marketed Offering”).
Agents’ Option:	<p>The Company has granted the Agents an option (the “Agents’ LIFE Option”), exercisable, in whole or in part up to 48 hours prior to the Closing Date (as hereinafter defined) to sell up to an additional 15% of the LIFE Offering, being an additional \$1,535,700, in any combination of: (i) CDE Offered Shares (the “Additional CDE Shares”) at the CDE Issue Price; (ii) CEE Offered Shares (the “Additional CEE Shares”) at the CEE Issue Price; and (iii) LIFE Non-FT Shares (the “Additional LIFE Non-FT Shares”) and collectively with the Additional CDE Shares, and/or the Additional CDE Shares, the “Additional LIFE Shares”) at the Non-Flow Through Issue Price. The Company further grants the Agents an option (the “Agents’ PP Option” and together with the Agents’ LIFE Option, the “Agents’ Option”), exercisable, in whole or in part up to 48 hours prior to the Closing Date to sell up to an additional 15% of the PP Offering, being an additional \$409,745 in PP Non-FT Shares (the “Additional PP Non-FT Shares”) and collectively with the Additional LIFE Shares, the “Additional Offered Shares”) at the Non-Flow Through Issue Price. The Marketed Offering together with the Agents’ Offering shall be referred to herein as the “Offering”. All references herein to the “Offering”, “CDE Offered Shares”, “CEE Offered Shares”, “Non-Flow Through Shares”, and “Offered Shares” shall be deemed to include the Agents’ Option and the Additional Offered Shares, respectively.</p>
Jurisdictions:	<p>The CDE Offered Shares, CEE Offered Shares and LIFE Non-FT Shares will be offered and sold to Purchasers pursuant to the to the listed issuer financing exemption under Part 5A of National Instrument 45-106 – <i>Prospectus Exemptions</i> (“NI 45-106”) and in reliance on the Coordinated Blanker Order 45-935 – <i>Exemptions From Certain Conditions of the Listed Issuer Financing Exemption</i> (the “Listed Issuer Financing Exemption”) in each of the Provinces of Canada and such other jurisdictions as the Company and Haywood may agree. The PP Non-FT Shares will be offered and sold pursuant to the “accredited investor”, “minimum amount investment” and “family, friends and business associates” private placement exemptions in accordance with NI 45-106 (the “Private</p>

	Placement Exemptions) in each of the Provinces of Canada and such other such other jurisdictions as the Company and Haywood may agree.
Closing Date:	Closing of the Offering shall occur on or about October 15, 2025, or on such other date or dates within 45 days from the date hereof as the Company and the Agent may determine.
Exchange:	The Company's Common Shares are listed on the TSX Venture Exchange (" TSXV ") under the symbol " AUMB ", on the OTC trading platform (" OTC ") in the United States under the trading symbol " AUMBF ", and on the Frankfurt Stock Exchange (" FSE ") under the symbol " 2KY ".
Last Closing Price:	On September 18, 2025, the last trading day prior to the date of this Offering Document, the closing price of the Common Shares on the TSXV, the OTC, and the FSE was C\$0.54, US\$0.3922, and €0.318 respectively.
Resale Restrictions:	The Offered Shares sold under the Listed Issuer Financing Exemption will not be subject to a "hold period" pursuant to applicable Canadian securities laws. The Offered Shares sold under Private Placement Exemptions will be subject to a "hold period" pursuant to applicable Canadian securities laws of four months and one day from the date of issuance.

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References to the 'offering' below are intended to be references to the Offering.

The Company is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 – *Prospectus Exemptions*. In connection with this Offering, the Company represents the following is true:

- The Company has active operations and its principal asset is not cash, cash equivalents or its exchange listing.
- The Company has filed all periodic and timely disclosure documents that it is required to have filed.
- The Company is relying on the exemptions in Coordinated Blanket Order 45-935 Exemptions from Certain Conditions of the Listed Issuer Financing Exemption (the "Order") and is qualified to distribute securities in reliance on the exemptions included in the Order.
- The total dollar amount of this Offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption and under the Order in the 12 months immediately before the date of the news release announcing the Offering, will not exceed \$25,000,000
- The Company will not close this offering unless the Company reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.
- The Company will not allocate the available funds from this Offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the Company seeks security holder approval.

CAUTIONARY STATEMENT ON FORWARD-LOOKING STATEMENTS

Information and statements contained in this Offering Document that are not historical facts are forward-looking information or forward-looking statements within the meaning of the phrase 'forward-looking information' in the Canadian Securities Administrators' National Instrument 51-102 – *Continuous Disclosure Obligations* and the U.S. Private Securities Litigation Reform Act of 1995 (hereinafter collectively referred to as "**forward-looking statements**") that involve risks and uncertainties. This Offering Document contains forward-looking statements such as estimates and statements that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management and Qualified Persons (as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**") (in the case of technical and scientific information) expects a stated condition or result to occur. Examples of forward looking statements in this Offering Document include, but are not limited to, statements with respect to: completion of the Offering, and the date of

such completion, the Company's expectations with respect to the use of proceeds and the use of the available funds following completion of the Offering; the tax treatment of the securities issued under the Offering, the timing for the Qualifying Expenditures to be renounced in favour of the subscribers, the timing and extent of the Company's exploration and drilling programs; capital expenditures; any expectation with respect to any permitting, development or other work that may be completed on the Company's properties; any expectations with respect to defining mineral reserves or mineral resources on any of the Company's projects; other anticipated strategic and growth opportunities; strategies; future growth; the adequacy of financial resources; and other events or conditions that may occur in the future; the Company's projections for its mineral assets, the completion of a viable mine plan, and the ability to eventually place the True North Project (as defined below) back into production.

In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "goal", "objective", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or information that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Any such forward-looking statements are based, in part, on assumptions and factors that may change, thus causing actual results or achievements to differ materially from those expressed or implied by the forward-looking statements. Such factors and assumptions may include, but are not limited to: assumptions concerning silver, zinc, lead, gold and other base and precious metal prices; cut-off grades; accuracy of mineral resource estimates and mineral resource modeling; timing and reliability of sampling and assay data; representativeness of mineralization; timing and accuracy of metallurgical test work; anticipated political and social conditions and events; expected Canadian national, provincial and local government policies, including legal and regulatory reforms; and, ability to successfully raise or otherwise access additional capital.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such risks and other factors include, among others, and without limitation, risks and uncertainties relating to: that the Offering may not close within the timeframe anticipated or at all or may not close on the terms and conditions currently anticipated by the Company; risks related to the resale restrictions of the securities issued pursuant to the Offering and the issuance of the Offered Shares pursuant to the Listed Issuer Financing Exemption; timely receipt of all regulatory and third party approvals for the Offering, including that of the TSXV; risks related to regulatory approval of the Offering; risks related to that the specific proposals to amend the Tax Act publicly announced on March 3, 2025 by the Minister of Energy and Natural Resources on behalf of the Minister of Finance proposing an amendment to extend the mineral exploration tax credit for investors in flow-through shares until March 31, 2027 will not be enacted; risks related to the use of available funds; potential downturns in Canadian or global economic conditions, including any impact of significant changes, potential significant changes or perceived uncertainty with respect to the trade policies of Canada and other countries; reliance on key management and other personnel; delays in obtaining or failures to obtain required governmental, environmental or other project approvals; political risks, uncertainties relating to the availability and costs of financing needed in the future; changes in equity markets; inflation; changes in exchange rates; delays in the development of projects; capital, operating and reclamation costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry; an inability to raise additional funding as required; unexpected changes in laws, rules or regulations, or their enforcement by applicable authorities, including potentially arbitrary action; the failure of parties to contracts with the Company to perform as agreed; social or labour unrest; changes in commodity prices; unexpected changes in the cost of mining consumables; the impact of general business and economic conditions; fluctuating metal prices; currency exchange rates; the impact of inflation; general risks of the mining industry; failure of plant, equipment or processes to operate as anticipated; unanticipated results of future studies; seasonality and unanticipated weather changes; success of exploration activities, permitting timelines, government regulation; environmental risks; unanticipated reclamation expenses; title disputes or claims; the decision to potentially place the True North Project into production, other production related decisions or to otherwise carry out mining and processing operations, being largely based on internal non-public Company data and reports from previous operations and not based on NI 43-101 compliant reserve estimates, preliminary economic assessments, pre-feasibility or feasibility studies, resulting in higher risks than would be the case if a feasibility study were completed and relied upon to make a production decision; and the failure of exploration programs or current or future economic studies to deliver anticipated results or results that would justify and support continued exploration, studies, development or operations, and those risks set out in the Company's public documents filed

on SEDAR+. New risks may emerge from time to time and the importance of current factors may change from time to time and it is not possible for the Company to predict all such factors, further discussion of factors and risks that could affect the Company can be found at the management's discussion and analysis of the Company for the three months ended March 31, 2025.

Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements or forward-looking information. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. For more information on the Company and the risks and challenges of its business, investors should review the Company's annual filings that are available at www.sedarplus.ca.

Although the Company has attempted to identify important factors and risks that could affect the Company and might cause actual actions, events or results to differ, perhaps materially, from those described in forward-looking statements, there may be other factors and risks that cause actions, events or results not to occur as projected, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The forward-looking statements in this Offering Document speak only as of the date hereof. The Company does not undertake any obligation to release publicly any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events, except as required by law.

CURRENCY AND MINERAL RESOURCE ESTIMATES

Unless otherwise indicated, all references to "\$", "C\$" or "dollars" in this Offering Document refer to Canadian dollars. References to "US\$" in this Offering Document refer to United States dollars.

All references to "mineral resources" included in this Offering Document are calculated in accordance with the standards set by the Canadian Institute of Mining & Metallurgy Definition Standards and disclosed in accordance with NI 43-101. Actual recoveries of mineral products may differ from mineral resources as reported due to inherent uncertainties in acceptable estimating techniques. In particular, "indicated" and "inferred" mineral resources have a great amount of uncertainty as to their existence and economic and legal feasibility. It cannot be assumed that all or any part of an "indicated" or "inferred" mineral resource will ever be upgraded to a higher category of resource.

SCIENTIFIC AND TECHNICAL INFORMATION

The scientific and technical information in this Offering Document has been reviewed and approved by Mr. Michele Della Libera, P.Geo, Vice-President Exploration, a Qualified Person as defined by NI 43-101, who is the Company's designated Qualified Person for this offering document.

PART 2: SUMMARY AND DESCRIPTION OF BUSINESS

What is our business?

1911 Gold Corporation is a corporation which exists under the *Business Corporations Act* (British Columbia) and is in the process of exploring and developing its mineral properties and has not yet determined whether those properties contain ore reserves that are economically recoverable. The address of the Company's registered office and its principal place of business are 400 Burrard Street, Suite 1050, Vancouver, BC, V6C 3A6.

The Company is focused on advancing its strategic gold assets in Manitoba and Ontario, Canada. The Company's flagship asset is the True North Gold Project in Bissett, Manitoba (the "**True North Project**"), including a modern permitted processing facility, tailings management area, underground mine infrastructure and the True North Gold Deposit, which was estimated to contain an Indicated Resource of 499,000 ounces gold at 4.41 g/t gold, and an Inferred Resource of 644,000 ounces gold at 3.65 g/t gold within mineable envelopes developed at a 2.25 g/t gold cut-off, inclusive of dilution. See the technical report

titled “NI 43-101 Technical Report on the Trust North Gold Project, Bisset, Manitoba, Canada”, with an effective date of August 29, 2024, prepared by Susan Lomas, P.Geo., Bruce Davis, FAusIMM and Michele Della Libera, P.Geo., dated December 23, 2024 (the “**True North Technical Report**”) which is available on the Company’s profile on www.sedarplus.com and on the Company’s website www.1911gold.com.

The Company also holds a 100% Interest In the Rice Lake exploration properties, totaling over 61,647 hectares, cover the most prospective portions of the Rice Lake greenstone belt, part of the same belt of greenstones that includes the world-class, high-grade Red Lake gold district, located approximately 100 kilometres to the east in Ontario.

In addition, the Company also holds a 100% interest in two highly prospective properties in the Timmins-Porcupine Gold Camp, the Denton-Keefe property, located 30 kilometres southwest of Timmins and consisting of 2,106 hectares in area and covering a 6.5-kilometre-long section of the Abitibi greenstone belt, including a portion of the Porcupine-Destor Fault, and the Tully property, 458 hectares in area, located 25 kilometres northeast of Timmins and includes the Tully (Timmins North) deposit.

The Company also holds a 100% interest in the Apex exploration property, which is located 15 kilometres southeast of the town of Snow Lake (570 kilometres north of Winnipeg) in north-central Manitoba and consists of 5 mining claims, totaling 752 hectares.

Recent Developments

There are no material recent developments in respect of the Company that have not been disclosed in this Offering Document or in any other document filed by the Company in the 12 months preceding the date of this Offering Document.

The following is a brief summary of the recent developments involving or affecting the Company.

- On August 27, 2024, the Company announced the appointment of Anna Ladd-Kruger to the Board of Directors as an independent director and the engagement of Éric Vinet as a key technical advisor to provide guidance on the re-development plans and strategies for the Company’s resources and infrastructure.
- On September 26, 2024, the Company announced that it has received \$1,666,667 from the early warrant exercise by 2176423 Ontario Ltd, a corporation that is beneficially owned by I Sprott of 16,666,667 warrants.
- On October 3, 2024, the Company announced the mobilization of a drill rig for the 2024 surface drill program, commencing mid-October 2024, at the Company’s 100%-owned Rice Lake Gold property in Manitoba, Canada.
- On November 20, 2024, the Company announced an updated underground Mineral Resource Estimate (“MRE”) for the True North Gold Project, located within the Company’s 100% owned Rice Lake property in southeastern Manitoba, Canada. Highlights of the MRE include:
 - Underground MRE defined for the True North Gold Project is reported within mineral resource constraining envelopes using a 2.25 grams per tonne (“g/t”) Gold (“Au”) threshold. All blocks within the envelopes are reported and tabulate as:
 - Indicated Mineral Resource of 3,516,000 t @ 4.41 g/t Au containing 499,000 ounces (“oz”) Au
 - Inferred Mineral Resource of 5,490,000 t @ 3.65 g/t Au containing 644,000 oz Au
 - The MRE highlighted areas with exploration targets for resource expansion both down plunge and along strike to the modeled veins and within areas with historic drillholes that require drilling prior to including them in future resource estimates.
 - See the Company’s press release dated November 20, 2024 and the True North Technical Report for further details.
- On November 20, 2024, the Company also announced that it began a surface drill program within target areas that include: gold mineralization intersected in historic drillholes that are in new target areas along strike from the

resource and within 400 m from surface and new targets identified during the vein modelling that are proximal to gold-bearing shear zones within favourable host rocks

- On December 9, 2024 the Company announced a non-brokered private placement of flow-through shares for aggregate proceeds of up to \$5,000,000 with a lead investment from a corporate investor.
- On December 9, 2024 the Company also announced that approximately 2,550 metres (“m”) in 10 drill holes have been completed on testing new near surface drill targets at the True North Project.
- On December 23, 2024, the Company announced it has closed its previously announced non-brokered private placement offering, for an upsized amount of aggregate gross proceeds to the Company of \$7,776,290, with a lead investment from a corporate investor.
- On January 2, 2025 the Company announced the filing of the True North Technical Report.
- On January 8, 2025, the Company announced that it has granted a total of 166,665 deferred share units.
- On January 22, 2025, the Company provided an overview key 2024 achievements and outlined its 2025 growth strategy for its 100% owned True North Project and the surrounding Rice Lake property in southeastern Manitoba, Canada.
- From February 2025 to June 2025, the Company continued to announce results from its surface exploration drilling program at the True North Project, including⁽¹⁾:
 - On February 4, 2025, the Company announced drill results from ten (10) drill holes for 2,222 metres, including the following highlights:
 - San Antonio West Target: Drill results confirmed the western extension of gold mineralization hosted within the prolific San Antonio mafic unit, including:
 - Drill hole TN-24-005 intersected 3.10 m @ 2.45 grams per tonne (“g/t”) Au at a down-hole depth of 122.75 m and 0.65 m @ 7.76 g/t Au at a down-hole depth of 147.00 m;
 - Drill hole TN-24-006 intersected 4.84 m @ 3.70 g/t Au at a down-hole depth of 125.38 m, including 1.05 m @ 7.23 g/t Au and 0.91 m @ 8.42 g/t Au;
 - Drill hole TN-24-007 intersected 1.80 m @ 2.49 g/t Au at a down-hole depth of 115.45 m.
 - Hinge East Target: Drilling intersected a wide quartz vein, and vein breccia at 33.00 m vertical depth within a 42.60 m core length, including:
 - Drill hole TN-24-003 intersected 3.45 m @ 2.85 g/t Au at a down hole depth of 44.65 m, including 0.55 m @ 6.20 g/t Au and 0.50 m @ 6.30 g/t Au.
 - On February 26, 2025, the Company announced drill results from thirteen (13) drill holes for 3,222.4 metres, including the following highlights:
 - San Antonio Southeast Target: Drill results confirmed the southeastern extension of gold mineralization hosted within the prolific San Antonio mafic unit to depths of over 400 m and along a strike length of over 300 m, including:
 - Drill hole TN-25-011 intersected 8.37 grams per tonne (“g/t”) Au over 0.84 m at a down-hole depth of 277.74 m;
 - Drill hole TN-25-014 intersected 13.40 g/t Au over 0.69 m at a down-hole depth of 361.71 m;

- Drill hole TN-25-021 intersected 14.00 g/t over 0.50 m at a downhole depth of 33.10 m and 6.46 g/t Au over 2.20 m at a downhole depth of 60.10m, including 21.80 g/t Au over 0.50 m;
- Drill hole TN-25-023 intersected 9.37 g/t Au over 0.50 m at a downhole depth of 37.00 m;
- Drill hole TN-25-024 intersected 4.55 g/t Au over 1.00 m at a downhole depth of 73.00 m, and 14.50 g/t Au over 0.50 m at a downhole depth of 106.60 m.
- The Company also announced a second drill rig was mobilized and was, at that time, currently drill testing the potential gold mineralization extension on the San Antonio West target.
- On April 1, 2025, the Company announced drill results from eight (8) drill holes for 1,672 metres, including the following highlights:
 - San Antonio Southeast Target: Drill results confirmed the southeastern extension of gold mineralization within the prolific San Antonio mafic unit to depths of over 400 m and along strike for over 500 m, including:
 - TN-25-034: Intersected 7.13 grams per tonne (g/t) Au over 2.10 m at a downhole depth of 99.00 m including 12.80 g/t Au over 1.00 m, 7.67 g/t Au over 1.00 m at a downhole depth of 139.70 m, and 14.97 g/t Au over 2.70 m at a downhole depth of 145.00 m including 71.60 g/t Au over 0.50 m;
 - TN-25-033A: Intersected 7.71 g/t Au over 1.80 m at a downhole depth of 94.00 m, 7.05 g/t Au over 3.10 m at a downhole depth of 102.00 m including 16.50 g/t Au over 1.20 m, and 5.34 g/t Au over 6.00 m at a downhole depth of 121.50 m including 7.32 g/t Au over 1.20 m and 8.58 g/t Au over 1.10 m;
 - TN-25-027: Intersected 18.80 g/t Au over 0.70 m at a down-hole depth of 27.90 m extending mineralization over a strike length of 50 m to the east of hole TN-24-023 – TN-25-019: Intersected 13.20 g/t Au over 0.50 m at a down-hole depth of 253.00 m, extending mineralization over 125 m to the east of hole TN-24-011;
 - TN-25-027: Intersected 18.80 g/t Au over 0.70 m at a down-hole depth of 27.90 m, extending mineralization over an additional strike length of 50 m from TN-24-023;
 - TN-25-028: Intersected 8.36 g/t Au over 0.80 m at a downhole depth of 48.80 m, a 50 m down plunge extension of hole TN-24-027 ;
 - TN-25-030: Intersected 8.78 g/t Au over 0.80 m at a downhole depth of 165.30 m, an 80 m down plunge extension from hole TN-24-021.
- On April 30, 2025, the Company announced drill results from eight (8) drill holes for 1,371 metres, including the following highlights:
 - San Antonio West Target: Drill results confirmed the western extensions of gold mineralization within the prolific San Antonio mafic unit of 260 m down dip and 500 m along strike, including:
 - TN-25-037: Intersected 8.73 grams per tonne (g/t) Au over 1.00 m at a downhole depth of 60.90 m, 62.40 g/t Au over 1.00 m at a downhole depth of 65.10 m, 6.09 g/t Au over 0.70 m at a down hole depth of 86.80 m and 4.17 g/t Au over 4.50 m at a downhole depth of 128.80 m, including 8.45 g/t Au over 0.80 m;
 - TN-25-035: Intersected 8.81 g/t Au over 2.10 m at a downhole depth of 69.00 m, including 19.20 g/t Au over 0.60 m;

- TN-25-045: Intersected 6.84 g/t Au over 3.70 m at a down-hole depth of 7.50 m including 12.40 g/t Au over 1.40 m, and 5.30 g/t Au over 2.70 m at down hole depth of 29.50 m including 11.30 g/t Au over 0.50 m, and 7.69 g/t Au over 0.70 m;
 - TN-25-043: Intersected 12.50 g/t Au over 1.00 m at a downhole depth of 66.20 m.
- On June 10, 2025, the Company announced drill results from twelve (12) drill holes for 3,208 metres, including the following highlights:
- San Antonio West Target: Drill results confirmed the western and down dip extensions of gold mineralization within the prolific San Antonio mafic unit up to 350 m down dip and 500 m along strike, including:
 - TN-25-057: Intersected 58.66 grams per tonne (g/t) Gold (Au) over 1.40 m at a downhole depth of 145.00 m, including 63.20 g/t Au over 0.90 m and 50.50 g/t Au over 0.50 m;
 - TN-25-056: Intersected 9.59 g/t Au over 2.30 m at a downhole depth of 103.10 m, including 11.25 g/t Au over 1.80 m, including 21.30 g/t Au over 0.50 m;
 - TN-25-058: Intersected 10.40 g/t Au over 0.50 m at a downhole depth of 249.30 m.

Notes:

- (1) All results noted above in this Offering Document are rounded. Assays have a maximum of 2.5 m internal dilution, and no top capping applied. Widths are core-lengths, not true widths, and are considered to represent 60% to 90% of true width.

Please see the Company's news releases filed on SEDAR+ on February 4, 2025, February 26, 2025, April 1, 2025, April 30, 2025 and June 10, 2025 for more details on the surface exploration drilling program at the True North Project.

- On April 9, 2025, the Company announced it completed the re-commissioning of the True North mine hoist system in the A Shaft and is shifting focus to completing all necessary electrical and mechanical work down to Level 16 of the underground mine. The Company announced that several levels within the True North Mine are accessible for rehabilitation, including Level 16 at a depth of 695 m below surface, which will be used for the Company's underground drilling program, planned to explore priority targets identified by the exploration team, including the SAM Southeast and West targets potential down plunge extension. The Company also announced that it has been approved for a \$285,636 grant from the Manitoba Mineral Development Fund to support the 2025 drill program at the True North Project and that it issued 125,000 deferred share units to four directors under the LTIP in respect of Q1-2025 director fees.
- On May 30, 2025, the Company announced the temporary suspension of operations at its True North Complex in Bissett, Manitoba, following the evacuation order issued by the Province of Manitoba due to escalating wildfire activity in the region.
- On June 17, 2025, the Company announced that following the easing of wildfire related evacuation orders, the Company initiated a staged return of employees and contractors to its True North site near Bissett, Manitoba
- On June 24, 2025, the Company announced it had entered into an agreement with Haywood pursuant to Haywood, on its own behalf and on behalf of a syndicate of underwriters (the "**Underwriters**"), agreed to purchase from the Company, on a bought deal basis, (i) 2,500,000 common shares of the Company (the "**June Non-FT Shares**") at a price of C\$0.20 per June Non-FT Share (the "**June Non-FT Issue Price**"); (ii) 2,924,000 common shares which qualify as "flow-through shares" (within the meaning of subsection 66(15) of the Income Tax Act (Canada) (the "Tax Act")) and qualify as "Canadian exploration expenses" and "flow through mining expenditures" as defined in the Tax Act and that are incurred in the province of Manitoba and qualify for the Manitoba Mineral Exploration Tax Credit (the "**June Tranche 1 CEE Shares**") at a price of C\$0.342 per June Tranche 1 CEE Share (the "**June Tranche 1 CEE Issue Price**");

(iii) 26,042,000 common shares which qualify as “flow-through shares” (within the meaning of the Tax Act) and qualify as “Canadian exploration expenses” as defined in the Tax Act (the “**June Tranche 2 CEE Shares**” and together with the Tranche 1 CEE Shares, the “**June CEE Offered Shares**”) at a price of C\$0.288 per June Tranche 2 CEE Share (the “**June Tranche 2 CEE Issue Price**”); and (iv) 10,163,000 common shares which qualify as “flow-through shares” (within the meaning of the Tax Act) and qualify as “accelerated Canadian development expenses” as defined in the Tax Act (the “**June CDE Offered Shares**” and, together with the June Non-FT Shares and June CEE Offered Shares, the “**June Offered Shares**”) at a price of C\$0.246 per June CDE Offered Share (the “**June CDE Issue Price**”) for aggregate gross proceeds to the Company of C\$11,500,202 (the “**Underwritten Offering**”). The Company also granted the Underwriters an option to purchase up to an additional 15% of the Underwritten Offering in any combination of (i) June Non-FT Shares at the June Non-FT Issue Price; (ii) June CDE Offered Shares at the June CDE Issue Price, and (iii) June CEE Offered Shares at the respective June Tranche 1 CEE Issue Price and/or June Tranche 2 CEE Issue Price (the “**Underwriters’ Option**”, and together with the Underwritten Offering, the “**June Offering**”).

- On June 24, 2025, the Company announced it had closed the June Offering for gross proceeds of for gross proceeds of C\$13,225,232.30, including the full exercise of the Underwriter’s Option. An aggregate of 3,750,000 June Non-FT Shares, 2,924,000 June Tranche 1 CEE Shares 31,163,633 Tranche 2 CEE Shares and 10,163,000 CDE Offered Shares were sold under the June Offering.
- On August 7, 2025, the Company announced assay results from ten (10) drill holes for 3,079.0 metres (“m”) from the ongoing surface drill program at the True North Project. Highlights included:
 - Drilling confirmed the down-dip extensions of the near-surface quartz vein hosted gold (“Au”) mineralization on the new San Antonio Southeast (SAM SE) target, including:
 - TN-25-033: Intersected 5.52 grams per tonne (g/t) Au over 6.50 m at a downhole depth of 111.10 m, including 7.78 g/t Au over 1.70 m, and 34.20 g/t Au over 0.50 m, and 54.00 g/t Au over 0.50m at a downhole depth of 120.50 m;
 - TN-25-038: Intersected 8.38 g/t Au over 0.50 m at a downhole depth of 188.00 m, 5.64 g/t Au over 0.70 m at a downhole depth of 193.30 m and 5.15 g/t Au over 3.50 m at a downhole depth of 195.60 m, including 16.80 g/t Au over 0.90 m; and
 - TN-25-054: Intersected 13.90 g/t Au over 0.50 m at a downhole depth of 373.30 m and 3.68 g/t Au over 0.70 m at a downhole depth of 402.00 m.
- On August 15, 2025, the Company announced that it engaged WIN Expertise Inc. operated by Suzette Ramcharan, to provide investor relations and corporate communications services.
- On August 28, 2025, the Company announced that it has engaged AMC Consultants of Toronto, Canada to complete a Preliminary Economic Assessment study on the Company’s wholly-owned True North Gold Project, located in Manitoba.
- On September 8, 2025, the Company announced that it granted options to purchaser an aggregate of 700,000 common shares at price of \$0.345 per share until September 8, 2030.

MATERIAL FACTS

There are no material facts about the Offered Shares being distributed that have not been disclosed in this Offering Document or in any other document filed by the Company in the 12 months preceding the date of this Offering Document on the Company’s profile at www.sedarplus.com. You should read these documents prior to investing.

BUSINESS OBJECTIVES AND MILESTONES

What are the business objectives that we expect to accomplish using the available funds?

The Company intends to use the net proceeds raised from this Offering to complete additional underground drilling in 2026 and accelerate the previously contemplated drill program. The Company will also use the proceeds to extend the development required to access one of the two currently planned test mining targets to provide access to the initial planned stopes for the first phase of mining. Specifically, the Company intends to use the net proceeds from the Offering to accomplish the following business objectives:

1. **Complete an additional 21,000 metres of underground drilling.** The Company will complete additional underground drilling on exploration targets by expanding the number of drill rigs currently planned for 2026 as well as complete additional access drifts recently identified over the fifteen months ended December 31, 2026.
2. **Underground ramp development in support of near-term mining targets.** During the eight months ended April 30, 2026, the Company will extend the previously planned ramp for one of the two bulk sample targets to commence work on the initial stopes for planned test mining. The Company will also use a portion of the proceeds to complete rehabilitation work on Level 26 once the current dewatering program is complete in January 2026, in support of the planned start up of mining operations in 2027.

In order to commence operations at the True North Project and to further explore and potentially develop the Company's other mineral exploration assets, the Company must raise sufficient capital, which may include debt and/or additional equity to cover the commencement and development process, and to conduct additional exploration and development activities. The Company has not yet made a production decision on the True North Project. See "How will we use the available funds" below.

PART 3: USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the offering?

		Assuming 100% of the Offering	Assuming Exercise of the Agents' Option
A	Amount to be raised by this offering	\$12,969,635	\$14,915,080
B	Selling commissions and fees ⁽¹⁾	\$778,178.10	\$894,904.80
C	Estimated Offering costs (e.g., legal, accounting, audit)	\$125,000	\$125,000
D	Net proceeds of the Offering (D = A – (B + C))	\$12,066,456.90	\$13,385,175.20
E	Working capital as at most recent month end	\$11,246,000.00	\$11,246,000.00
F	Additional sources of funding ⁽²⁾	\$1,405,300.00	\$1,405,300.00
G	Total available funds (G = D + E + F)	\$24,717,756.90	\$26,036,475.20

Notes:

- (1) Assumes a cash commission of 6% and does not contemplate a reduced cash commission of 3% in respect of any sales to President's List purchasers.
- (2) Proceeds received from the Company since the end of the most recent month end from the exercise of common share purchase warrants, which expire on December 20, 2024 and have an exercise price of \$0.10 (the "Warrants").
- (3) The Company expects to receive up to an additional \$1,309,000 from the exercise of Warrants. As the Warrants are significantly in-the-money, the Company expects most, if not all, such Warrants to be exercised; however, since this is not guaranteed, the Company has excluded the proceeds from the exercise of the Warrants in the above Use of Available Funds chart.

How will we use the available funds?

The Company intends to use the net proceeds from this Offering and other funds available to it as noted in the table below:

Description of intended use of available funds listed in order of priority	Assuming 100% of the Offering	Assuming Exercise of the Agents' Option
Underground drill program	\$12,769,763.00	\$13,060,208.25
Underground mine development and rehabilitation	\$6,500,711.00	\$7,425,746.00
Technical studies	\$800,000.00	\$800,000.00
Broker commissions and expected expenses related to the Offering.	\$903,178.10	\$1,019,904.80
Mill maintenance and other mine site costs	\$1,100,000.00	\$1,100,000.00
General corporate and working capital purposes	\$2,644,104.80	\$2,630,616.15
Total	\$24,717,756.90	\$26,036,475.20

The above noted allocation represents the Company's current intentions with respect to its use of proceeds based on current knowledge, planning and expectations of management of the Company. Although the Company intends to expend the proceeds from this Offering as set forth above, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary and may vary materially from that set forth above, as the amounts actually allocated and spent will depend on a number of factors, including the Company's ability to execute on its business plan and financing objectives. The Company has generated negative cash flows from operating activities since inception and anticipates that it will continue to have negative operating cash flow until profitable commercial production at one or more of its properties is achieved. As a result, certain of the net proceeds from this Offering may be used to fund such negative cash flow from operating activities in future periods. See "*Cautionary Statement on Forward-Looking Information*".

The most recent audited consolidated annual financial statements and unaudited condensed consolidated interim financial report of the Company included a going concern note. The Company is still in the exploration stage and the Company has not yet generated positive cash flows from its operating activities, which may cast doubt on the Company's ability to continue as a going concern. The Offering are intended to permit the Company to advance its business objectives and are not expected to affect the decision to include a going concern note in future consolidated financial statements of the Company.

How have we used the other funds we have raised in the past 12 months?

Financing Details	Funds Raised	Intended Use of Funds	Explanation of Variances and Impact on Business Objectives and Milestones
Grant from the Manitoba Mineral Development Fund ("MMDF") to support the 2025 drill program at the True North project in Manitoba, Canada.	\$285,636	Proceeds from the grant were to be used to fund a portion of the 2025 drill program.	There are no variances between the previously disclosed use of funds and the use of such funds to date. All funds were received by August 2025.
Non-brokered private placement which closed on December 23, 2024 consisting of the sale of common shares and common shares issued on a flow-through basis.	\$7,776,290	The net proceeds of the offering were to be used to incur qualifying expenditures at the Company's projects in Manitoba that are eligible "Canadian exploration expenses" (as defined in the <i>Income Tax Act</i> (Canada) (the	As of the date hereof, approximately \$6,520,000 of the gross proceeds have been spent and there were no variances between the previously disclosed use of funds and the use of such funds to date. Additionally, the

		“ITA”), which qualify as “flow-through mining expenditures” (as defined in the ITA), as well as to fund the ongoing review and optimization of the future underground mining operations as well as for general corporate purposes.	Company does not expect any variances for the previously disclosed use of funds and remainder of such funds.
Exercise of Warrants (Sept 26, 2024, through September 15, 2025)	\$3,949,249	Proceeds from warrant exercises over this period have been used to fund the rehabilitation of the hoist and shaft system at the Company’s True North project as well as for general corporate purposes.	There are no variances between the previously disclosed use of funds and the use of such funds to date.
June Offering	C\$13,225,232.30	The proceeds of the offering were to be used to incur: (a) qualifying expenditures at the Company’s projects in Manitoba that are eligible “Canadian exploration expenses” (as defined in the <i>Income Tax Act</i> (Canada) (the “ITA”), which qualify as “flow-through mining expenditures” (as defined in the ITA), (b) qualifying expenditures at the Company’s projects in Manitoba that are eligible “accelerated Canadian development expenses” (as defined in the ITA, and (c) for general corporate purposes.	The Company has spent \$1,339,987 on underground rehabilitation and development in preparation for the commencement of underground drilling planned in September 2025 as well as the test mining planned for 2026. The remaining funds will be spent over the next nine months as planned in the offering document pertaining to the June Offering.

FEES AND COMMISSIONS

Who are the dealers or finders that we have engaged in connection with this Offering, if any, and what are their fees?

Agent:	Haywood Securities Inc. as the lead agent on behalf of a syndicate of Agents.
Compensation Type:	Cash commission and Compensation Options (as defined below).
Cash Commission:	6% of the gross proceeds of the Offering, other than from proceeds received from sales to certain President’s List purchasers identified by the Company, for which a 3% cash commission will be payable.
Compensation Options:	Such number of compensation options (the “ Compensation Options ”) equal to 6% of the number of Offered Shares sold pursuant to the Offering, other than sales to certain President’s List purchasers identified by the Company, in respect of which 3% Compensation Options will be issued. Each Compensation Option is exercisable into one common share of the Company at C\$0.45 per share for a period of twenty-four months following the completion of the Offering, except Compensation Options issued with respect to president’s list purchasers, with such Compensation

	Options to be exercisable for a period of nine months from the closing date of the Offering.
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Do the Agents have a conflict of interest?

To the knowledge of the Issuer, it is not and will not be a “related issuer” or “connected issuer” of or to the Agents, as such terms are defined in National Instrument 33-105 – *Underwriting Conflicts*.

PURCHASERS’ RIGHTS

Rights of Action in the Event of a Misrepresentation

If there is a misrepresentation in this offering document, you have a right:

- (a) to rescind your purchase of these securities with the Company, or
- (b) to damages against the Company and may, in certain jurisdictions, have a statutory right to damages from other persons.

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the Offered Shares. If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

ADDITIONAL INFORMATION

Where can you find more information about us?

Security holders can access the Company’s continuous disclosure filings made with the Canadian securities regulatory authorities on the Company’s SEDAR+ profile at www.sedarplus.com.

For further information regarding the Company, visit our website at: www.1911gold.com.

Investors should read this offering document and consult their own professional advisors to assess the income tax, legal, risk factors and other aspects of their investment in the Company.

CERTIFICATE

September 19, 2025

This Offering Document, together with any document filed under Canadian securities legislation on or after September 19, 2024, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

1911 GOLD CORPORATION

/s/ "Shaun Heinrichs"

/s/ "Carmen Amezcuita"

Shaun Heinrichs
President, CEO & Director

Carmen Amezcuita
Chief Financial Officer