Condensed Interim Consolidated Financial Statements

For the Three-Month Periods Ended
March 31, 2023 and 2022

(Unaudited – Expressed in Canadian Dollars)

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Listing

TSX Venture Exchange: OGN
Shares Outstanding: 184,570,542

Orogen Royalties Inc.

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NOTICE TO READER

NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Canadian Institute of Chartered Professional Accountants for a review of interim financial statements.

OROGEN ROYALTIES INC.

Condensed Interim Consolidated Statements of Financial Position

(Unaudited - Expressed in Canadian Dollars)

Current Assets	**Note**	**March 31, 2023**	December 31, 2022
Cash and cash equivalents	5	**$ 6,835,210**	$ 3,656,595
Short term investments	5	**5,854,911**	5,693,758
Marketable securities	6	**3,200,817**	2,023,380
Amounts receivable	7	**1,634,070**	1,288,655
Prepaid expenses and deposits		**125,346**	69,660
		17,650,354	12,732,048
Non-current Assets			
Mineral property interests	10	**39,270,345**	39,867,847
Property, plant and equipment, net	8	**277,366**	302,551
Reclamation bond	10	**192,557**	206,572
		39,740,268	40,376,970
Total Assets		**$ 57,390,622**	$ 53,109,018
Liabilities and Shareholders' Equity			
Liabilities			
Accounts payable and accrued liabilities	11	**$ 356,355**	$ 426,112
Short term lease liabilites	9	**51,576**	50,490
Joint venture partner deposits		**1,558,942**	172,071
		1,966,873	648,673
Non-current Liabilities			
Long term lease liabilities	9	**171,098**	184,537
		2,137,971	833,210
Shareholders' Equity			
Share capital	13	**75,319,474**	72,666,752
Obligation to issue shares		**-**	57,840
Contributed surplus		**3,666,002**	3,916,254
Accumulated deficit		**(23,732,825)**	(24,365,038)
		55,252,651	52,275,808
Total Liabilities and Shareholders' Equity		**$ 57,390,622**	$ 53,109,018

Approved and authorized for issue by the Board on May 23, 2023.

Samantha Shorter — ***Director***

Roland Butler — ***Director***

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

OROGEN ROYALTIES INC.

Condensed Interim Consolidated Statements of Income and Comprehensive Income
Three-Month Periods Ended March 31,
(Unaudited - Expressed in Canadian Dollars)

	Note		2023		2022
Royalties Operations					
Royalties revenue	10	$	**1,314,066**	$	738,842
Income from Royalties Operations			**1,314,066**		738,842
Prospect Generation Operations					
Revenue					
Gain from prospect generation activities	10	$	**938,034**	$	177,741
Project management fees	10		**2,025**		4,718
			940,059		182,459
Income from Prospect Generation Operations			**940,059**		182,459
Other Operations					
Revenue					
Interest income		$	**55,489**	$	18,767
			55,489		18,767
Expenses					
Accounting and legal			**54,909**		104,758
Depreciation	8		**22,821**		34,330
Foreign exchange loss (gain)			**65,884**		7,755
General and administrative			**92,457**		89,121
Investor services			**34,669**		31,157
Management and professional fees	14		**90,134**		91,964
Marketing services			**73,714**		32,724
Salaries and support services	14		**708,471**		336,602
Share-based compensation	13, 14		**331,675**		131,053
Travel			**18,698**		3,824
			1,493,432		863,288
Loss from Other Operations			**(1,437,943)**		(844,521)
Operating Income Before the Following		$	**816,182**	$	76,780
Other income			**13,616**		1,971
Marketable securities fair value adjustment	6		**(197,585)**		347,330
Net Income and Comprehensive Income for the Period		$	**632,213**	$	426,081
Basic Income per Share		$	**0.00**	$	0.00
Diluted Income per Share		$	**0.00**	$	0.00
Weighted average shares outstanding- Basic	13		**182,055,316**		178,171,211
Weighted average shares outstanding- Diluted	13		**207,978,993**		208,287,990

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

OROGEN ROYALTIES INC.

Condensed Interim Consolidated Statements of Cash Flows

Three-Month Periods Ended March 31,

(Unaudited - Expressed in Canadian Dollars)

	Note	**2023**	2022
Cash Flows Provided by (Used in) Operating Activities			
Net income		**$ 632,213**	$ 426,081
Add (deduct) items not involving cash:			
Depreciation	*8*	**22,821**	34,330
Marketable securities fair value adjustment	*6*	**197,585**	(347,330)
Unrealized foreign exchange gain		**(228)**	(14,888)
Gain from JV activities	*10*	**(938,034)**	-
Share-based compensation	*13*	**331,675**	131,053
		246,032	229,246
Net change in non-cash working capital balances related to operations:			
Amounts receivables		**(345,415)**	190,190
Prepaid expenses and deposits		**(55,686)**	(37,986)
Short term operating lease liabilities		**(12,275)**	(26,868)
Accounts payable and accrued liabilities		**(69,757)**	4,362
Joint venture partner deposits		**1,386,871**	(268,532)
Net Cash Flows Provided by Operating Activities		**1,149,770**	90,412
Cash Flows Provided By (Used In) Investing Activities			
Investment in short term investments	*5*	**(161,153)**	-
Sale in marketable securities	*6*	**152,100**	-
Mineral property interests, net of recoveries	*10*	**24,426**	(164,970)
Cash Flows Provided By (Used In) in Investing Activities		**15,373**	(164,970)
Cash Flows Provided By Financing Activities			
Proceeds from exercise of warrants not yet issued	*13*	**(57,840)**	-
Proceeds from exercise of warrants	*13*	**2,051,295**	12,000
Proceeds from exercise of stock options	*13*	**19,500**	83,236
Net Cash Flow Provided by Financing Activities		**2,012,955**	95,236
Effects of foreign currency translation on cash and cash equivalents		**517**	18,340
			-
Increase in Cash and Cash Equivalents		**3,178,615**	39,018
Cash and Cash Equivalents, Beginning of the Period		**3,656,595**	2,874,867
Cash and Cash Equivalents, End of the Period		**$ 6,835,210**	$ 2,913,885
Cash and cash equivalents are comprised of:			
Cash		**$ 5,235,122**	$ 2,706,258
Cash restricted for exploration		**1,538,942**	146,481
Short-term money market instruments		**61,146**	61,146
		$ 6,835,210	$ 2,913,885
Supplemental Cash Flow Information:			
Interest received		**$ 55,489**	$ 18,767
Net marketable securities received for property option payments		**$ 1,525,000**	$ 255,000

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

OROGEN ROYALTIES INC.

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity

(Unaudited - Expressed in Canadian Dollars)

		Share Capital					
	Note	Shares	Amount	Obligation to issue shares	Contributed surplus	Accumulated deficit	Shareholders' Equity
Balance, December 31, 2021		**178,080,133**	**$ 72,303,445**	**$ -**	**$ 3,592,742**	**$ (25,205,216)**	**$ 50,690,971**
Stock option exercise	*13*	334,501	126,599	-	(43,363)	-	83,236
Warrant exercise	*13*	31,120	15,326	-	(3,327)	-	11,999
Share-based compensation	*13*	-	-	-	131,053	-	131,053
Net income and comprehensive income		-	-	-	-	426,081	426,081
Balance, March 31, 2022		**178,445,754**	**$ 72,445,370**	**$ -**	**$ 3,677,105**	**$ (24,779,135)**	**$ 51,343,340**
Stock option exercise		692,801	190,729	-	(116,317)	-	74,412
Warrant exercise		62,240	30,653	-	(6,653)	-	24,000
Obligation to issue shares		-	-	57,840	-	-	57,840
Share-based compensation		-	-	-	362,119	-	362,119
Net income and comprehensive income		-	-	-	-	414,097	414,097
Balance, December 31, 2022		**179,200,795**	**$ 72,666,752**	**$ 57,840**	**$ 3,916,254**	**$ (24,365,038)**	**$ 52,275,808**
Stock option exercise	***13***	50,000	32,767	-	(13,267)	-	19,500
Warrant exercise	***13***	5,319,747	2,619,955	-	(568,660)	-	2,051,295
Share-based compensation	***13***	-	-	(57,840)	331,675	-	273,835
Net income and comprehensive income		-	-	-	-	632,213	632,213
Balance, March 31, 2023		**184,570,542**	**$ 75,319,474**	**$ -**	**$ 3,666,002**	**$ (23,732,825)**	**$ 55,252,651**

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

1. NATURE OF OPERATIONS

Orogen Royalties Inc. (the “Company” or “Orogen”), is a royalty and mineral exploration company with a diverse portfolio of precious metal royalties and copper, gold and silver exploration projects in Canada, United States, Mexico, Argentina and Kenya. The Company has two business segments – mineral royalties and mineral exploration project generation. The Company also owns a geological database covering parts of Mexico, central Asia, South Pacific, western Canada and western United States. Orogen uses the project generator business model and its projects, either acquired from other third parties or discovered through the Company’s exploration programs, are advanced through option and/or joint venture agreements with industry partners to provide maximum exposure to exploration success. Mineral royalties and revenue are also generated from these option and/or joint venture arrangements.

The Company was incorporated on May 11, 2005 and is a reporting issuer in British Columbia, Alberta, Saskatchewan and Ontario. The shares of the Company commenced trading on the TSX Venture Exchange (the “Exchange”) on January 25, 2011. On August 18, 2020, the Company acquired Renaissance Gold Inc. through a Plan of Arrangement under the Business Corporations Act (British Columbia) and was renamed Orogen Royalties Inc. The Company commenced trading on the Exchange under the symbol OGN on August 20, 2020.

The head office, principal registered, and records office of the Company are located at 1015-789 West Pender Street, Vancouver, British Columbia, Canada, V6C 1H2.

These condensed interim consolidated financial statements have been prepared on the basis that the Company is a going concern, which assumes that the Company will be able to continue its operations and will be able to realize its assets, discharge its liabilities, and continue in operation for the following twelve months. The Company began generating revenue from royalties at the end of the fiscal year ended December 31, 2021, and has an accumulated deficit as at December 31, 2022 of $24,365,038 (2021 - $25,205,216).

The Company’s ability to continue as a going concern is dependent on its ability to maintain consistent revenue from its royalties and prospect generation businesses. These condensed interim consolidated financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. STATEMENT OF COMPLIANCE

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34, Financial Reporting. The condensed interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2022.

(Unaudited - Expressed in Canadian Dollars)

2. STATEMENT OF COMPLIANCE (CONTINUED)

Except for cash flow information and financial instruments measured at fair value, these condensed interim consolidated financial statements were prepared on a historical cost basis using the accrual basis of accounting.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied in the preparation of these condensed interim consolidated financial statements are set out below.

(a) Basis of consolidation

	Place of incorporation	Proportion of ownership interest March 31, 2023	Proportion of ownership interest December 31, 2022	Principal activity
Evrim Exploration Canada Corp.	British Columbia	100%	100%	Mineral exploration
1124798 B.C. Ltd.	British Columbia	100%	100%	Mineral exploration
1174610 B.C. Ltd.	British Columbia	100%	100%	Holding company
Evrim Resources (Barbados) Ltd.	Barbados	100%	100%	Holding company
Minera Evrim, S.A. de C.V.	Sonora, Mexico	100%	100%	Mineral exploration
Servicios Mineros Orotac, S.A. de C.V.	Sonora, Mexico	100%	100%	Service company
Opata Resources, S.A. de C.V.	Sonora, Mexico	100%	100%	Mineral exploration
Minera Inmet Mexico S.A. de C.V.	Sonora, Mexico	100%	100%	Holding company
Evrim Resources USA Inc.	Nevada, USA	100%	100%	Mineral exploration
Renaissance Gold Inc.	British Columbia	100%	100%	Mineral exploration
Renaissance Exploration Inc.	Nevada, USA	100%	100%	Mineral exploration
Kinetic Gold Corp.	British Columbia	100%	100%	Holding company

These condensed interim consolidated financial statements incorporate the financial statements of the Company and its subsidiaries (Evrim Exploration Canada Corp. ("EEC"), 1124798 B.C. Ltd., 1174610 B.C. Ltd., Evrim Resources (Barbados) Ltd., Minera Evrim, S.A. de C.V. ("Minera"), Servicios Mineros Orotac, S.A. de C.V. ("SMO"), Opata Resources, S.A. de C.V. ("Opata"), Minera Inmet Mexico S.A. de C.V. ("Inmet"), Evrim Resources USA Inc. ("Evrim US"), Renaissance Gold Inc, Renaissance Exploration Inc., and Kinetic Gold Corp. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commenced until the date that control ceases. Control is based on whether an investor has power over the investee and the ability to use its power over the investee to affect the value of returns. All significant intercompany transactions and balances have been eliminated.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Use of estimates

The preparation of these condensed interim consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances and which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and further periods if the revision affects both current and future periods.

Significant assumptions about the future and other sources of estimation uncertainty that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

(i) *Share-based compensation*

The fair value of share-based compensation is subject to the limitations of the Black-Scholes option pricing model that incorporates market data and involves uncertainty in estimates used by management in the assumptions. Because the Black-Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share prices, for which changes in subjective input assumptions can materially affect the fair value estimate.

(ii) *Valuation of deferred tax assets* and liabilities

The Company estimates the expected manner and timing of the realization or settlement of the carrying value of its assets and liabilities and applies the tax rates that are enacted or substantively enacted on the estimated dates of realization or settlement.

(iii) *Leases*

Management uses estimation in determining the incremental borrowing rate used to measure the lease liability, specific to the asset, underlying currency and geographic location. Future lease payments can arise from a change in an index or borrowing rate, if there is a change in the Company's estimate of the expected payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right of use (“ROU”) asset, or is recorded to the statement of loss if the carrying amount of the ROU asset has been reduced to zero.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Use of estimates (Continued)

(iv) Impairment

After ownership of mineral property interests and royalty assets are established, acquisition, geological, exploration, and early-stage project generation costs incurred directly by the Company are capitalized on a property-by-property basis until the property is placed into production, sold, allowed to lapse or abandoned. The Company conducts impairment tests on each asset or cash generating unit ("CGU") at the end of each reporting period to determine the future economic and commercial benefit of the project. Where an indicator of impairment exists, the carrying costs are reduced to the recoverable amount and an impairment expense is recognized in profit or loss. Since the Company's mineral property interests are generally early stage, unless fair value can be established, recoverable amount is generally nil and impairment expense, when recognized, is the carrying costs.

(v) Valuation of private investments

From time to time, the Company takes ownership of common shares of private companies as part of consideration received from its prospect generation activities. At every reporting period, these investments are valued at fair value based on upon quoted prices in active markets and when that information is not available, estimates are made by management using inputs from observable market data, the underlying company's recently completed equity financing, equity issuance and/or equity investments made by a third party. Changes in these assumptions and inputs could affect the reported fair value of these financial instruments.

(c) Critical Accounting Judgements

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

(i) Determination of functional currency

Several factors were considered in making the judgment that the primary economic environment for the Company and all subsidiaries is the Canadian dollar ("CAD"). The Mexican and US subsidiaries are operated as an extension of the reporting entity without a significant degree of autonomy and require significant resources provided by Orogen. Orogen raises these funds by issuing shares in Canadian dollars. In addition, majority of the option or joint venture agreements are denominated in either Canadian or US dollars.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Critical Accounting Judgements (Continued)

(ii) Future taxable profits

Determination of the likelihood of future taxable profits to enable use of deferred tax assets requires consideration of current corporate strategies and likely outcomes with respect to taxable income. Present factors do not support the probability of deferred tax assets being recovered.

(iii) Right of use assets and lease liability

The Company applies judgement in determining whether the contract contains an identified asset, whether they have the right to control the asset and the lease term and if liability exist at the time of the inception of the contract. The lease term is based on considering facts and circumstances, both qualitative and quantitative, that can create an economic incentive to exercise renewal options. Management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option as well as determining when the liability on a contract exists.

(iv) Recoverability of amounts receivables

The Company records an allowance for bad debts related to accounts receivable considered to be uncollectable. The allowance is based on the Company's knowledge of the financial condition of its royalty asset operators, joint venture partners, the aging of the receivables, the current business environment and historical experience. A change to those factors could impact the estimated allowance for bad debts.

(v) Capitalization of eligible mineral property interests costs

After obtaining ownership, all acquisition, geological, and exploration costs incurred directly by the Company are capitalized on a property-by-property basis. When a property interest is acquired under an option agreement, where payments are made at the sole discretion of the Company, the acquisition cost is capitalized at the time of payment. Acquisition cost may include cash consideration and/or deemed value of common shares, issued for property interests pursuant to the terms of the agreement.

Option payments received from earn-in agreements, including cash and common shares, cash reimbursements received from partners, and other recoveries on joint venture projects and alliances are treated as a reduction of the carrying value of the related the mineral property until the payments are in excess of carrying value, at which time they are then credited to profit or loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Critical Accounting Judgements (Continued)

(v) Capitalization of eligible mineral property interests costs (continued)

Government grants are recognized when received/receivable. When the Company is entitled to refundable mineral exploration tax credits or incentive grants, these amounts are recorded as a reduction to carrying value of the mineral property interest. When the Company is entitled to non-refundable exploration tax credits, a deferred income tax benefit is recognized if it is probable that they can be used to reduce future taxable income.

(vi) Impairment of mineral properties

The Company conducts impairment tests at the end of each reporting period to determine the future economic and commercial benefit of its mineral resource properties and royalty assets. Changes in conditions may give rise to significant impairment charges or reversals of impairment in a particular year. Where an indicator of impairment exists, an estimate of the recoverable amount is made, which is the higher of the fair value less costs to sell and value in use. Determining the value in use requires the use of estimates and assumptions including commodity price forecasts, initial and sustaining capital requirements, future operating performance, and discount rate. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. If the recoverable amount of the mineral property is less than its carrying value, the carrying value is reduced to the recoverable amount and an impairment expense is recognized in profit or loss.

(d) Share-based compensation

The Company may grant stock options to buy common shares of the Company to directors, officers, employees and non-employees. The fair value of the options is measured at grant date, using the Black-Scholes option pricing model, and is recognized over the vesting period for employees using the graded vesting method. Fair value of share-based payments for non-employees is recognized and measured at the date the goods or services are received and is based on the fair value of the goods or services received or the fair value of the equity instruments issued if this is a more reliable measure. The fair value is recognized as an expense with a corresponding increase in equity. The amount recognized as an expense is adjusted to reflect the number of stock options expected to vest. Charges for options that are forfeited before vesting are reversed from share-based payment reserve. For options that expire or are forfeited after the vesting, the recorded value remains in share-based payment reserve.

(d) Share-based compensation (Continued)

The Company has granted employees and directors restricted share units (“RSUs”) and deferred share units (“DSUs”) to be settled in common shares of the Company after they are fully vested. The fair value of RSUs and DSUs is determined at the date of grant and is recognized as share-based compensation expense over the vesting period with the corresponding amount recorded to share-based payment reserve. The estimated fair value of RSUs and DSUs based on market value of the underlying common shares at the date of grant.

(e) Presentation and functional currency

The Company’s presentation currency is the CAD. The functional currency of Orogen and its subsidiaries is the CAD.

4. CAPITAL MANAGEMENT

The capital structure of the Company consists of equity attributable to common shareholders comprising share capital, contributed surplus and accumulated deficit. The Company’s objectives when managing its capital are to safeguard its ability to continue as a going concern and enable it to provide shareholder returns and benefits for all stakeholders by identifying and acquiring mineral property prospects that can be monetized and create royalties profitably through sale or earn-in agreements. These objectives remain unchanged from previous years.

The Company manages and adjusts its capital structure in response to changes in the risk characteristics of its underlying assets and/or changes in economic conditions. To maintain or adjust the capital structure, the Company may issue new shares or other equity instruments. The Company is not subject to externally imposed capital requirements.

5. CASH AND CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS

Cash and cash equivalents include $6,774,064 (2022 - $2,852,739) in the operating bank accounts and $61,146 (2022 - $61,146) of short term guaranteed investment certificates (“GICs”) that are cashable within six months. As of March 31, 2023, $1,538,942 of cash and cash equivalents were restricted for exploration expenditures (2022 - $146,481).

Short-term investments include $5,854,911 (2022 - $5,130,030) of GICs with maturities ranging from ten months to one year earning interest from 1.50% to 5.55% (2022 – 1.50% to 2.03%).

6. MARKETABLE SECURITIES

During the period ended March 31, 2023, the Company received:

(i) 3,214,286 common shares of StrikePoint Gold Inc. with a fair value of $225,000 as consideration for the January 23, 2023 sale of 100% interest in the Cuprite gold project;

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6. MARKETABLE SECURITIES (CONTINUED)

(ii) 2,857,143 common shares of Kingfisher Metals Inc. with a fair value of $300,000 as initial consideration for the March 3, 2023, option agreement on Ball Creek East (Hwy 37); and

(iii) 4,000,000 common shares of P2 Gold Inc. with a fair value of $1,000,000 as consideration for the March 3, 2023, sale of 100% interest in Ball Creek West from for the Manhattan Gap option agreement.

During the period ended March 31, 2022, the Company received:

(i) 750,000 common shares of Pacific Ridge Exploration Ltd. with a fair value of $255,000 as consideration for the February 3, 2022 sale of 100% interest in the Onjo project.

Fair value as at December 31, 2021	$ 1,553,024
Shares received- Pacific Ridge Exploration Ltd.	255,000
Shares received- Eminent Gold Corp.	43,500
Shares received- Stampede Metals Corp.	18,298
Shares received- Green Light Metals Inc.	400,000
Shares received- Rackla Metals Inc.	25,200
Shares sold	(93,691)
Fair value adjustment	(198,388)
Foreign exchange gain	20,437
Fair value as at December 31, 2022	$ 2,023,380
Shares received- StrikePoint Gold Inc.	225,000
Shares received- P2 Gold Inc.	1,000,000
Shares received- Kingfisher Metals Corp.	300,000
Shares sold	(152,100)
Fair value adjustment	(197,585)
Foreign exchange gain	2,122
Fair value as at March 31, 2023	**$ 3,200,817**

7. AMOUNTS RECEIVABLE

	March 31, 2023	December 31, 2022
Trade receivables	**$ 1,550,200**	$ 1,208,748
Current tax receivables	**83,870**	79,907
	$ 1,634,070	$ 1,288,655

All receivables were current (less than 30 days) except for the current tax receivable of which $83,870 (December 31, 2022 - $79,907) was between 90 to 180 days.

(Unaudited - Expressed in Canadian Dollars)

8. PROPERTY, PLANT AND EQUIPMENT

Cost	Computer Equipment and Software	Field Equipment	Leasehold Improvements	Mobile Equipment	Office Equipment and Furniture	Right of Use Assets	Total
Balance as at December 31, 2021	$ 407,178	$ 33,575	$ 16,995	$ 33,384	$ 62,025	$ 627,072	$ 1,180,229
Acquisitions (Dispositions)	15,690	-	-	-	-	93,280	108,970
Balance as at December 31, 2022	$ 422,868	$ 33,575	$ 16,995	$ 33,384	$ 62,025	$ 720,352	$ 1,289,199
Acquisitions (Dispositions)	-	-	-	-	-	-	-
Balance as at March 31, 2023	**$ 422,868**	**$ 33,575**	**$ 16,995**	**$ 33,384**	**$ 62,025**	**$ 720,352**	**$ 1,289,199**
Accumulated depreciation							
Balance as at December 31, 2021	$ (345,961)	$ (33,575)	$ (16,995)	$ (20,129)	$ (38,572)	$ (404,038)	$ (859,270)
Depreciation	(30,252)	-	-	(3,174)	(3,556)	(92,563)	(129,545)
Foreign Exchange	64	-	-	74	16	2,013	2,167
Balance as at December 31, 2022	$ (376,149)	$ (33,575)	$ (16,995)	$ (23,229)	$ (42,112)	$ (494,588)	$ (986,648)
Depreciation	(5,625)	-	-	(731)	(1,032)	(15,433)	(22,821)
Foreign Exchange	(338)	-	-	(391)	(84)	(1,551)	(2,364)
Balance as at March 31, 2023	**(382,112)**	**(33,575)**	**(16,995)**	**(24,351)**	**(43,228)**	**(511,572)**	**(1,011,833)**
Carrying amounts							
December 31, 2021	$ 61,217	$ -	$ -	$ 13,255	$ 23,453	$ 223,034	$ 320,959
December 31, 2022	$ 46,719	$ -	$ -	$ 10,155	$ 19,913	$ 225,764	$ 302,551
March 31, 2023	**$ 40,756**	**$ -**	**$ -**	**$ 9,033**	**$ 18,797**	**$ 208,780**	**$ 277,366**

(Unaudited - Expressed in Canadian Dollars)

9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

The Company has lease agreements which qualifies for reporting under IFRS 16 *Leases*. The continuity of the ROU assets and lease liabilities for the period ended March 31, 2023, were as follows:

Right of Use Assets		
Value of Right of Use Assets, December 31, 2021	$	223,034
Addition		93,280
Depreciation		(92,563)
Foreign Exchange		2,013
Value of Right of Use Assets, December 31, 2022	$	225,764
Depreciation		(15,433)
Foreign Exchange		(1,551)
Value of Right of Use Assets, March 31, 2023	**$**	**208,780**

Lease Liabilities		
Lease Liabilities, December 31, 2021	$	229,296
Addition		93,280
Lease payments		(87,549)
Lease Liabilities, December 31, 2022	$	235,027
Addition		-
Lease payments		(12,353)
Lease Liabilities, March 31, 2023	**$**	**222,674**

Lease Liabilities		**March 31, 2023**		December 31, 2022
Current portion	**$**	**51,576**	$	50,490
Long-term portion		**171,098**		184,537
	$	**222,674**	$	235,027

10. MINERAL PROPERTY INTERESTS

Exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable operations. Many of the Company’s mineral property interests are located outside of Canada and are subject to the risks associated with foreign investment, including increases in taxes and royalties, renegotiations of contracts, currency exchange fluctuations and political uncertainty. Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, these procedures do not guarantee the Company’s title. Property title may be subject to unregistered prior agreements and non-compliance with regulatory requirements. These risks are not unique to foreign jurisdictions and apply equally to the Company’s property interests in Canada.

The Company reports the following property updates and changes that took place during the period ended March 31, 2023.

(Unaudited - Expressed in Canadian Dollars)

10. MINERAL PROPERTY INTERESTS (Continued)

Mexico

I. **Ermitaño**: The project is located in Sonora, Mexico.

(a) *Sale Agreement:* In September 2018, the Company transferred 100% of its interest in the property to First Majestic Silver Corp. ("First Majestic") for US$1,000,000 subject to a 2.0% NSR royalty.

(b) *Royalty Revenue:* For the three-month period ended March 31, 2023, the Company recognized $1,314,066 (2022 - $738,842) in royalty revenue generated from the Ermitaño mine. This represents 508 GEOs (2022 – 315 GEOs) based on an average price of US$1,877 (2022 - $1,877) per ounce.

Canada

I. **Ball Creek**: The project is located in the Golden Triangle, northwestern British Columbia.

- **Ball Creek West:** Consist of Consist of 18,893 hectares of mineral claims:

(a) *Sale Agreement:* On March 3, 2023, the Company entered into a purchase and sales agreement with P2 Gold for the sale of 100% interest in Ball Creek West. As consideration, the Company received $1.0 million in fair value of P2 Gold common shares, 1.0% NSR royalty, and the right to acquire an additional 1.0% NSR royalty of the underlying agreement on the project held by Sandstorm.

- **Ball Creek East (Hwy 37):** Consist of 35,080 hectares of mineral claims:

(a) *Option Agreement:* On March 3, 2023, the Company announced that it has entered into an option agreement with Kingfisher Metals Inc. ("Kingfisher") whereby Kingfisher can earn 100% interest in Ball Creek East (Hwy 37) by meeting the following obligations:

	Fair Value of Common Shares to be Issued	**Status**	**Additional Consideration**	**Minimum Exploration Expenditures**
On signing	$300,000	*Received*	1.0% NSR on Ecstall Project	-
March 3, 2024 (1st anniversary)	$400,000		-	$500,000
March 3, 2025 (2nd anniversary)	$500,000		-	$1,000,000
March 3, 2026 (3rd anniversary)	$1,000,000		-	$2,000,000
March 3, 2027 (4th anniversary)	$1,300,000		-	$4,000,000
Total	$3,500,000		-	$7,500,000

10. MINERAL PROPERTY INTERESTS (Continued)

Upon exercise of the option agreement, Kingfisher will transfer to Orogen the right to acquire 1.0% NSR royalty of the underlying agreement on the project held by Sandstorm. As additional consideration of the option agreement, Kingfisher also granted the Company 1.0% NSR on its Ecstall project, located in central coast BC, Canada.

United States

I. **Nevada Generative Alliance:** On September 12, 2022, the Company announced a generative exploration alliance (the "Alliance") with a subsidiary of Altius Minerals Corporation ("Altius"). The Alliance focuses on generating gold and silver targets considered geologically similar to the recent major gold deposit discovery at Silicon in the Walker Lane trend in Nevada, US. The initial annual budget of US$300,000 was fully funded by Altius while the Company provides technical expertise and extensive technical database. Once a project is designated, ongoing expenses and recoveries are shared equally between the Company and Altius. The following project was acquired during the Alliance:

- **Cuprite**: On September 12, 2022, the Company announced the acquisition of the Cuprite gold project. The project contains over twenty square-kilometres of advanced argillic alteration in the Walker Lane, Nevada. The project is a strong analog to AngloGold Ashanti's Silicon deposit.

  (a) *Sale Agreement*: On January 23, 2023, the Company announced that it has completed a purchase and sales agreement with a wholly-owned U.S. subsidiary of Strikepoint Gold Inc. ("Strikepoint") whereby Strikepoint has acquired 100% interest in the project. Total consideration included the issuance of 6,428,571 common shares of Strikepoint with a fair value of $450,000, reimbursement of US$35,208 in project related costs, and a 3% NSR royalty on the project. The project was generated under the Alliance and as such, total consideration received was split evenly between the Company and Altius with the Company receiving 3,214,286 common shares of Strikepoint with a fair value of $225,000 and retaining a 1.50% NSR royalty on the project.

- **Celts**: On January 9, 2023, the Company announced the acquisition of the Celts gold project. The project contains an untested advanced argillic alteration cell overlying possible epithermal gold mineralization at depth.

10. MINERAL PROPERTY INTERESTS (CONTINUED)

Prospect Generation Operations

During the three-month period ended March 31, 2023, the Company generated $940,059 (2022 - $182,459) in total revenue from prospect generation operations including a gain of $938,034 (2022 - $177,741) from the sale and option agreements completed on Ball Creek East (Hwy 37) and Ball Creek West, sale of Cuprite, and annual option revenue on Si2. Gains are recognized in a project when total recoveries including proceeds received from sale, option payments, and/or other reimbursements are greater than the project's total carrying value.

The Company capitalized $289,163 (2022 - $377,155) in acquisition and exploration expenditures to mineral property interests and recognized $1,838,589 (2022 - $645,940) in recoveries from considerations received from sale of projects, expense reimbursements and payments from partners on active earn-in agreements, joint ventures or alliances. The total carrying value of mineral exploration assets as March 31, 2023, was $39,270,345 (December 31, 2022 - $39,867,847).

Reclamation Bonds

As at March 31, 2023, the Company holds $192,557 (December 31, 2022 - $206,572) of reclamation bonds.

(Unaudited - Expressed in Canadian Dollars)

10. MINERAL PROPERTY INTERESTS (CONTINUED)

Exploration Expenditures

The following table summarizes the movement in the Company's mineral properties during the three-month period ended March 31, 2023:

Mineral Property Interests	Location	Status	Operator	December 31, 2022	Additions	Recoveries	Gain	Impairment	Translation	March 31, 2023
Astro	Canada	Optioned	Rackla Metals Inc.	-	115	-	-	-	-	115
Ball Creek	Canada	Royalty	P2 Gold Inc.	673,133	-	(1,302,409)	629,276	-	-	-
Ball Creek East	Canada	Optioned	Kingfisher Metals Corp.	-	771	-	-	-	-	771
Lemon Lake	Canada	Optioned	Acme Company Limited	124,530	1,750	-	-	-	-	126,280
Cuervo	Canada	Available		139,026	-	-	-	-	-	139,026
Generative	Canada	PG		-	24,212	-	-	-	-	24,212
Nevada Alliance	U.S.	Alliance	Orogen and Atlius Minerals Corporatic	-	-	(974)	974	-	-	-
Tabor	U.S.	Optioned	i-80 Gold Corp.	87,062	-	-	-	-	(4)	87,058
Callaghan	U.S.	Optioned	Orogen on behalf of Yamana Gold Inc	56,781	29,660	(29,741)	-	-	(46)	56,654
Celts	U.S.	Available		-	6,520	(3,260)	-	-	-	3,260
Cuprite	U.S.	Royalty	Strikepoint Gold Inc	53,492	177	(226,966)	173,297	-	-	-
Ecru	U.S.	Optioned	Moneghetti Minerals Limited	15,680	-	-	-	-	74	15,754
Generative	U.S.	PG		-	11,870	-	-	-	-	11,870
Si2	U.S.	Optioned	K2 Gold Corporation Inc.	498	426	(135,330)	134,406	-	-	-
Ghost Ranch	U.S.	Optioned	Ivy Minerals Inc.	294,680	-	-	-	-	(523)	294,157
Gilbert South	U.S.	Optioned	Eminent Gold Corp.	132,576	-	-	-	-	130	132,706
Jake Creek	U.S.	Available		24,885	685	-	-	-	(20)	25,550
Manhattan Gap	U.S.	Optioned	Stampede Metals Corp.	1,904	191	-	-	-	128	2,223
Raven	U.S.	Optioned	Orogen on behalf of Yamana Gold Inc	643,965	5,766	(5,766)	-	-	31	643,996
Silicon	U.S.	Royalty	AngloGold Ashanti NA	36,602,063	-	-	-	-	-	36,602,063
Spring Peak	U.S.	Optioned	Acme Company Limited	245,906	-	-	-	-	8	245,914
Yamana Alliance	U.S.	Alliance	Orogen on behalf of Yamana Gold Inc	-	1,388	(1,470)	81	-	1	-
Generative	Mexico	PG		-	71,948	-	-	-	-	71,948
Llan del Nogal	Mexico	Optioned	Riverside Resources Inc.	477,968	132,602	(132,602)	-	-	6,446	484,414
La Joya	Mexico	Available		61,573	79	-	-	-	2,731	64,383
Agua Zarca	Mexico	Available		61,775	1,003	(71)	-	-	4,934	67,641
Lake Victoria Fields	Kenya	Royalty	Shanta Gold Limited	170,350	-	-	-	-	-	170,350
Total				**$ 39,867,847**	**$ 289,163**	**$ (1,838,589)**	**$ 938,034**	**$ -**	**$ 13,890**	**$ 39,270,345**

(Unaudited - Expressed in Canadian Dollars)

10. MINERAL PROPERTY INTERESTS (CONTINUED)

Exploration Expenditures

The following table summarizes the movement in the Company's mineral properties during the three-month period ended March 31, 2022:

Mineral Property Interests	Location	Status	Operator	December 31, 2021	Additions	Recoveries	Gain (loss)	Impairment	Translation	March 31, 2022
Astro	Canada	Available		$ 1,125	$ -	$ -	$ -	$ -	$ -	**$ 1,125**
Ball Creek	Canada	Spinout		383,011	5,819	-	-	-	-	**388,830**
Lemon Lake	Canada	Optioned	Acme Company Limited	111,108	6,375	(7,500)	-	-	-	**109,983**
Onjo	Canada	Royalty		119,759	7,500	(305,000)	177,741	-	-	**-**
Nechako	Canada	Available		99,732	1,078	-	-	-	-	**100,810**
Trek 31	Canada	Optioned	Pacific Imperial Mines Inc.	170,494	163	(15,000)	-	-	-	**155,657**
Generative	Canada	PG		-	841	-	-	-	-	**841**
Nevada Alliance	U.S.	Alliance		-	170,888	(170,888)	-	-	-	**-**
Tabor	U.S.	Optioned	i-80 Gold Corp.	86,771	-	-	-	-	(61)	**86,710**
Buffalo Canyon	U.S.	Available		-	55	-	-	-	-	**55**
Callaghan	U.S.	JV	Orogen on behalf of Yamana Gold Inc.	98,569	3,116	(14,194)	-	-	(1,415)	**86,076**
Cina Mine	U.S.	Available		74,953	2,603	-	-	-	(1,076)	**76,480**
Diamond Point	U.S.	Available		93,002	-	-	-	-	(299)	**92,703**
Ecru	U.S.	Optioned	Moneghetti Minerals Limited	84,734	-	-	-	-	317	**85,051**
Generative	U.S.	PG		-	12,705	-	-	-	-	**12,705**
Si2	U.S.	Optioned	K2 Gold Corporation Inc.	60,783	304	(62,480)	-	-	(272)	**(1,665)**
Ghost Ranch	U.S.	Optioned	Ivy Minerals Inc.	293,773	110	-	-	-	(91)	**293,792**
Gilbert South	U.S.	Optioned	Eminent Gold Corp.	242,085	259	-	-	-	719	**243,063**
Jake Creek	U.S.	Available		-	375	-	-	-	-	**375**
Kalium Canyon	U.S.	Optioned	Badger Minerals LLC	49,011	110	-	-	-	(689)	**48,432**
Maggie Creek	U.S.	JV	U.S. Gold Corp.	114,952	-	-	-	-	(24)	**114,928**
Manhattan Gap	U.S.	Optioned	Stampede Metals Corp.	5,981	-	-	-	-	2,212	**8,193**
Rambler	U.S.	Available		-	562	-	-	-	-	**562**
Raven	U.S.	JV	Orogen on behalf of Yamana Gold Inc.	678,570	13,479	(13,479)	-	-	43	**678,613**
Silicon	U.S.	Royalty		36,602,063	-	-	-	-	-	**36,602,063**
Spring Peak	U.S.	Optioned	Headwater Gold Inc.	246,253	164	-	-	-	133	**246,550**
Pearl String	U.S.	Available		-	704	-	-	-	-	**704**
Yamana Alliance	U.S.	JV	Orogen on behalf of Yamana Gold Inc.	1,579	57,400	(57,400)	-	-	(23)	**1,556**
Badesi	Mexico	Available		54,818	999	-	-	-	266	**56,083**
Generative	Mexico	PG		-	1,191	-	-	-	-	**1,191**
Llan del Nogal	Mexico	Available		505,895	58,485	-	-	-	1,207	**565,587**
Sarape	Mexico	Available		-	10,743	-	-	-	-	**10,743**
Yanira	Mexico	Available		1,833	7,577	-	-	-	20	**9,430**
La Joya	Mexico	Available		31,533	13,552	-	-	-	46	**45,131**
Total				**$ 40,212,387**	**$ 377,155**	**$ (645,940)**	**$ 177,741**	**$ -**	**$ 1,014**	**$ 40,122,357**

(Unaudited - Expressed in Canadian Dollars)

11. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2023	December 31, 2022
Trade payables	**$ 287,783**	$ 301,774
Accrued liabilites	**68,572**	124,338
	$ 356,355	$ 426,112

The average credit period of purchases is one month. The Company has financial risk management policies in place to ensure that all payables are paid within the agreed-upon credit terms.

12. COMMITMENTS AND CONTINGENCIES

The Company has the following long-term commitments:

I. **Office Lease: Reno, Nevada** - The Company entered into 36-month office lease agreement for its Nevada operations commencing on April 1, 2022, expiring on March 31, 2025. Commitments outstanding within the next twelve months are $34,561 for lease and operating costs, and the estimate remaining life of the lease was $45,017. These future payments were estimated on an undiscounted basis. See Note 9 on addition to right of use assets and lease liabilities.

II. **Office Lease: Vancouver, BC** - The Company entered into a new office lease agreement for its Vancouver office commencing May 1, 2022, until April 30, 2028. Commitments outstanding within the next twelve months are $40,707 for lease and operating costs, and the estimate for the remaining life of the lease was $192,647. These future payments were estimated on an undiscounted basis.

	Less than one year	**One to four years**	**Total**
Canada			
Office Lease	$ 41,062	$ 182,352	$ 223,413
US			
Office Lease	34,454	35,832	70,286
	$ 75,516	**$ 218,184**	**$ 293,699**

13. SHARE CAPITAL

(a) Authorized and issued

The Company's authorized share capital is an unlimited number of common shares without par value and as at March 31, 2023, the Company had 184,570,542 common shares outstanding.

Issuance of common shares

No common shares were issued during the three-month period ended March 31, 2023 (2022 – Nil), other than those relating to stock option and warrant exercises.

Warrant exercise

During the three-month period ended March 31, 2023, 5,319,747 common share purchase warrants were exercised at $0.39 per share for gross proceeds of $2,051,295 and $568,660 was reclassed from contributed surplus to capital stock.

During the three-month period ended March 31, 2022, 31,120 common share purchase warrants were exercised at $0.39 per share for gross proceeds of $11,999 and $3,327 was reclassed from contributed surplus to capital stock.

Stock options exercise

During the three-month ended March 31, 2023, 50,000 stock options were exercised. The weighted average exercise price of options exercised was $0.39 per share, the Company received gross proceeds of $19,500 and $13,267 was reclassed from contributed surplus to capital stock.

During the three-month ended March 31, 2022, 334,501 stock options were exercised. The weighted average exercise price of options exercised was $0.25 per share, the Company received gross proceeds of $83,236 and $43,363 was reclassed from contributed surplus to capital stock.

(b) Omnibus Equity Compensation Plan

At the Annual General and Special Meeting on October 27, 2022, the Company has adopted an Omnibus Equity Compensation Plan (the "Plan") that allows the Board of Directors of the Company to grant Stock Options, RSUs, DSUs and Performance Share Units to senior officers, employees, consultants and Directors through the acquisition of common shares of the Company. The Plan is a "rolling up to 10%" as defined by Policy 4.4- Security Based Compensation of the TSX Venture Exchange. Pursuant to the Plan, the number of shares that are issuable pursuant to the exercise of awards granted shall not exceed 10% of the issued shares of the Company as at the date of any award grant. Shareholders are required to adopt the Plan and re-approve it on a yearly basis thereafter.

(Unaudited - Expressed in Canadian Dollars)

13. SHARE CAPITAL (CONTINUED)

(b) Omnibus Equity Compensation Plan (Continued)

After the adoption of the Plan, the Company introduced a comprehensive corporate compensation policy that included short-term and long-term incentive plans. The long-term incentive plan included the granting of stock-based compensation such as stock options, RSUs, and DSUs. RSUs and DSUs entitle employees, officers, and directors to common shares of the Company when the units are fully vested with vesting terms determined by the Company's Board of Directors at the time of grant.

As at March 31, 2023, the number of common shares that were issuable pursuant to the exercise of awards granted was 18,457,054 (2021 – 17,844,575) which was 10% of issued common shares of the Company. The Company has granted 9,349,008 (2022 – 7,137,123) awards including stock options, RSUs and DSUs that may be exercised into common shares when they are fully vested, resulting in 9,108,046 (2022 – 10,707,452) awards that may be issuable in future grants.

(c) Incentive stock options

The following stock options were granted during the three-month period ended March 31, 2023:

On February 2, 2023, the Company granted 1,953,000 stock options to officers, employees and consultants. The stock options have a life of five years, an exercise price of $0.51 and will vest over three years including 25% that will vest immediately followed by 25% on the first, second and third anniversaries from the date of grant.

On February 17, 2023, the Company granted 238,000 stock options to independent Board members. The stock options will have a life of five years and an exercise price of $0.53 and will vest over three years including 25% that will vest immediately followed by 25% on the first, second and third anniversaries from the date of grant.

Stock Options were not granted during the period ended March 31, 2022.

	March 31, 2023			March 31, 2022		
	Number of Shares		**Weighted Average Excerise Price**	Number of Shares		Weighted Average Excerise Price
Outstanding, beginning balance	**6,185,008**	**$**	**0.26**	7,471,624	$	0.31
Granted	**2,191,000**	**$**	**0.51**	-	$	-
Exercised	**(50,000)**	**$**	**0.39**	(334,501)	$	0.25
Outstanding, ending balance	**8,326,008**	**$**	**0.38**	7,137,123	$	0.31
Options exerciseable	**4,972,757**	**$**	**0.34**	4,187,124	$	0.28

(Unaudited - Expressed in Canadian Dollars)

13. SHARE CAPITAL (CONTINUED)

(c) Incentive stock options (Continued)

The following share purchase options were outstanding at March 31, 2023:

Expiry Date	Options Outstanding (number of shares)	Options Exerciseable (number of shares)		Exercise Price	Weighted Average Remaining Life
2023-08-14	373,440	373,440	$	0.16	0.37
2024-07-17	821,568	821,568	$	0.23	1.30
2025-11-23	500,000	300,000	$	0.33	2.65
2026-03-25	500,000	500,000	$	0.33	2.99
2026-08-03	500,000	333,334	$	0.37	3.35
2026-10-26	2,950,000	1,940,000	$	0.36	3.58
2027-11-28	500,000	166,666	$	0.41	4.67
2028-02-02	1,943,000	478,250	$	0.51	4.85
2028-02-17	238,000	59,500	$	0.53	4.89
	8,326,008	**4,972,757**	**$**	**0.38**	**3.50**

The Company determines the fair value of options using the Black-Scholes option pricing model and used the following assumptions:

Grant Date	February 17, 2023	February 2, 2023
Volatility	**84.57%**	**84.71%**
Risk Free Interest Rate	**3.16%**	**2.93%**
Expected Life	**5 years**	**5 years**
Dividend Yield	**0.00%**	**0.00%**

The option pricing model requires the use of highly subjective estimates and assumptions. The expected volatility assumption is based on the historical and implied volatility of the Company's common share price on the TSX-V. The risk-free interest rate assumption is based on yield curves on Canadian government zero-coupon bonds with a remaining term equal to the stock options' expected life. The Company uses historical data to estimate option exercise, forfeiture and employee termination within the valuation model.

The total fair value of stock options granted during the three-month period ended March 31, 2023, was $729,482 (2022 - $Nil). The total share-based compensation expense charged against operations for stock options that were vested during the three-month period ended March 31, 2023, was $295,462 (2022 - $131,053) and this includes $233,002 (2022 - $Nil) for stock options that were granted during the period and $62,460 (2022 - $131,053) for stock options that were granted in 2021 and 2020.

(Unaudited - Expressed in Canadian Dollars)

13. SHARE CAPITAL (CONTINUED)

(d) Warrants

Share purchase warrants outstanding at March 31, 2023 are as follows:

	March 31, 2023			March 31, 2022		
	Number of Shares		**Weighted Average Excerise Price**	Number of Shares		Weighted Average Excerise Price
Outstanding, beginning balance	**22,917,416**	**$**	**0.39**	23,010,776	$	0.39
Exercised	**(5,319,747)**	**$**	**0.39**	(31,120)	$	0.39
Outstanding, ending balance	**17,597,669**	**$**	**0.39**	22,979,656	$	0.39

Share purchase warrants outstanding at March 31, 2023 are as follows:

Expiry Date	**Warrants Outstanding (number of shares)**	**Exercise Price**		**Weighted Average Remaining Life**
May 16, 2023 *	10,482,124	$	0.39	0.37
April 30, 2024	7,115,545	$	0.40	1.33
	17,597,669	**$**	**0.39**	**0.76**

** See Note 17- Subsequent Events*

(e) Restricted Share Units

The following RSUs were granted during the three-month period ended March 31, 2023:

On February 2, 2023, the Company granted 711,111 RSUs to officers and employees. The RSUs will fully vest on the second anniversary of the date of grant and settlement expires on December 31, 2026.

On February 17, 2023, the Company granted 156,000 RSUs to independent Board members. The RSUs awarded will fully vest on the second anniversary of the date of grant and settlement expires on December 31, 2026.

RSUs were not granted during the period ended March 31, 2022.

(Unaudited - Expressed in Canadian Dollars)

13. SHARE CAPITAL (CONTINUED)

(e) Restricted Share Units (Continued)

The total fair value of RUSs granted during the three-month period ended March 31, 2023, was $450,840 (2022 - $Nil). The estimated fair value of RSUs was determined by using the market price of the underlying common shares on the date of grant. The total share-based compensation expense charged against operations for RSUs that were vested during the three-month period ended March 31, 2023, was $33,490 (2022 - $Nil) and this includes $33,490 (2022 - $Nil) for RSUs that were granted during the period.

RSUs outstanding at March 31, 2023 are as follows:

Grant Date	Vesting Date	December 31, 2022	Granted	Vested	Expired/Cancelled	March 31, 2023
February 2, 2023	February 2, 2025	-	711,000	-	-	711,000
February 17, 2023	February 17, 2025	-	156,000	-	-	156,000
		-	**867,000**	**-**	**-**	**867,000**

(e) Deferred Share Units

On February 17, 2023, the Company granted 156,000 DSUs to independent Board members. The DSUs awarded will vest 50% each on the third and fourth anniversaries of the grant date and will settle on the termination of service.

DSUs were not granted during the period ended March 31, 2022.

The total fair value of DSUs granted during the three-month period ended March 31, 2023, was $81,120 (2022 - $Nil). The estimated fair value of DSUs was determined by using the market price of the underlying common shares on the date of grant. The total share-based compensation expense charged against operations for DSUs that were vested during the three-month period ended March 31, 2023, was $2,723 (2022 - $Nil) and this includes $2,723 (2022 - $Nil) for DSUs that were granted during the period.

DSUs outstanding at March 31, 2023 are as follows:

Grant Date	Vesting Date	December 31, 2022	Granted	Vested	Expired/Cancelled	March 31, 2023
February 17, 2023	February 17, 2025	-	78,000	-	-	78,000
February 17, 2023	February 17, 2026	-	78,000			78,000
		-	**156,000**	**-**	**-**	**156,000**

(Unaudited - Expressed in Canadian Dollars)

13. NET INCOME (LOSS) PER SHARE

	Period Ended March 31, **2023**	2022
Weighted average number of common shares outstanding- basic	**182,055,316**	178,171,211
Dilutive effect of oustanding stock options and warrants	**25,923,677**	30,116,779
Weighted average number of common shares outstanding- diluted	**207,978,993**	208,287,990
Net income (loss)	**$ 632,213**	$ 426,081
Basic earnings (loss) per share	**$ 0.00**	$ 0.00
Diluted earnings (loss) per share	**$ 0.00**	$ 0.00

14. RELATED PARTY TRANSACTIONS

Transactions between the Company and related parties are disclosed below.

(a) Due to related parties

Included in accounts payable and accrued liabilities at March 31, 2023, was $Nil (2022 - $Nil).

(b) Compensation of key management personnel

The remuneration paid to directors and other key management personnel during the three-month periods ended March 31, 2023, and 2022 were as follows:

	March 31, 2023	March 31, 2022
Salaries of senior executives (i)	**$ 227,991**	$ 157,392
Short-term employee benefits	**4,987**	8,740
Non-executive directors' fees	**52,262**	50,461
Annual bonus of senior executives (i)	**264,402**	-
Share-based compensation (ii)	**211,284**	90,522
	$ 760,925	$ 307,115

(i) Senior executives include the Chief Executive Officer, Chief Financial Officer, Vice President Corporate Development, and Vice President Exploration.

(ii) Directors and Senior executives include the Chief Executive Officer, Chief Financial Officer, Vice President Corporate Development, and Vice President Exploration.

(Unaudited - Expressed in Canadian Dollars)

15. SEGMENTED INFORMATION

During the three-month periods ended March 31, 2023, and 2022, the Company operated in one industry segment: mineral exploration; within five geographic segments: Canada, United States, Mexico, Argentina, and Kenya. The Company's non-current assets by geographic areas for the three-month periods ended March 31, 2023, and 2022 were as follows:

March 31, 2023	**Canada**	**United States**	**Mexico**	**Kenya**	**Total**
Non-Current Assets:					
Mineral property interests	**$ 290,404**	**$ 38,121,205**	**$ 688,386**	**$ 170,350**	**$ 39,270,345**
Property, plant and equipment	**201,478**	**7,153**	**68,735**	**-**	**277,366**
Reclamation bond	**174,434**	**18,123**	**-**	**-**	**192,557**
	$ 666,316	**$ 38,146,481**	**$ 757,121**	**$ 170,350**	**$ 39,740,268**

December 31, 2022	Canada	United States	Mexico	Kenya	Total
Non-Current Assets:					
Mineral property interests	$ 936,689	$ 38,159,492	$ 601,316	$ 170,350	$ 39,867,847
Property, plant and equipment	215,412	9,841	77,298	-	302,551
Reclamation bond	188,434	18,138	-	-	206,572
	$ 1,340,535	$ 38,187,471	$ 678,614	$ -	$ 40,376,970

The Company's mineral property revenues by geographic areas for the three-month periods ended March 31, 2023 and 2022 are as follows:

March 31, 2023	**Canada**	**United States**	**Mexico**	**Total**
Revenues:				
Royalties revenue	**$ -**	**$ -**	**$ 1,314,066**	**$ 1,314,066**
Gain from JV activities	**629,276**	**308,758**	**-**	**938,034**
Project management fees	**-**	**2,025**	**-**	**2,025**
	$ 629,276	**$ 310,783**	**$ 1,314,066**	**$ 2,254,125**

March 31, 2022	Canada	United States	Mexico	Total
Revenues:				
Royalties revenue	$ -	$ -	$ 738,842	$ 738,842
Gain from JV activities	177,741	-	-	177,741
Project management fees	-	-	4,718	4,718
	$ 177,741	$ -	$ 743,560	$ 921,301

(Unaudited - Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT

(a) Fair value of financial instruments

The fair values of cash and cash equivalents, short term investments, amounts receivable, accounts payable and accrued liabilities, and joint venture partner deposits approximate their carrying values due to the short-term to maturities of these financial instruments. The carrying value of most marketable securities has been based on quoted market prices, a Level 1 measurement according to the fair value hierarchy. The Company has some marketable securities of non-public companies which have a Level 3 measurement according to the fair value hierarchy and the fair value has been based on the underlying company's specific valuations including most recently completed transactions, market feedback or other market sources that supports fair value. The carrying value of lease liabilities have a Level 2 measurement according to the fair value hierarchy and the fair value has been based on approximates fair value as the interest rates approximate market rates. There were no transfers between fair value levels during the year.

(b) Categories of financial instruments

		March 31, 2023		December 31, 2022
Financial Assets				
FVTPL				
Cash and cash equivalents	**$**	**6,835,210**	$	3,656,595
Short term investments		**5,854,911**		5,693,758
Marketable securities		**3,200,817**		2,023,380
Loans and Receivables				
Trade receivable		**1,550,200**		1,208,748
	$	**17,441,138**	$	12,582,481
Financial Liabilities				
Other Financial Liabilities				
Accounts payable and accrued liabilities	**$**	**356,355**	$	426,112
Short term lease liabilites		**51,576**		50,490
Joint venture partner deposit		**1,558,942**		172,071
Long term lease liabilities		**171,098**		184,537
	$	**2,137,971**	$	833,210

The Company's financial instruments are exposed to certain financial risks, which include foreign currency risk, interest rate risk, credit risk, liquidity risk and other price risk. The Company's risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company's exposure to these risks and its methods of managing the risks remain consistent.

16. FINANCIAL RISK MANAGEMENT (CONTINUED)

(c) Foreign currency risk

The Company incurs certain expenses in currencies other than the Canadian dollar. The Company is subject to foreign currency risk as a result of fluctuations in exchange rates. The Company manages this risk by maintaining bank accounts in US dollars and Mexican pesos ("MXN") to pay these foreign currency expenses as they arise. Receipts in foreign currencies are maintained in those currencies. The Company does not undertake currency hedging activities. The Company also does not attempt to hedge the net investment and equity of integrated foreign operations.

The carrying amount of the Company's foreign currency denominated monetary assets are as follows:

	March 31, 2023		December 31, 2022	
	US(*)	**MXN(*)**	US(*)	MXN(*)
Cash and cash equivalents	**$ 4,379,482**	**$ 55,083**	$ 3,062,202	$ 86,139
Amounts receivable	**1,149,130**	**418,872**	1,197,332	79,907
Accounts payable and accrued liabilities	**(20,048)**	**(200,846)**	(59,771)	(169,256)
Joint venture partner deposits	**(1,538,942)**	**-**	(152,071)	-
Net assets denominted in foreign currency	**$ 3,969,622**	**$ 273,109**	$ 4,047,692	$ (3,210)

*Figures in this table are Canadian dollars, converted from the foreign currency, at the closing exchange rate for that date.

The Company uses a sensitivity analysis to measure the effect on total assets of reasonably foreseen changes in foreign exchange rates. The analysis is used to determine if these risks are material to the financial position of the Company. Based on current market conditions, the Company has determined that a 10% change in foreign exchange rates would affect the fair value of total assets by -6.47% (December 31, 2022 – -4.29%).

The sensitivity of the Company's loss and comprehensive loss due to changes in the exchange rate between the Mexican peso and the Canadian dollar, and between the US dollar and the Canadian dollar are approximated in the tables below. The change, due to the effect of the exchange rate on financial instruments, is reported in the condensed interim consolidated statements of loss and comprehensive loss as foreign exchange gains (losses).

	March 31, 2023		December 31, 2022	
	10% Increase in MNX: CAD Rate	**10% Increase in USD: CAD Rate**	10% Increase in MNX: CAD Rate	10% Increase in USD: CAD Rate
Change in net income (loss) gain and comprehensive gain (loss)	**$ 40,975**	**$ 825,311**	$ 44,045	$ 359,569

(Unaudited - Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT (CONTINUED)

(d) Interest rate risk

The Company's cash and cash equivalents consist of cash held in bank accounts and GICs that earn interest at a fixed interest rate. Future cash flows from interest income on cash and cash equivalents will be affected by declining cash balances. The Company manages interest rate risk by investing in short-term fixed interest financial instruments with varying maturity periods when feasible to provide access to funds as required. A 25-basis point change in interest rate would have an immaterial impact on comprehensive loss based on the cash and cash equivalents at the end of the year.

Actual financial results for the coming year will vary since the balances of financial assets are expected to decline as funds are used for Company expenses.

(e) Credit risk

Credit risk is the risk of an unexpected loss if an exploration partner, counterparty or third party to a financial instrument fails to meet its contractual obligations. To reduce credit risk, cash and cash equivalents and short-term investments are on deposit at major financial institutions. The Company is not aware of any counterparty risk that could have an impact on the fair value of such investments. The carrying value of the financial assets represents the maximum credit exposure.

The Company minimizes credit risk by reviewing the credit risk of the counterparties to its arrangements on a periodic basis. The Company's concentration of credit risk and maximum exposure thereto is as follows:

		March 31, 2023		December 31, 2022
Short-term money market instruments	**$**	**61,146**	$	61,146
Cash bank accounts		**6,774,064**		3,595,449
Short term investments		**5,854,911**		5,693,758
Marketable securities		**3,200,817**		2,023,380
Trade receivable		**1,550,200**		1,208,748
	$	**17,441,138**	$	12,582,481

At March 31, 2023, the Company's short-term money market instruments were invested in GICs earning annual interest rates of 1.50% to 5.55% (December 31, 2022 – 1.50% to 5.55%).

(Unaudited - Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT (CONTINUED)

(f) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis, including exploration plans. The Company attempts to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations, holdings of cash and cash equivalents and short-term investments.

The Company's policy is to invest its excess cash in highly liquid, fully guaranteed, bank-sponsored instruments. The Company staggers the maturity dates of its investments over different time periods when feasible to maximize interest earned. The Company has invested part of the excess cash flow through a financial institution.

The following table summarizes the Company's significant liabilities and corresponding maturities.

Due Date		**March 31, 2023**		December 31, 2022
0-90 days	**$**	**369,249**	$	438,734
91-365 days		**1,597,624**		209,939
365+ days		**171,098**		184,537
	$	**2,137,971**	$	833,210

(g) Commodity price risk

The Company's royalty revenues are derived from a royalty interest and are based on the extraction and sale of precious and base minerals and metals. Factors beyond the control of the Company may affect the marketability of metals discovered. Consequently, the economic viability of the Company's royalty interests cannot be accurately predicted and may be adversely affected by fluctuations in mineral prices.

(h) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk and foreign currency risk. The Company is not exposed to significant equity price risk related to its marketable securities.

17. SUBSEQUENT EVENTS

(a) Subsequent to the period ended, 8,501,106 common share purchase warrants were exercised with weighted average price of $0.39 for gross proceeds of $3,278,026 and 1,981,017 common share purchase warrants with a weighted average exercise price of $0.39 were expired unexercised. Including the warrants exercised, the Company has 193,071,648 common shares outstanding and 7,115,545 common share purchase warrants outstanding with a weighted exercise price of $0.40 expiring on April 30, 2024.

OROGEN

Management Discussion & Analysis

For the Three-Month Period Ended
March 31, 2023

Introduction

This Management Discussion and Analysis ("MD&A") of the financial position and results of Orogen Royalties Inc. (the "Company" or "Orogen"), was prepared to conform to National Instrument 51-102F1 and was approved by the Board of Directors prior to its release. Readers are cautioned that the MD&A contains forward-looking statements and that actual events may vary from management's expectations. Readers are encouraged to read the Forward-Looking Statement disclaimer included with this MD&A.

The information contained in this MD&A are presented in Canadian dollars unless otherwise noted and are for the three-month period ended March 31, 2023, and should be read in conjunction with the condensed interim consolidated financial statements of the Company for the same period. The reader should also refer to the audited consolidated financial statements and MD&A for the years ended December 31, 2022, and 2021, for more complete financial information.

The referenced condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Financial Reporting.

All of the Company's public disclosure filings, including its most recent management information circular, material change reports, press releases and other information, may be accessed via www.sedar.com and readers are urged to review these materials, including the technical reports filed with respect to the Company's mineral properties.

About Orogen

Orogen is a royalty and mineral exploration company with a diverse portfolio of precious metal royalties and copper, gold and silver exploration projects in Canada, United States, Mexico, and Kenya. The Company has two business segments: mineral royalties and mineral exploration project generation. The Company also owns a geological database covering parts of Mexico, central Asia, South Pacific, western Canada and western United States.

Orogen uses prospect generation to manage exploration and financial risks. Prospect generation allows Orogen to grow its existing royalties and securities assets in a disciplined and sustainable manner, while gaining exposure to exploration opportunities and discoveries. In addition, Orogen is positioned to operate counter-cyclical to the market by acquiring exploration targets when the projects are inexpensive and sell them into well capitalized markets when the project demand is strong. The foundation of the Company's royalties has been built on prospect generation and has resulted in two discoveries including the Ermitaño project that is currently in production, operated by First Majestic Silver Corp., and the Silicon project, operated by AngloGold Ashanti NA, that is currently under exploration.

Orogen identifies, stakes, and acquires new projects and performs early-stage work to demonstrate their geologic potential. The Company then seeks partners who bring the capital and expertise to delineate a mineral deposit. Orogen retains exposure to the property through royalties, milestone payments, and equity consideration.

The Company was incorporated on May 11, 2005, as a capital pool company for the purposes of the policies of the TSX Venture Exchange (the "Exchange") and is a reporting issuer in British Columbia, Alberta, Saskatchewan and Ontario. The shares of the Company commenced trading on the Exchange under the symbol EVM on January 25, 2011. On August 18, 2020, the Company acquired Renaissance Gold Inc. through a Plan of Arrangement under the Business Corporation Act (British Columbia) and was renamed Orogen Royalties Inc. The Company commenced trading on the Exchange under the symbol OGN on August 20, 2020.

The head office, principal registered, and records office of the Company are located at 1015-789 West Pender Street, Vancouver, British Columbia, Canada, V6C 1H2.

Date

This MD&A has been prepared based on information available to the Company as of May 23, 2023.

1.2 Overview

The Company began generating revenue from royalties at the end of the fiscal year ended December 31, 2021. The Company's ability to continue as a going concern is dependent on its ability to maintain consistent revenue from its royalties and prospect generation businesses and obtain additional debt or equity financing to successfully advance its business plan. See Section 1.14 "Risk Factors", below.

(a) Financial Position

As at March 31, 2023, the Company had working capital of $15,683,481 (December 31, 2022 - $12,083,375) and an accumulated deficit of $23,732,825 (December 31, 2022 - $24,365,038). During three-month period ended March 31, 2023, the Company reported a net income of $632,213 (2022 – $426,081) and is comprised of the following segments:

(i) **Royalty operations**: The Company $1,314,066 (2022 - $738,842) in royalty revenue generated from the Ermitaño mine. This represents a gold equivalent ounce ("GEOs") of 508 (2022 – 315 GEOs) based on an average price of US$1,877 per ounce (2022 - $1,877). The Company holds a 2.0% net smelter return ("NSR") royalty on this project with First Majestic Silver Corp. as the operator;

(ii) **Prospect generation operations**: The Company recorded total revenue of $940,059 (2022 - $182,459) from management fees and gains in project sales and joint ventures activities; and

(iii) **Other operations**: The Company incurred total expenses of $1,437,432 (2022 - $863,288) for general, administrative and overhead expenses. The Company also recognized a loss of $197,585 (2022 – gain $347,330) in fair value adjustments of marketable securities.

(b) Share Capital: During the three-month period ended March 31, 2023, 5,319,747 (2022- 31,120) common share purchase warrants were exercised with a average weighted exercise price of $0.39 (2022 - $0.39) per share for gross proceeds of $2,051,295 (2022 – $11,999). In addition, 50,000 (2022 – 334,501) stock options were exercised for gross proceeds of $19,500 (2022 - $83,236) with an average weighted exercise price of $0.39 (2022 - $0.25) per share.

(c) Subsequent events:

(i) On May 10, 2023, the Company announced the acquisition of the Cuervo epithermal gold-silver project located in the Nechako Plateau, central British Columbia; and

(ii) Subsequent to the period ended, 8,501,106 common share purchase warrants were exercised with weighted average price of $0.39 for gross proceeds of $3,278,026 and 1,981,017 common share purchase warrants with a weighted average exercise price of $0.39 were expired unexercised. Including the warrants exercised, the Company has 193,071,648 common shares outstanding and 7,115,545 common share purchase warrants outstanding with a weighted exercise price of $0.40 expiring on April 30, 2024.

(d) Mineral Properties- Summary of Activities:

(i) **Celts**: On January 9, 2023, the Company announced the acquisition of the Celts epithermal gold-silver project in Walker Lane, Nevada. The project was acquired under the Alliance with Altius;

(ii) **Cuprite**: On January 23, 2023, the Company announced that it has completed a purchase and sales agreement with a wholly-owned U.S. subsidiary of Strikepoint whereby Strikepoint has acquired 100% interest in the Cuprite gold project located in Nevada. Total consideration included the issuance of 6,428,571 common shares of Strikepoint with a fair market value of $450,000, reimbursement of US$35,208 in project related costs, and a 3.0% NSR royalty on the project. The project was generated under the Alliance and as such, total consideration received was split evenly between the Company and Altius with the Company retaining $225,000 of the total compensation and a 1.50% NSR royalty on the project; and

(iii) **Ball Creek**: On March 2, 2023, the Company announced that the Ball Creek project was divided into two claim blocks that included Ball Creek East and Ball Creek West. The Company entered into a purchase and sales agreement with P2 Gold for the sale of 100% interest in Ball Creek West. As consideration, the Company has received $1.0 million in fair value of P2 Gold common shares, 1.0% NSR royalty, and the right to acquire an additional 1.0% NSR royalty subject to an underlying agreement on the project held by Sandstorm.

The Company also announced that it has entered into an option agreement with Kingfisher whereby Kingfisher can earn 100% interest in Ball Creek East.

(Expressed in Canadian Dollars)

Kingfisher's obligations under the terms of the option agreement includes issuing $3.5 million in fair value of Kingfisher common shares and incurring $7.5 million in exploration expenditures over a four-year period. Upon exercise of the option agreement, Kingfisher will transfer to Orogen the right to acquire 1.0% NSR royalty of an underlying agreement on the project held by Sandstorm. As additional consideration of the option agreement, Kingfisher has also granted the Company 1.0% NSR on its Ecstall project, located in central coast BC, Canada; and

(iv) **Cuervo**: On May 10, 2023, the Company announced the acquisition of the Cuervo epithermal gold-silver project. The project was acquired through staking under the Company's generative exploration programs.

1.3 Selected Annual Information

	Year ended December 31, 2022	Year ended December 31, 2021	Year ended December 31, 2020
Revenue and interest income	$4,715,783	$2,364,269	$95,342
Net income (loss)	840,178	(2,831,445)	(5,023,973)
Net income (loss) per share	0.01	(0.02)	(0.04)
Total assets	53,109,018	51,665,540	53,372,043
Current liabilities	648,673	683,480	867,784
Long-term liabilities	184,537	291,089	177,818
Shareholders' equity	52,275,808	50,690,971	52,326,441
Cash dividends declared	Nil	Nil	Nil

1.4 Results of Operations

Mineral Property Interests

The Company has two business segments including mineral royalties and mineral exploration project generation. The Company uses the project generator business model and its projects, either acquired from other third parties or discovered through the Company's exploration programs, are advanced through option and/or joint venture agreements with industry partners to provide maximum exposure to exploration success. Mineral royalties and revenue are also generated from these option and/or joint venture arrangements.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

The following table summarizes the business segments and details of the Company's complete royalty asset and project portfolio:

	Project Name	Location	Metals	Underlying Agreements and Encumbrances		Mineral Royalties		Joint Venture/Alliances	Projects Optioned	
				Counter Party	NSR Royalty	Counter Party	NSR Royalty	Counter Party	Counter Party	NSR Royalty
Mineral Royalties										
1	Cuale	Jalisco, Mexico	Au	-	-	Rockstar Mining S.A. de C.V.	0.5%	-	-	-
2	Cumaro	Sonora, Mexico	Au, Ag	-	-	Heliostar Metals S.A. DE C.V.	1.0%	-	-	-
3	Cumobabi	Sonora, Mexico	Au, Ag	-	-	First Majestic Silver Corp.	1.5%	-	-	-
4	Ermitaño	Sonora, Mexico	Au, Ag	-	-	First Majestic Silver Corp.	2.0%	-	-	-
5	La Lola	Sonora, Mexico	Au, Ag	Third parties	1.0%	Heliostar Metals S.A. DE C.V.	2.0%	-	-	-
6	Sarape	Sonora, Mexico	Au, Ag	-	-	Advance Lithium Corp.	2.0%	-	-	-
7	Cuprite	Nevada, United States	Au	-	-	Strikepoint Gold Inc.	1.5%	-	-	-
8	Kalium Canyon	Nevada, United States	Au	Bridgeport Gold Inc.	1.0 – 2.0%	Green Light Metals Inc.	2.0-3.0%	-	-	-
9	Silicon	Nevada, United States	Au	-	-	AngloGold Ashanti NA	1.0%	-	-	-
10	South Roberts	Nevada, United States	Au	-	-	Ivy Minerals	0.5-1.0%	-	-	-
11	Spruce Mountain	Nevada, United States	Au	-	-	Conquest Nevada LLC	0.5%	-	-	-
12	Axe	BC, Canada	Au, Cu	Liberty Leaf Holdings Ltd. and Bearclaw Capital Corp.	1.0% - 2.0%	Kodiak Copper	2.0%	-	-	-
13	Ball Creek West	BC, Canada	Cu, Au	Sandstorm Gold Royalties	2.0%	P2 Gold Inc.	1.0% and right to buy down 1.0% from Sandstorm	-	-	-

(Expressed in Canadian Dollars)

	Project Name	Location	Metals	Underlying Agreements and Encumbrances		Mineral Royalties		Joint Venture/Alliances	Projects Optioned	
				Counter Party	NSR Royalty	Counter Party	NSR Royalty	Counter Party	Counter Party	NSR Royalty
14	Ecstall	BC, Canada	Cu, Au	-	-	Kingfisher Metals Inc.	1.0%	-	-	-
15	Hank	BC, Canada	Au, Cu	-	-	Kingfisher Metals Inc.	3.0%	-	-	-
16	Onjo	BC, Canada	Au, Cu	-	-	Pacific Ridge Exploration Ltd.	2.0%	-	-	-
17	Lake Victoria Gold Fields	Western Kenya	Au	-	-	Shanta Gold Limited	3.0%	-	-	-
18	Argentina Royalties	Argentina	Au	-	-	Magna Terra Minerals	1.0%	-	-	-
Joint Venture and Alliances										
1	Yamana Alliance	Western, United States	Au	-	-	-	-	Yamana Gold Inc.	-	-
2	Nevada Generative Alliance	Nevada, United States	Au	-	-	-	-	Altius Minerals Corporation	-	-
	Projects Optioned									
1	Llano del Nogal	Sonora, Mexico	Au, Ag, Cu	-	1.0% - base metals; 1.5% - precious metals	-	-	-	Riverside Resources Inc.	1.0% (production royalty)
2	Suanse	Mexico	Au, Ag	San Marco Resources Inc.	1.0%	-	-	-	Riverside Resources Inc.	1.0% (production royalty)
3	Astro	Northwest Territories, Canada	Au	Newmont Mining Corporation	0.5%	-	-	-	Rackla Metals Inc	2.5%
4	Ball Creek East (Hwy 37)	BC, Canada	Cu, Au	Sandstorm Gold Royalties	2.0%	-	-	-	Kingfisher Metals Inc.	Right to 1.0% buydown on Sandstorm's NSR
5	Callaghan	Nevada, United States	Au	-	-	-	-	-	Meridian Gold Company	3.0%
6	Ecru	Nevada, United States	Au	-	-	-	-	-	Moneghetti Minerals Limited	2.0%
7	Ghost Ranch	Nevada, United States	Au	-	-	-	-	-	Ivy Minerals Inc.	0.5% to 1.5%

(Expressed in Canadian Dollars)

	Project Name	Location	Metals	Underlying Agreements and Encumbrances		Mineral Royalties		Joint Venture/Alliances	Projects Optioned	
				Counter Party	NSR Royalty	Counter Party	NSR Royalty	Counter Party	Counter Party	NSR Royalty
8	Gilbert South	Nevada, United States	Au	Various	2-3%	-	-	-	Eminent Gold Corp.	2.0%
9	Maggie Creek	Nevada, United States	Au	Various	2.0%	-	-	-	Nevada Gold Mines LLC	2.0%
10	Manhattan Gap	Nevada, United States	Au, Ag, Cu	-	-	-	-	-	Stampede Metals Corp.	1.5%
11	Mustang Canyon (Tabor)	Nevada, United States	Au	Gold Royalty Corp.	2.0%	-	-	-	i-80 Gold Corp.	1.0%
12	Pearl String	Nevada, United States	Au	-	-	-	-	-	Barrick Gold Corporation	2.0%
13	Raven	Nevada, United States	Au	Ivy Minerals Inc.	0.5%	-	-	-	Meridian Gold Company	2.5%
14	Si2 (Elba)	Nevada, United States	Au	-	-	-	-	-	K2 Gold Corporation.	2.0%
15	Spring Peak	Nevada, United States	Au	Kuzma	2.5%	-	-	-	Headwater Gold Inc.	0.5% and right to buy 0.5% for US$1.0 million
16	Tabor	Nevada, United States	Au	-	-	-	-	-	i-80 Gold Corp.	3.0%
	Projects Available									
1	La Verdad	Sonora, Mexico	Au, Ag	-	-	-	-	-	-	-
2	Lemon Lake	BC, Canada	Au, Cu	Metalogic Exploration Inc.	-	-	-	-	-	-
3	Cuervo	BC, Canada	Au, Cu	-	-	-	-	-	-	-
4	Celts	Nevada, United States	Au	-	-	-	-	-	-	-
5	Jake Creek	Nevada, United States	Au	-	-	-	-	-	-	-

<u>Mineral Property Interests- Continued</u>

Technical Disclosure

All technical disclosure covering the Company's mineral properties was prepared under the supervision of Laurence Pryer, Ph.D., P.Geo., VP Exploration for Orogen. Dr. Pryer is a qualified person as defined under the terms of National Instrument 43-101

The following summarizes the Company's material mineral properties and projects including the underlying agreements and encumbrances when they were acquired from other third parties, the terms and conditions of option agreements when they have been optioned to other joint venture partners to advance the projects, and their current work status.

Mexico Portfolio

I. **Ermitaño**: the project is located in Sonora, Mexico.

(a) *Sale Agreement:* In September 2018, the Company transferred 100% of its interest in the property to First Majestic Silver Corp. ("First Majestic") for US$1,000,000 subject to a 2.0% NSR royalty.

(b) *Project Update:* On November 24, 2021, First Majestic filed a NI 43-101 technical report titled "*First Majestic Silver Corp. Santa Elena Silver/Gold Mine, Sonora, Mexico, NI 43-101 Technical Report on Mineral Resource and Mineral Reserve Estimates*" having an effective date of June 30, 2021, and filed under First Majestic's SEDAR (www.sedar.com) profile on November 24, 2021. Subsequent to filing of the Report, First Majestic filed an updated mineral reserve and resource estimates for the Ermitaño mine based on the Santa Elena Mineral Reserve and Resource Estimates with an effective date of December 31, 2022, as announced by First Majestic on March 31, 2023, and as disclosed in their December 31, 2022 AIF and filed under First Majestic's SEDAR profile on March 31, 2023.

As disclosed in First Majestic's MD&A for the first quarter period ended March 31, 2023, production at the Santa Elena mine transitioned to 100% Ermitaño achieving throughput rates of 208,821 processed tonnes containing average silver and gold head grades of 31 grams per tonne ("g/t"). All ore deliveries were from the Ermitaño mine as the Santa Elena mine production was suspended to focus on exploration and definition drilling.

As disclosed in First Majestic's January 19, 2023, news release, infill drilling is expected at the Ermitaño mine in 2023 to convert Inferred Resources to Indicated Resources. Strong gold production is expected to continue at the Santa Elena mine with 100% of the ores coming from Ermitaño, compared to 80% in Q4-2022. Using a silver to gold ratio of 84:1 and gold price of US$1,800 per oz, Ermitaño is forecast to produce between 92,000 and 103,000 gold equivalent ounces for 2023 resulting in an average revenue of US$3.4M for 2023.

Mineral Property Interests- Continued

(c) *Royalty Revenue:* For the three-month period ended March 31, 2023, the Company recognized $1,314,066 (2022 - $738,842) in royalty revenue generated from the Ermitaño mine. This represents 508 GEOs (2022 – 315 GEOs) based on an average price of US$1,877 (2022 - $1,877) per ounce.

II. **Cumobabi:** the project is located in Sonora, Mexico.

(a) *Acquisition Agreement:* Pursuant to the Cumobabi acquisition agreement (as amended) with Kiska Metals Corporation, now Centerra Gold Inc. ("Centerra"), the Company issued 25,000 (fair valued $32,250) and 50,000 (fair valued $18,750) common shares on September 17, 2018 and 2019, respectively. In the event the property is put into commercial production (in which case it is acknowledged that the Company will receive an NSR royalty in accordance with the terms of the First Majestic option agreement), the Company will pay to Centerra one-third (1/3) of all amounts received under the NSR royalty commencing on the second anniversary of commercial production (as defined pursuant to the terms of the agreement governing the NSR royalty. On May 23, 2018, Centerra transferred the NSR royalty rights to 10782343 Canada Limited/ Triple Flag.

(b) *Sale Agreement:* In September 2018, First Majestic acquired 100% interest in the Cumobabi project for US$500,000 subject to a 1.5% NSR royalty.

III. **Sarape:** In August 2017, the Company announced the acquisition of the Sarape gold-silver project in central Sonora, Mexico. Sarape was identified through the Company's generative programs with reconnaissance exploration completed in early 2017. The project is 100% owned by the Company with no underlying royalties and is located near excellent infrastructure with roads and power crossing the 5,776-hectare property.

(a) *Sale Agreement:* On July 25, 2022, the Company announced the closing of a royalty acquisition whereby the Company acquired 3.0% net smelter royalties on three prospective mineral licenses in the Lake Victoria Fields in western Kenya from Advance. As consideration, the Company paid Advance US$120,000 and transferred its interest in the Sarape Gold project located in Sonora, Mexico, to Advance. Orogen will retain 2.0 % NSR royalty on the Sarape project.

IV. **La Lola:** The project is located in Sonora, Mexico and covers 6,309 hectares of land along the northern Sierra Madre Gold Belt and hosts the La Barra vein that has been traced for over five kilometres on the La Lola property. The La Barra vein and smaller parallel veins display high-level features of epithermal gold-silver veins and have never been drilled.

(a) *Acquisition Agreement:* On March 25, 2019, the Company entered into an agreement with a group of third parties to purchase 100% of the La Lola property by making a total cash payment of US$100,000 per the following schedule:

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

	Cash payment (US$)	Status
Signing	$25,000	*Paid*
March 25, 2020 (1st anniversary)	$25,000	*Paid*
March 25, 2021 (2nd anniversary)	$25,000	*Project sold- July 24, 2020*
March 25, 2022 (3rd anniversary)	$25,000	*Project sold- July 24, 2020*
Total	**$100,000**	

The optionor holds 1.0% NSR royalty. The Company or any other third party it elects shall have a buyback right of the 1.0% NSR royalty by paying US$500,000.

(b) *Sale Agreement:* On July 24, 2020, the Company sold the project to Heliodor Metals S.A. DE C.V., a private company, for US$12,500. The Company retains a 2.0% NSR royalty, of which 1.0% may be repurchased for US$1.75 million.

V. Llano del Nogal and Suanse: The 98 square kilometre Llano del Nogal project is located in Sonora, Mexico and covers 25 square kilometres of altered volcanic and intrusive rocks on the prolific Nacozari porphyry copper trend in northern Mexico.

The Suanse project is located in Sonora, Mexico and covers 1,115 hectares of ground north of the Company's porphyry target on the Llano del Nogal project.

(a) *Llano del Nogal Alliance Agreement*: On December 18, 2012, the Company signed an agreement with Altius Minerals Corp. ("Altius") for a four-year, $1.5 million, regional exploration alliance. Altius has the right of first offer on the sale of any alliance Project royalties owned by the Company.

Pursuant to the alliance agreement with Altius, encumbrances on the Llano del Nogal project include:

- Llano del Nogal Claims - 1.0% NSR royalty on base metals and 1.5% NSR royalty on precious metals payable to Altius; and
- Coyotes Claims - 1.5% NSR royalty payable to Altius and the 1.5% NSR royalty can be repurchased for US$1.5 million.

(b) *Suanse Acquisition Agreement:* On November 21, 2019, the Company entered into an agreement with San Marco Resources Inc. ("San Marco") to acquire 100% interest in Suanse project for US$75,000 per the following schedule:

	Cash payment (US$)	Status
Signing	$25,000	*Paid*
Completion of 1,000 metres of drilling	$25,000	
Entering into a future option agreement	$25,000	
Total	**$75,000**	

San Marco holds a 1.0% NSR royalty and the Company has a buyback right to acquire the 1.0% NSR royalty by paying $1.0 million.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

(c) *Option Agreement:* On May 3, 2022, the Company signed an option agreement with Riverside for the Llano de Nogal whereby Riverside can earn 100% interest in the property by making cash payments totalling US$2.48 million and incur exploration expenditures of US$5.0 million over a six-year period per the following schedule:

	Cash payment (US$)	Status	Cumulative Exploration Expenditures ($US)	Status
Closing of Transaction	$30,000	*Received*	-	
May 3, 2023 (1st anniversary)	$50,000	*Received*	$500,000	*Completed*
May 3, 2024 (2nd anniversary)	$50,000		$1,300,000	
May 3, 2025 (3rd anniversary)	$100,000		$2,000,000	
May 3, 2026 (4th anniversary)	$200,000		$3,000,000	
May 3, 2027 (5th anniversary)	$300,000		$4,000,000	
May 3, 2028 (6th anniversary)	$1,750,000		$5,000,000	
Total	**$2,480,000**			

Orogen will retain a 1.0% production royalty and Riverside will retain a 10 year buy-down right whereby 0.5% can be purchased for US$10.0 million. In addition, during the option period, Orogen and Riverside will jointly retain the right to exercise and retain any NSR royalty buydown rights with respect to the Suanse claims (0.5% NSR royalty for $1.0 million) and the Coyotes claim (1.5% NSR royalty for US$1.5 million).

VI. **Other Projects:** On August 15, 2022, the Company announced that it has acquired the La Verdad epithermal gold-silver project in Durango Mexico. The property consists of drill ready subparallel quartz veins measuring over 2.5 kilometers along strike with recent trench results including 3.1 g/t gold and 190 g/t silver over 2.3 metres.

Canada Portfolio

I. ***Ball Creek:*** Ball Creek is a copper porphyry and epithermal gold project comprising 52,442 hectares, located in the Golden Triangle, northwestern British Columbia. The ground contains several porphyry copper-gold and epithermal gold systems associated with Jurassic intrusive rocks.

(a) *Acquisition Agreement:* On April 20, 2015, the Company acquired a 100% interest in the Ball Creek property from LUFF Enterprises Ltd. (formerly Ascent Industries Corp. and Paget Minerals Corp.) Preexisting encumbrances payable to Sandstorm Gold Royalties (“Sandstorm”) include:

- 2.0% NSR royalty payable to Sandstorm and the Company has an option to repurchase 1.0% of the NSR royalty for $1.0 million;
- $1.0 million payable to Sandstorm upon announcement of a measured or indicated mineral resource estimate (NI 43-101 compliant) of at least 1.0 million oz gold equivalent resource; and

(Expressed in Canadian Dollars)

<u>Mineral Property Interests- Continued</u>

- $3.0 million payable to Sandstorm on a positive NI 43-101 compliant Feasibility Study.

To earn a 100% interest, the Company is required to make the following payments:

- $150,000 upon closing of the agreement (paid);
- If the Company enters into an option agreement whereby the Company would receive payments related to the property at any time within the four years following the date of the agreement, the Company will be required to pay additional consideration of 40% of payments received during the first year, 30% of payments received during the second year, 20% of payments received during the third year and 10% of payments received during the fourth year; and
- Milestone share payments (or cash equivalent at the Company's election) of:

	Share or cash equivalent payments	Status
Signing	100,000	*Issued- 2017*
Completion of 10,000 metres of drilling	250,000	*Agreement terminated- December 12, 2020*
Announcement of M&I Resource Estimate of at least 500 million tonnes at grade of at least 0.50% copper equivalent	400,000	*Terminated*
Completion of a NI 43-101 Feasibility Study	500,000	*Terminated*
Total Shares	**1,250,000**	

Both the Company and LUFF are each entitled to 50% of the existing bond in place, with the Company's share being $20,000.

On December 12, 2020, the Company terminated the agreement with LUFF and paid $20,000 in consideration to acquire 100% interest in Ball Creek. The Company has no further obligation to LUFF and retains 100% interest in the Ball Creek property.

The Company has placed a reclamation bond of $40,000 for the property.

On August 18, 2021, the Company announced a plan to spinout the Ball Creek project into a new company by way of a Plan of Arrangement under the British Columbia Corporation Act. However, due to capital markets volatility, the Company reassessed this strategy and announced on March 2, 2023, that the project was divided into two claim blocks including Ball Creek East (Hwy 37) and Ball Creek West and the following was transacted:

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

- **Ball Creek West**: Consist of 18,893 hectares of mineral claims:

  (a) *Sale Agreement:* On March 3, 2023, the Company entered into a purchase and sales agreement with P2 Gold for the sale of 100% interest in Ball Creek West. As consideration, the Company has received $1.0 million in fair value of P2 Gold common shares, 1.0% NSR royalty, and the right to acquire an additional 1.0% NSR royalty of the underlying agreement on the project held by Sandstorm.

- **Ball Creek East**: Consist of 35,080 hectares of mineral claims:

  (a) *Option Agreement:* On March 3, 2023, the Company announced that it has entered into an option agreement with Kingfisher Metals Inc. ("Kingfisher") whereby Kingfisher can earn 100% interest in Ball Creek East by meeting the following obligations:

	Fair Value of Common Shares to be Issued	Status	Additional Consideration	Minimum Exploration Expenditures
On signing	$300,000	*Received*	1% NSR on Ecstall Project	-
March 3, 2024 (1st anniversary)	$400,000		-	$500,000
March 3, 2025 (2nd anniversary)	$500,000		-	$1,000,000
March 3, 2026 (3rd anniversary)	$1,000,000		-	$2,000,000
March 3, 2027 (4th anniversary)	$1,300,000		-	$4,000,000
Total	$3,500,000		-	$7,500,000

Upon exercise of the option agreement, Kingfisher will transfer to Orogen the right to acquire 1.0% NSR royalty of the underlying agreement on the project held by Sandstorm. As additional consideration of the option agreement, Kingfisher has granted the Company 1.0% NSR on its Ecstall project, located in central coast BC, Canada.

The Company recorded a gain of $629,276 during the three-month period ending March 31, 2023, as a result of these transactions on Ball Creek. The gain was due to total recoveries including considerations received which were greater than the project's total carrying cost.

II. **Axe:** The Axe project covers multiple alkalic copper-gold porphyry centers in the Southern Quesnellia Terrane of south-central British Columbia. The primary target on the project is an outcropping porphyry copper target at the 1516 zone which is expressed on the surface as 2,200 metres by 400 metres zone of greater than 150 ppm copper in soils.

a) *Acquisition Agreement:* On December 6, 2016, the Company acquired a 100% interest in the Axe property from Liberty Leaf Holdings Ltd. ("Liberty Leaf") and Bearclaw Capital Corp. ("Bearclaw"), subject to:

- 1.0% NSR royalty covering 21 claims which the Company has an option to repurchase for $1.5 million; and

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

- 2.0% NSR royalty on four separate claims which the Company has an option to repurchase 1.0% of the NSR royalty $1.0 million and the remaining 1.0% NSR royalty for $2.0 million.

To earn a 100% interest, the Company is required to make the following payments:

- $30,000 ($21,000 to Liberty Leaf and $9,000 to Bearclaw) upon closing of the agreement (paid); and
- Share or cash equivalent payments at the Company's selection according to the following milestones:

	Share or cash equivalent payments	**Status**
Upon entering into a future option agreement	75,000	*Issued*
Upon entering into a future agreement to drill 5,000 metres	75,000	*Assigned to Kodiak Copper Corp. ("Kodiak") whereby Kodiak will make a cash payment to the value of 75,000 common shares of the Company up to a maximum of $50,000.*
Upon announcement of a measured or indicated mineral resource estimate (NI 43-101 compliant) of at least 500 million tonnes at a grade of at least 0.40% copper equivalent	200,000	*Assigned to Kodiak whereby Kodiak will make a cash payment to the value of 200,000 common shares of the Company up to a maximum value of $150,000.*
Completion of a NI 43-101 compliant Feasibility Study	250,000	*Assigned to Kodiak whereby Kodiak will make a cash payment to the value of 250,000 common shares of the Company up to a maximum value of $200,000.*
Total Shares	**600,000**	

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

(b) *Sale Agreement:* On April 16, 2021, the Company sold the Axe project to Kodiak for consideration of 950,000 common shares of Kodiak with a fair value of $1,472,500 and a 2.0% NSR royalty, of which 0.5% can be purchased for $2.0 million. Kodiak also assumes the remaining obligation owed to Nova and Bearclaw, up to certain limits (see part (a)), in accordance with the December 6, 2016 acquisition agreement.

III. **Lemon Lake:** The Lemon Lake Project is a 26 square kilometer alkalic porphyry copper-gold project located 6 kilometres east of the Hamlet of Horsefly in the Cariboo Mountains, British Columbia. The project covers the Lemon Lake stock and a copper-gold porphyry target defined by soils, IP and shallow percussion drilling through glacial till.

(a) *Acquisition Agreement:* On October 4, 2018, the Company acquired a 100% interest in the Lemon Lake property from Metalogic Exploration Inc. The agreement was subsequently amended on February 17, 2021. To earn a 100% interest, the Company is required to make cash or share equivalent payments according to the following milestones:

	October 4, 2018 Agreement- cash or share equivalent payments	**February 17, 2021, Amendment- cash or share equivalent payments**	**Status**
Closing of agreement	$15,000	$15,000	*Paid*
Upon entering into a Future Option Agreement	$25,000	-	
February 18, 2022 - On the 1st anniversary of the Acme option agreement	-	$7,500	*Paid*
February 18, 2023 - On the 2nd anniversary of the Acme option agreement	-	$17,500	*Acme Option Agreement Terminated on February 15, 2023*
Upon entering into an agreement to drill 10,000 metres	$25,000	$25,000	
Upon announcement of a M&I or inferred (NI 43-101 compliant) mineral resource estimate of at least 200,000,000 tons at a grade of at least 0.50% copper equivalent.	$150,000	$150,000	
Upon decision to bring the property into commercial production	$500,000	$500,00	
Total	**$715,000**	**$715,000**	

The Company has placed a reclamation bond of $75,000 (2021 - $75,000) for the property.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

(b) *Option Agreement:* On February 18, 2021, the Company entered into an agreement with Acme Company Limited ("Acme"), a private British Columbia based company to option the Lemon Lake property. Acme can acquire a 100% interest in Lemon Lake by making cash payments of $575,000 and work expenditures of $3.0 million over a five-year period according to the following schedule and granting a 1.0% NSR royalty to the Company:

	Option payments	**Status**	**Minimum work expenditure**	**Status**	**Milestone payments**	**Status**
On or before February 18, 2022 (1st anniversary)	-		$75,000		$7,500	*Received*
February 18, 2023 (2nd anniversary)	$10,000		$75,000		$17,500	*Terminated February 15, 2023*
February 18, 2024 (3rd anniversary)	$65,000		$350,000		-	-
February 18, 2025 (4th anniversary)	$100,000		$1,000,000		-	-
February 18, 2025 (5th anniversary)	$400,000		$1,500,000		-	-
Upon the completion of an aggregate of 10,000 metres of drilling as part of Mining Work	-		-		$25,000	-
Upon the announcement of a measured or indicated mineral resource estimate of at least 200,000,000 tons at a grade of at least 0.50% copper equivalent	-		-		$150,000	-
Upon the Optionee's decision to bring a mine on the property into commercial production.	-		-		$500,000	-
Total	**$575,000**		**$3,000,000**		**$700,000**	

On February 15, 2023, the Company and Acme agreed to terminate this option agreement.

(c) *Project Update*: In 2022, Acme completed a two-hole 501 metre drill program at Lemon Lake in Q2 2022. Both holes intersected modest copper and gold anomalism with 60 metres of 0.1% copper and 0.07 g/t gold in drill hole LL-22-01, and 4.8 metres grading 0.2% copper and 0.56 g/t gold in LL22-02.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

IV. **TREK 31:** On February 18, 2020, the Company announced its ownership of the TREK 31 property which covers a Blackwater-Davidson style intermediate sulfidation target in the Nechako Plateau of British Columbia. The property was staked in 2018 covering one of the largest and strongest geochemical anomalies identified by Geoscience BC's TREK initiative.

(a) *Option Agreement:* On October 13, 2020, the Company entered into an option agreement with Pacific Imperial Mines Inc. ("Pacific Imperial") whereby Pacific Imperial can earn up to a 100% interest in the project by making cash payments totaling US$1.3 million and incurring $3.0 million in exploration expenditures over a five-year period. The Company will retain a 3.0% NSR royalty on the TREK 31 claims of which 1.0% can be repurchased for $3.0 million.

	Option payments (US$)	**Status**	**Minimum aggregate work expenditure**	**Status**
April 13, 2021 (6 months from Effective Date)	$20,000	*Received*	-	-
October 13, 2021 (1st anniversary)	$30,000	*Received ($15,000)*	$300,000	*Completed*
October 13, 2022 (2nd anniversary)	$50,000	*Terminated October 31, 2022*	$1,000,000	*Terminated October 31, 2022*
October 13, 2023 (3rd anniversary)	$100,000		$1,500,000	
October 13, 2024 (4th anniversary)	$100,000		$2,000,000	
October 13, 2025 (5th anniversary)	$1,000,000		$3,000,000	
Total	**$1,300,000**			

The Company has placed a reclamation bond of $14,000 for the property.

On October 31, 2022, the Company and Pacific Minerals agreed to terminate this option agreement. For the year ended December 31, 2022, the Company recognized an impairment of $155,657 on this project, resulting in a carrying value of $nil (2021 - $170,494).

In January 2023, the project was dropped, and all permits were closed.

V. ***Astro:*** The 250-square-kilometre Astro project is located 195 kilometres northeast of Ross River along the Canol Road in the Northwest Territories, providing seasonal road access to the southern boundary of the property. The Astro project was generated from a July 10, 2017, alliance between the Company and Newmont Mining Corporation ("Newmont"). On April 10, 2020, the Company and Newmont both agreed to terminate the alliance agreement.

The Company has placed a reclamation bond of $40,834 (2021 - $40,834) for the property. Newmont retained a 0.5% NSR royalty on all minerals produced from the project of which the entire royalty can be purchased for US$1.0 million.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

(a) *Option Agreement*: On September 1, 2022, the Company entered into an option agreement with Rackla Metals Inc. ("Rackla") for the Astro project. Under the terms of the option agreement, Rackla can earn a 100% interest in the project by meeting the following obligations:

	Cash payments	Common Share issuance	Minimum qualified expenditures	Status
On signing (3-days after regulatory approval)	-	120,000- fair value of $25,200	-	*Received*
September 1, 2023 (12 months following regulatory approval date)	$382,000*	-	$250,000	
Total	**$382,000**	**120,000**	$250,000	

**Payable in common shares of Rackla, or a combination of common shares and cash at the discretion of Rackla. However, the amount of cash portion may not exceed $191,000 and the number of common shares issued will be calculated based on a 30-day VWAP of Rackla's shares immediately preceding the date of issuance of common shares.*

In addition to the above, Rackla is also replacing the $40,000 bond that was placed by the Company on the project.

Once Rackla has exercised its option to acquire the Astro project, the Company will retain a 2.5% NSR royalty.

VI. ***Onjo:*** Is a copper-gold porphyry project located in north central British Columbia in the Quesnellia arc and on a magnetic trend hosting Centerra's Mount Milligan mine and the Kwanika and Chuchi copper-gold deposits.

(a) *Sale Agreement*: On February 3, 2022, the Company completed a purchase and sales agreement with Pacific Ridge Exploration Ltd. ("Pacific Ridge") to sell 100% interest in the Onjo project for $50,000 cash, 750,000 common shares of Pacific Ridge with a fair value of $255,000, and retaining a 2.0% NSR royalty, of which 0.5% can be purchased for US$1.5 million.

VII. ***Hank:*** Hank is a 17 square kilometre copper-gold project located in British Columbia's Golden Triangle. The current operator of the project is Kingfisher who acquired the Hank project from Golden Ridge Resources on March 7, 2023. The Hank project is located within the Company's 520 square kilometre Ball Creek claims and is prospective for porphyry copper-gold mineralization and high-grade epithermal style mineralization.

(a) *Acquisition Agreement*: In connection with the November 4, 2022 option agreement between the Company and Nevada Gold Mines LLC on the Maggie Creek project, the Company acquired a 3.0% NSR royalty (subject to a 1.0% buydown for US$3.0 million) and the right to a US$2.5 million milestone payment.

Mineral Property Interests- Continued

VIII. ***Other Projects:*** On February 23, 2021, the Company announced that it has acquired three land positions in the Nechako Plateau targeting Blackwater-Davidson like intermediate sulfidation epithermal gold systems covered by shallow glacial till. One of these targets, Cuervo, is currently being marketed.

United States Portfolio

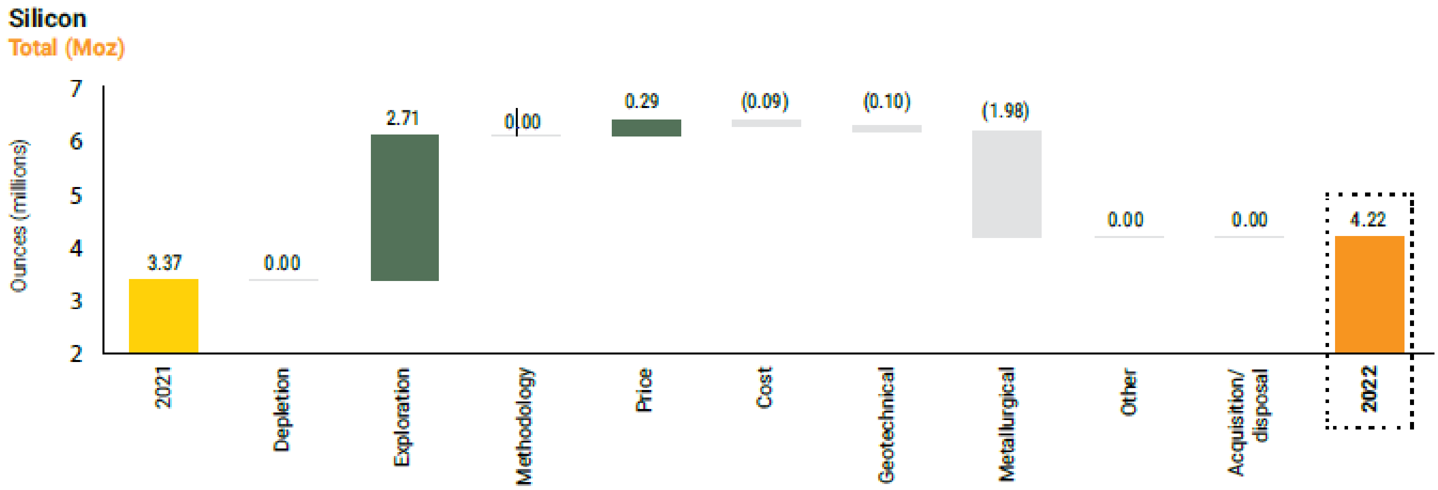
I. **Silicon:** The Silicon project is located in Bare Mountain mining district, Nye County, Nevada.

(a) *Acquisition Agreement:* On February 20, 2015, the Company entered into a royalty agreement with Altius (formerly Callinan Royalties Corporation) whereby the Company retained 100% ownership of the Silicon property, discovered through an alliance between the Company and Altius pursuant to an October 22, 2013 alliance agreement, for a 1.5% NSR royalty payable to Altius.

(b) *Sale Agreement:* On May 1, 2017, the Company entered into an option agreement with AngloGold Ashanti NA (“AngloGold”) whereby AngloGold may acquire 100% interest in the Silicon project by making aggregate payments of US$3.0 million over three years. In addition, the 1.5% royalty obligation payable to Altius was transferred to AngloGold. The Company also retains a 1.0% NSR royalty on future production from the project. On June 3, 2020, AngloGold exercised its option to acquire 100% of the project by making the final payment of US$2.4 million.

(c) *Project Update:* On February 22, 2023, AngloGold declared a total mineral resource on the Silicon deposit of 4.22 million ounces, including indicated resources of 3.4 million and inferred resources of 800,000 ounces gold. The increase in mineral resource ounces was a result of successful greenfields exploration, supported by an open pit optimization at US$1,750 per ounce gold to demonstrate reasonable prospect of economic extraction. Testing completed in 2022 provided more details regarding metallurgical variability of the transitional and unoxidized material. This resulted in a reduction in heap leach recovery compared to the previous assumptions. Continued studies will further refine the recovery estimates and evaluate the addition of a third processing option that may be more suitable for those materials. The table below illustrates the year-on-year changes in mineral resource:

Mineral Property Interests- Continued



Source: AngloGold Ashanti Mineral Resource and Mineral Reserve Report as at December 31, 2022

Additional highlights include the following:

- Indicated resources of 121.56 million tonnes grading 0.87 g/t gold for 3.4 million ounces and 3.98 g/t silver for 15.54 million ounces, signalling a full conversion from inferred resources announced in 2022;
- Additional inferred resources of 36.03 million tonnes grading 0.70 g/t gold for 800,000 ounces and 1.92 g/t silver for 2.23 million ounces;
- Silicon pre-feasibility study to integrate Merlin area for potentially larger scale mining activity is expected to be completed in 2023; and
- Over US$50 million was spent in the Silicon camp in 2023, including twelve drill rigs.

As disclosed in AngloGold's *Mineral Resource and Mineral Reserve Report as at December 31, 2022*, the following activities were completed to date on the Silicon project including:

- Exploration drilling comprised of 262 RC drill holes, 65 DD holes and 40 RC pre-collar/diamond tail for a total of 146,109 metres;
- Detailed geological mapping at 1:5,000 scale has been completed over a total of 58 square kilometres;
- Ground geophysics was carried out on the project including a total of 1,307 kilometres of induced polarization/resistivity, ground magnetics and gravity surveys;
- Geochemical sampling comprising outcrop rock chip sampling and 26 x 2.3 kilometres soil survey was also carried out at various phases of the exploration program; and

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

- Drilling program is continuing not infill and further delineate the deposit as well as collect test work material in support of the planned pre-feasibility study.

Other exploration targets are present within the Silicon claim block, including Merlin and Maverick where Merlin is a drilling-stage prospect that is showing potential and is planned to move into project work during 2023.

II. **Yamana Alliance:** On October 19, 2018, the Company signed an exploration alliance (“Yamana Alliance”) with a subsidiary of Yamana Gold Inc. (“Yamana”). The alliance allows the Company royalty free access to Yamana’s dataset in western United States for gold and base metals project generation.

Under the terms of the Yamana Alliance agreement, generative exploration program will be conducted within a 4,000 square kilometre area of influence (“AOI”) in Nevada. Projects staked within the AOI and selected by Meridian will be subject to similar earn-in terms as the Option agreement. The Company will retain a 1.0% NSR royalty on the ground acquired within the AOI.

III. **Raven and Callaghan**: Callaghan and Raven projects are Carlin-type gold targets located in Lander County, Nevada.

(a) *Option Agreement*: On July 23, 2021, the Company signed two option agreements with Meridian Gold Company (“Meridian”), a wholly owned subsidiary of Yamana, for the option of Raven and Callaghan gold projects and a three-year funded generative exploration alliance.

Under the terms of the Option agreement, Meridian can earn up to 100% interest in the Raven and Callaghan projects by making cash payments and incurring minimum exploration expenditures according to the following:

	Cash payments (US$)	**Status**	**Minimum work requirements (US$)**	**Status**
Effective Date	$50,000	*Received*	-	-
July 23, 2022 (1st anniversary)	$50,000	*Received*	$375,000*	*Completed*
July 23, 2023 (2nd anniversary)	$50,000		$500,000	
July 23, 2024 (3rd anniversary)	$50,000		$750,000	
July 23, 2025 (4th anniversary)	$50,000		$1,000,000	
July 23, 2026 (5th anniversary)	$50,000		$2,000,000	
Total	**$300,000**		**$4,625,000**	

**minimum of US$100,000 must be incurred on each of the Callaghan and Raven properties.*

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

The Company will retain a 2.5% NSR royalty on the Raven project and 3.0% NSR royalty on the Callaghan project, with a buydown right up to 1.0% on each NSR royalty for up to US$10.0 million.

On January 31, 2023, Yamana announced it had received shareholder approval on a plan of arrangement involving the acquisition of all issued and outstanding common shares by Pan American Silver Corp. following the sale of its Canadian assets to Agnico Eagle Mines Limited.

IV. **Maggie Creek**: The Maggie Creek project is located in Eureka County, Nevada.

(a) *Acquisition Agreement:* On August 20, 2015 the Company acquired the Maggie Creek project from Wolfpack Gold (Nevada) Corporation (“Wolfpack”) in exchange for a 1.0% NSR royalty that can be bought down for US$1.5 million, or fractions thereof at the pro-rata cost, at any time during the term of the agreement. In addition, a 2.0% NSR royalty is payable to EMX Royalty Corp. pursuant to a pre-existing deed of royalties.

(b) *Option Agreement:* On November 4, 2022, the Company entered into an option agreement with Nevada Gold Mines LLC (“NGM”) whereby NGM can earn 100% interest in the Maggie Creek gold project. NGM’s obligations under the terms of the agreement include:

	Cash payments (US$)	**Status**	**Minimum work expenditure (US$)**	**Status**
November 4, 2022	$200,000	*Received*	-	-
November 4, 2023 (1st anniversary)	$400,000		$750,000	
November 4, 2024 (2nd anniversary)	$750,000		$1,000,000	
November 4, 2025 (3rd anniversary)	$1,000,000		$1,250,000	
November 4, 2026 (4th anniversary)	$1,250,000		$1,500,000	
November 4, 2027 (5th anniversary)	$1,400,000		$1,500,000	
Total	**$5,000,000**		**$6,000,000**	

Once NGM exercises its option, the Company will retain a 2.0% NSR royalty. This agreement has been assigned and amended from a pre-existing option agreement between Company and US Gold Corp. dated February 15, 2022 (see part (b)).

In connection with this agreement, the Company acquired a 3.0% NSR royalty and the right to a US$2.5 million milestone payment on the Hank project.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

V. **Spring Peak**: The Spring Peak project is located in Mineral County, Nevada.

(a) *Acquisition Agreement:* On January 20, 2012, as amended on September 5, 2013, and April 12, 2016, the Company entered into mineral lease and option to purchase agreements with Gregory J. Kuzma and Heidi A. Kuzma (the "Kuzma Lease"). The Company is required to make cash payments according to the following milestones:

	Cash payments (US$)	**Status**
January 20, 2012 (Execution Date)	$10,000	*Paid*
January 20, 2013 (1st anniversary)	$10,000	*Paid*
May 18, 2016- upon the execution of a 3rd party option agreement	$12,500	*Paid*
30 day after Permit Date- December 13, 2019	$20,000	*Paid*
February 7, 2019- upon the execution of the January 17, 2019 Option Agreement with OceanaGold (US) Inc.	$12,500	*Paid*
December 13, 2020- 1st anniversary of Permit Date*	$30,000	*Paid*
December 13, 2021- 2nd anniversary of Permit Date*	$40,000	*Assigned to Headwater Gold Inc.*
3rd -11th anniversaries of drill permit	$50,000/anniversary	*Assigned to Headwater Gold Inc.*
12th anniversary to termination	$60,000/ anniversary	*Assigned to Headwater Gold Inc.*

The Company has the option to purchase the Spring Peak project for US$500,000 within one year following the completion of a technical report that documents a minimum 500,000-ounce gold equivalent inferred resource. The Kuzma Lease is subject to a 2.5% NSR royalty, of which 1.5% of the NSR royalty may be repurchased for US$1.5 million.

(b) *Option Agreement:* On July 12, 2021, the Company entered into an exploration and option agreement with Headwater Gold Inc. ("Headwater") to acquire 100% interest in the Spring Peak project with the following consideration:

	Cash payments (US$)	**Cash or Common shares payment**	**Minimum work requirements**	**Status**
On signing	$10,000	-	-	*Received*
Receipt of final approval from US Forest Service on Headwater's full Plan of Operations	-	$250,000	-	

(Expressed in Canadian Dollars)

	Cash payments (US$)	Cash or Common shares payment	Minimum work requirements	Status
On or before July 12, 2023 (2nd anniversary)	-	-	$250,000	
Total	***$10,000***	***$250,000***	***$250,000***	

The Company will retain a 0.5% NSR royalty and an option to purchase an additional 0.5% NSR royalty for US$1.0 million. Headwater is also required to maintain existing underlying vendor payments and royalties.

(c) *Project Update:* Headwater completed a 1,350 metre, five-hole reverse circulation drill program at Spring Peak in November 2021. Gold anomalous quartz veins were returned in four of five holes with a new blind gold discovery made with drill hole SP21-03 which intersected 38.1 metres grading 1.00 g/t gold including 9.2 metres grading 2.49 g/t gold. Headwater has expanded the Spring Peak land position through claim staking, and approximately tripled the size of the claim block.

On August 16, 2022, Headwater announced an earn in exploration agreement with Newcrest Mining Limited ("Newcrest") that includes Spring Peak. Newcrest has committed to a minimum expenditure of US$5.0 million on the project within 36 months from the execution date. Newcrest can earn a 65% interest in the project by spending US$55.0 million. On September 28, 2022, Headwater announced the commencement of a multi-rig 4,000 metre drill program on the property. Headwater announced the following results:

- Dill hole SP22-13 which intersected 34.72 metres grading 2.73 g/t gold including 15.92 g/t gold over 2.38 metres and 10.43 g/t gold over 2.01 metres;
- Drill hole SP22-11 intercepted 43.7 g/t gold over 0.63 metres within a broader interval of 40.63 metres grading 1.86 g/t gold; and
- Drill hole SP22-12 intercepted 23.5 g/t gold over 0.33 metres within a broader interval of 42.61 metres grading 0.94 g/t gold.

VI. **Tabor (*formerly Baby Doe*)**: The Company holds a 100% interest in the Tabor project, located in Esmeralda County, Nevada.

(a) *Option Agreement:* On August 24, 2020, the Company entered into an earn-in agreement with Au-Reka Gold Corporation, a subsidiary of i-80 Gold Corp. (formerly Premier Gold Mines U.S.A.) ("i-80") whereby i-80 can earn up to a 100% of interest in the project as follows:

- an initial 55% interest can be earned by making US$200,000 in cash payments and completing US$5.0 million of exploration expenditures over a four-year period:

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

	Other payments (US$)	Status	Option payments (US$)	Status	Minimum work expenditure (US$)	Status
August 24, 2020	-		$25,000	Received	-	-
30 days before BLM Payment Due Date for 2020/2021 Tabor holdings cost	$46,972	Received	-	-	-	-
On or Before August 24, 2021 (1st anniversary)	-		-	-	$100,000	*Completed*
The later of i) August 24, 2021 or 2) the Permit Date	-		$25,000		-	
1st anniversary of Permit Date* If the two committed expenditure amounts are not met, the difference between the actual expenditures and the $300,000 commitment will be paid in cash to the Company.	-		$50,000	-	$200,000	
Following the 1st anniversary of the Permit Date, minimum annual Expenditures of at least an additional $150,000 until the earliest of the following: (1) the fourth anniversary of the Permit Date; and (2) Expenditures in the total aggregate amount of $5,000,000.	-		-		-	
2nd anniversary of Permit Date	-		$50,000		$150,000	
3rd anniversary of Permit Date	-		$50,000		$150,000	
4th anniversary of Permit Date	-				$150,000	
Total	**$46,972**		**$200,000**		**$5,000,000**	

**Permit Date means the date the United States Forest Service or Bureau of Land Management, as applicable, approves I-80's notice of intent to conduct exploration activities or exploration plan of operations pursuant to which I-80 is authorized to conduct exploration drilling on the Property.*

- the remaining 45% interest can be earned by making a US$300,000 payment and incurring US$5.0 million in exploration expenditures:

	Cash Payments (US$)	Minimum aggregate work expenditure (US$)

Bump-Up Option Notice	$300,000	
4th anniversary of Bump-Up Notice-Above and beyond those made as part of the Initial Earn-In Option Payments		$5,000,000
Total	**$300,000**	**$5,000,000**

- a payment of US$500,000 upon completion of the earn in.

i-80 will also assume all obligations on the adjoining Mustang Canyon property, including cash payments of US$200,000 and a 2.0% NSR royalty to Gold Royalty Corp. ("Gold Royalty") (formerly Ely Gold Royalties Inc.)

i-80 has to make a further payment of US$1.0 million upon making a commercial production decision and an additional cash payment equal to US$7.50 per gold-equivalent ounce in resources and reserves, up to a maximum US$10.0 million, within 90 days of such decision.

The Company will retain a 3.0% NSR royalty on the Tabor claims and a 1.0% NSR royalty on the Mustang claims. Half of the NSR royalty on all the claims can be repurchased by i-80 for US$3.0 million.

VII. Mustang Canyon *(Tabor)*

(a) *Acquisition Agreement:* The Company entered into an option agreement with Nevada Select Royalty Inc., a wholly owned subsidiary of Gold Royalty (formerly Ely Gold Royalties Inc.) on June 24, 2020 to purchase 100% of 27 unpatented mining claims of the Mustang Canyon property whereby Gold Royalty is the registered and beneficial owner. The total purchase price for the property is US$200,000 with payments to be made according to the following milestones:

	Cash payments (US$)	**Status**
On Signing of Agreement	$10,000	*Paid*
Upon signing of a 3rd party agreement related to the Mustang Canyon Project*	$15,000	*Paid*
10 business days after Issuance of NS Claims Permit	$25,000	*Obligation transferred to i-80**
1st anniversary of NS Claims Permit	$25,000	*Obligation transferred to i-80**
2nd anniversary of NS Claims Permit	$50,000	*Obligation transferred to i-80**
3rd anniversary of NS Claims Permit	$75,000	*Obligation transferred to i-80**
Total	**$200,000**	

**Pursuant to the August 24, 2020 option agreement with i-80 on Tabor, i-80 has assumed all obligations on the Mustang Canyon property.*

Gold Royalty will retain a 2.0% NSR royalty on all properties acquired within Mustang Canyon AOI after the option is exercised.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

VIII. **Ecru:** The Company holds 100% interest in the Ecru property located in Nevada.

(a) *Option Agreement:* On March 8, 2021, the company signed an option agreement with Moneghetti Minerals Limited ("Moneghetti") to option the Ecru gold project located in Nevada. Moneghetti can acquire a 100% interest in Ecru by making cash payments of US$2.5 million, work expenditures of US$5.0 million over a six-year period according to the following schedule:

	Cash payments (US$)	**Status**	**Minimum aggregate work expenditure (US$)**	**Status**
On signing	$25,000	*Received*	-	
September 2, 2022 (18 months)	$50,000	*Received*	$200,000	*Completed*
September 2, 2023 (30 months)	$50,000		$500,000	
September 2, 2024 (42 months)	$100,000		$1,000,000	
September 2, 2025 (54 months)	$100,000		$2,000,000	
September 2, 2026 (66 months)	$175,000		$3,000,000	
March 2, 2027 (72 months)	$2,000,000		$5,000,000	
Total	**$2,500,000**			

The Company retains a 2.0% NSR royalty on the property. Moneghetti will also make annual payments of US$50,000 starting on the first year of exercising the option until the project is placed into commercial production. In addition, Moneghetti will pay US$7.50 per ounce to a maximum US$7.5 million on all mineral resources and reserves at the time of a production decision.

IV. **Manhattan Gap:** The Company holds 100% in the Manhattan Gap property located in Nevada.

(a) *Option Agreement:* On April 20, 2021, the Company entered into an option agreement with Stampede Metals Corp. ("Stampede Metals") to acquire 100% interest in the Manhattan Gap with the following consideration:

	Cash payments (US$)	**Common shares payment**	**Minimum work requirements**	**Status**
On signing (cash)	$18,243	-	-	*Received*
On signing (common shares)	$158,000*	375*	-	*Received*
April 20, 2022 (1st anniversary)	-		500 metres of drilling	*Completed*
April 20, 2027 (6th anniversary)	-		7,500 metres of drilling	
Total	***$176,243***			

**Estimate fair value of $158,000 as Stampede Metals is not a public issuer.*

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

In the event Stampede Metals has not completed the 7,500 metres of drilling on the 6th anniversary of the option agreement, Stampede Metals will make a cash payment of US$500,000 to the Company. Upon commencement of commercial production, Stampede Metals will pay the Company US$2.50 per gold-equivalent ounces and will also grant the Company a 1.5% NSR royalty.

(b) *Project Update:* In late 2021, Stampede completed geophysics and drilling on the combined property including 500 metres of drilling on the Company's ground. The single drill hole returned no significant alteration or anomalism.

IX. **Gilbert South:** The Company holds 100% interest in the Gilbert South gold property in Walker Lane epithermal belt located in Nevada.

(a) *Acquisition Agreement:* On November 17, 2017, the Company entered into an option agreement with Nevada Select Royalty Inc. ("Nevada Select") to acquire 100% right, title and interest on certain claims of the Gilbert South Property, the Company has the following obligations:

	Cash payments (US$)	**Status**
On Closing Date	$668	*Paid*
On Effective Date (November 17, 2017)	$5,000	*Paid*
November 17, 2018 - 2021 (1st to 4th anniversary)	$5,000	*Paid (1st to 3rd anniversaries)*
November 17, 2022 and onward	$10,000	*Obligation transferred to Eminent Gold*

Nevada Select retains a 2.0% NSR royalty on the project.

On August 19, 2015, the Company entered into a royalty agreement with Timberline Resources Corporation ("Timberline") and Wolfpack Gold (Nevada) Corporation ("Wolfpack") to acquire certain claims of the Gilbert South Project in exchange for 1.0% NSR royalty on the property. The Company has the right to buy down the 1.0% NSR royalty for US$1.5 million for fractions thereof at pro-rata.

(b) *Option Agreement:* On June 24, 2021, the Company entered into an option agreement with Eminent Gold Corp. ("Eminent Gold") to acquire 100% interest in the Gilbert South project with the following consideration:

	Cash payments (US$)	**Common shares payment**	**Minimum work requirements**	**Status**
On signing	$25,000	50,000	-	*Received*
June 24, 2022 (1st anniversary)	$50,000	100,000	-	*Received*
June 24, 2023 (2nd anniversary)	$100,000	150,000	-	

(Expressed in Canadian Dollars)

	Cash payments (US$)	Common shares payment	Minimum work requirements	Status
June 24, 2024 (3rd anniversary)	$100,000	200,000	-	
June 24, 2025 (4th anniversary)	$100,000	-	-	
June 24, 2026 (5th anniversary)	$500,000	-	-	
To be incurred during the term of the option	-	-	$100,000	
Total	***$875,000***	***500,000***	***$100,000***	

In addition to the underlying NSR royalty held by Nevada Select (2.0% NSR royalty on certain claims) and by Timberline and Wolfpack (1.0% NSR royalty on certain claims), the Company will also retain a 2.0% NSR royalty on the overall project of which 1.0% can be purchased for US$1.0 million. Eminent Gold will also assume all underlying vendor obligations.

(c) *Project Update:* Eminent Gold conducted two mapping and sampling programs on Gilbert South that defined two multiple-kilometre long gold-anomalies in soils coincident with mapped fault zones and rock samples that returned up to 30.7 g/t gold. These results define numerous north-south trending epithermal quartz veins on the property.

X. Kalium Canyon: The Company holds 100% interest in the Kalium Canyon gold property in Walker Lane epithermal belt located in Nevada.

(a) *Acquisition Agreement:* On June 8, 2021, the Company entered into an agreement with Bridgeport Gold Inc. (“Bridgeport”) to acquire 21 claims comprising of the Argentite Project located in Esmeralda County, Nevada for consideration of 100,000 common shares of the Company with a fair value of $0.35 per share or $35,000 and 1.0% NSR royalty. The Company will also assume a 2.0% NSR royalty on eight of the 21 claims.

(b) *Sale Agreement:* The Company completed a purchase and sale agreement with Green Light Metals Inc. (“Green Light”) to sell 100% title and interest in Kalium Canyon gold project on September 14, 2022 for total cash consideration of US$30,000 and 1,000,000 common shares of Green Light with a fair value of $400,000. The common shares are subject to certain provisions upon listing on a recognized Canadian stock exchange. The Company retains a 3.0% NSR royalty on 34 KC claims and 80 MS claims of which 1% NSR royalty can be purchased for US$2.0 million. In addition, the Company will retain 2.0% NSR royalty on the Marty 8-14 and 30-35 claims.

On the Marty 1-7 and SP 11 claims, the Company will receive a one-time payment of US$5 per ounce gold-equivalent based on gold equivalent ounces estimated in a mineral reserve and resource statement set out in a NI 43-101 feasibility study and paid within 60 days from the start of commercial production, capped at US$5.0 million.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

XI. **Ghost Ranch:** The Company holds 100% interest in the Ghost Ranch project located in Nevada.

(a) *Option Agreement:* On August 23, 2021, the Company entered into an exploration and option agreement with Ivy Minerals Inc. ("Ivy Minerals") to acquire 51% interest in the Ghost Ranch project by performing the following Earn-in Obligation:

	Minimum obligation (US$)	**Cumulative earn-in amount (US$)**	**Other**	**Status**
On or before 1 year after Effective Date (August 23, 2022)	$100,000	-	Ivy Minerals shall perform geoscientific work	*Completed*
On or before the 18th month after Effective Date (February 23, 2023)	$150,000	$150,000	-	*Completed*
On or before 2 years after Effective Date (August 23, 2023)	$100,000	-	-	
On or before 3 years after Effective Date (August 23, 2024)	$100,000	-	-	
On or before the 30th month after Effective Date (February 23, 2024). Deadline shall be extended, if required, to obtain approval of the plan of operations.	-	-	4,000 feet drilled	
On or before 4 years after Effective Date (August 23, 2025)	$100,000	-	Ivy Minerals shall preform geoscientific work	
On or before 4 years after Effective Date (August 23, 2025)	-	$1,500,000	Ivy Minerals shall incur commutative earn-in obligations including all federal annual mining claim maintenance fees	
Total	**$550,000**	**$1,650,000**		

Upon completion of the initial Earn-in Obligation on or before the fourth anniversary of the Effective Date, August 23, 2025, Ivy Minerals may exercise its option to earn and vest an undivided 51% interest in Ghost Ranch. Orogen will retain 49% interest and 0.5% NSR royalty. If Ivy Minerals does not complete the Earn-in Obligation by August 23, 2025, Ivy Minerals shall have no right, title or interest in the property.

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

After completion of the initial earn-in, Ivy Minerals and the Company shall form a joint venture with the Company to develop Ghost Ranch. Both parties shall contribute to future exploration and development work expenditures in accordance with their respective participating interest. If either party chooses not to participate at the level of its interest in the joint venture, its interest will be diluted. If at any time a party's participating interest in the joint venture is diluted or falls below 10%, such diluted party shall deem to have withdrawn from the joint venture and their interest be converted to a 1.0% NSR royalty.

The Company shall retain a total of 1.5% NSR royalty if the Company's interest in the joint venture is diluted below 10%.

(b) *Project Update:* In the fall 2022, Ivy Minerals followed up geophysical and geochemical targets generated in 2021 with 1,236 metre drill program in late 2022. Results and details are pending.

XII. **Si2 (formerly Elba):** The Company holds 100% interest in the four-square-kilometre Si2 project located 60 kilometres northwest of Tonopah in Esmeralda County, Nevada. The project was generated using the same methodology used by the Company when it staked the Silicon project in 2015. Si2 consists of a large steam heated alteration cell coincident with highly anomalous mercury and no gold or trace elements on surface.

This property has the potential to host a buried low-sulphidation epithermal gold deposit.

(a) *Option Agreement:* On January 18, 2022, the Company entered into an option agreement with K2 Gold Corporation ("K2") to earn 100% interest in the Si2 project subject to the following obligations:

	Cash payments (US$)	**Status**	**Minimum cumulative work requirements (US$)**	**Status**
On signing	$50,000	*Received*	-	-
January 18, 2023 (1st anniversary)	$100,000	*Received*	$150,000	*Completed*
January 18, 2024 (2nd anniversary)	$100,000		$650,000	
January 18, 2025 (3rd anniversary)	$250,000		$1,250,000	
January 18, 2026 (4th anniversary)	$500,000		$1,750,000	
January 18, 2027 (5th anniversary)	$1,500,000		$2,500,000	
Total	***$2,500,000***			

The Company retains 2.0% NSR royalty once the obligations are completed and the earn-in option is exercised.

(b) *Project Update:* In 2022, K2 completed a geochemical and geophysical program on the Si2 project outlining a region of strong mercury anomalism coincident with surface alteration. Induced Polarization and ELF surveys define a number of prospective structural targets that will be the focus of a 2023 drill program.

Mineral Property Interests- Continued

The Company recorded a gain of $134,406 during the three-month period ending March 31, 2023, on this project. The gain was due to total recoveries including considerations received which were greater than the project's total carrying cost.

XIII. **Nevada Generative Alliance:** On September 12, 2022, the Company announced a generative exploration alliance (the "Alliance") with a subsidiary of Altius Minerals Corporation ("Altius"). The Alliance will focus on generating gold and silver targets considered geologically similar to the recent major gold deposit discovery at Silicon in the Walker Lane trend in Nevada, US. The initial annual budget of US$300,000 is fully funded by Altius while the Company provides technical expertise and extensive technical database. Once a project is designated, ongoing expenses and recoveries are shared equally between the Company and Altius. The following project was acquired during the Alliance:

- **Cuprite**: On September 12, 2022, the Company announced the acquisition of the Cuprite gold project. The project contains over twenty square-kilometres of advanced argillic alteration in the Walker Lane, Nevada. The project is a strong analog to AngloGold Ashanti's Silicon deposit.

  (a) *Sale Agreement*: On January 23, 2023, the Company announced that it has completed a purchase and sales agreement with a wholly-owned U.S. subsidiary of Strikepoint whereby Strikepoint has acquired 100% interest in the project. Total consideration includes the issuance of 6,428,571 common shares of Strikepoint with a fair value of $450,000, reimbursement of US$35,208 in project related costs, and a 3.0% NSR royalty on the project. The project was generated under the Alliance and as such, total consideration received was split evenly between the Company and Altius with the Company retaining $225,000 of the total consideration and 1.5% NSR royalty on the project. The Company recorded a gain of $173,297 during the three-month period ending March 31, 2023, as a result of this transaction. The gain was due to total recoveries including considerations received which were greater than the project's total carrying cost.

- **Celts**: On January 9, 2023, the Company announced the acquisition of the Celts gold project. The project contains an untested advanced argillic alteration cell overlying possible epithermal gold mineralization at depth.

XIV. **Pearl String:** The Pearl String project is located in Mineral County, Nevada and is prospective for high sulphidation epithermal gold deposits.

(a) *Option Agreement:* On October 22, 2022, the Company entered into an option agreement with a wholly-owned subsidiary of Barrick Gold Corporation ("Barrick") whereby Barrick can earn a 100% interest in the Pearl String gold project located in the Walker Lane trend in Nevada, US. Barrick's obligations under the terms of the agreement include:

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

	Cash payments (US$)	Status	Minimum cumulative work requirements (US$)	Status
On signing	$50,000	*Received*	-	-
October 22, 2023 (1st anniversary)	$50,000		$300,000	
January 18, 2024 (2nd anniversary)	$70,000		$500,000	
January 18, 2025 (3rd anniversary)	$100,000		$700,000	
January 18, 2026 (4th anniversary)	$375,000		$1,000,000	
January 18, 2027 (5th anniversary)	$855,000		$1,500,000	
Total	***$1,500,000***		***$4,000,000***	

Once Barrick exercises its option, the Company retains a 2.0% NSR royalty.

XV. **Other Projects:** The Company also holds 100% in the Jake Creek project, Nevada. The project contains open ended epithermal gold mineralization in the Northern Nevada Rift. With historic drilling encountering up to 11.3 g/t gold over 1.5 metres in tertiary volcanic rocks.

Orogen holds up to 1.0% NSR royalty interest in the South Roberts project owned by Ivy Minerals, a Carlin-type gold target under shallow alluvial cover, just south of McEwen's Gold Bar Mine, on the Battle Mountain-Eureka Trend, approximately 82 kilometers (25 miles) NW of Eureka, Nevada and a 0.5% NSR on Conquest Nevada LLCs Spruce Mountain project.

Other Portfolio

I. **Lake Victoria Gold Fields:** On July 25, 2022, the Company acquired a 3.0% net smelter royalty on three prospective mineral licenses in Lake Victoria Gold Fields in western Kenya from Advanced. These include Rosterman, Sigalagala, and Burkura. The licenses collectively cover approximately 20 square kilometres of ground within a larger land

package known as the West Kenya Project held by Shanta Gold Limited ("Shanta Gold"). Shanta Gold is an AIM-listed gold producer with operations in Tanzania and western Kenya. As consideration, the Company paid US$120,000 and the transferred of 100% of its title and interest in the Sarape gold-silver project, located in Sonora, Mexico, to Advance. The Company retains 2.0% NSR royalty on the Sarape project.

II. **Argentina Royalties:** The Company holds a 1.0% NSR royalty on a four royalties package covering properties held by Magna Terra Minerals. The four properties are Luna Roja, Piedra Negra/Cerro Covadonga, El Meridiano, and Gertrudis; all are located in the Deseado Massif in Santa Cruz Province, Patagonia, in southern Argentina.

Prospect Generation Operations

During the three-month period ended March 31, 2023, the Company generated $940,059 (2022 - $182,459) in total revenue from prospect generation operations including a gain of $938,034 (2022 - $177,741) from the sale and option agreements completed on Ball Creek West and Ball Creek East (Hwy 37), respectively, sale of Cuprite, and annual option revenue on Si2. Gains are recognized in a project when total recoveries including proceeds received from sale, option payments, and/or other reimbursements are greater than the project's total carrying value.

The Company capitalized $289,163 (2022 - $377,155) in acquisition and exploration expenditures to mineral property interests and recognized $1,838,589 (2022 - $645,940) in recoveries from considerations received from sale of projects, expense reimbursements and payments from partners on active earn-in agreements, joint ventures or alliances. The total carrying value of mineral exploration assets as March 31, 2023, was $39,270,345 (December 31, 2022 - $39,867,847).

(Expressed in Canadian Dollars)

Mineral Property Interests- Continued

The following table summarizes the movement in the Company's mineral properties during the three-month period ended March 31, 2023:

Mineral Property Interests	Location	Status	Operator	December 31, 2022	Additions	Recoveries	Gain	Impairment	Translation	March 31, 2023
Astro	Canada	Optioned	Rackla Metals Inc.	-	115	-	-	-	-	115
Ball Creek	Canada	Royalty	P2 Gold Inc.	673,133	-	(1,302,409)	629,276	-	-	-
Ball Creek East	Canada	Optioned	Kingfisher Metals Corp.	-	771	-	-	-	-	771
Lemon Lake	Canada	Optioned	Acme Company Limited	124,530	1,750	-	-	-	-	126,280
Cuervo	Canada	Available		139,026	-	-	-	-	-	139,026
Generative	Canada	PG		-	24,212	-	-	-	-	24,212
Nevada Alliance	U.S.	Alliance	Orogen and Atlius Minerals Corporatic	-	-	(974)	974	-	-	-
Tabor	U.S.	Optioned	i-80 Gold Corp.	87,062	-	-	-	-	(4)	87,058
Callaghan	U.S.	Optioned	Orogen on behalf of Yamana Gold Inc	56,781	29,660	(29,741)	-	-	(46)	56,654
Celts	U.S.	Available		-	6,520	(3,260)	-	-	-	3,260
Cuprite	U.S.	Royalty	Strikepoint Gold Inc	53,492	177	(226,966)	173,297	-	-	-
Ecru	U.S.	Optioned	Moneghetti Minerals Limited	15,680	-	-	-	-	74	15,754
Generative	U.S.	PG		-	11,870	-	-	-	-	11,870
Si2	U.S.	Optioned	K2 Gold Corporation Inc.	498	426	(135,330)	134,406	-	-	-
Ghost Ranch	U.S.	Optioned	Ivy Minerals Inc.	294,680	-	-	-	-	(523)	294,157
Gilbert South	U.S.	Optioned	Eminent Gold Corp.	132,576	-	-	-	-	130	132,706
Jake Creek	U.S.	Available		24,885	685	-	-	-	(20)	25,550
Manhattan Gap	U.S.	Optioned	Stampede Metals Corp.	1,904	191	-	-	-	128	2,223
Raven	U.S.	Optioned	Orogen on behalf of Yamana Gold Inc	643,965	5,766	(5,766)	-	-	31	643,996
Silicon	U.S.	Royalty	AngloGold Ashanti NA	36,602,063	-	-	-	-	-	36,602,063
Spring Peak	U.S.	Optioned	Acme Company Limited	245,906	-	-	-	-	8	245,914
Yamana Alliance	U.S.	Alliance	Orogen on behalf of Yamana Gold Inc	-	1,388	(1,470)	81	-	1	-
Generative	Mexico	PG		-	71,948	-	-	-	-	71,948
Llan del Nogal	Mexico	Optioned	Riverside Resources Inc.	477,968	132,602	(132,602)	-	-	6,446	484,414
La Joya	Mexico	Available		61,573	79	-	-	-	2,731	64,383
Agua Zarca	Mexico	Available		61,775	1,003	(71)	-	-	4,934	67,641
Lake Victoria Fields	Kenya	Royalty	Shanta Gold Limited	170,350	-	-	-	-	-	170,350
Total				**$ 39,867,847**	**$ 289,163**	**$ (1,838,589)**	**$ 938,034**	**$ -**	**$ 13,890**	**$ 39,270,345**

Trends

Seasonality and market fluctuations may impact Company's expenditures. Exploration activities are carried out in Mexico, United States and Canada and consist of expenses incurred on mineral property operations, administration, and business development.

The level of spending is largely determined by the Company's revenues generated from its royalties and prospect generation businesses, exploration activities, and its ability to secure financing through the issuance of equity or debt.

Financial Results

For the three-month periods ended March 31, 2023 and 2022:

For the three-month period ended March 31, 2023 ("2023"), the Company reported a net income of $632,213 ($0.003 per share) compared to a net income of $426,081 ($0.002 per share) for the three-month period ended March 31, 2022 ("2022"), resulting in a variance of $206,132 and this was mainly due to the following:

I. **Revenue:** The Company recognized $2,309,614 (2022 - $940,068) in total revenue for 2022 from the following:

   (a) **Royalty operations:** During the current period, the Company recognized $1,314,066 (2022 - $738,842) in royalty revenue generated from the Ermitaño mine. This represents 508 GEOs (2022 – 315 GEOs) based on an average price of US$1,877 (2022 - $1,877) per ounce. Higher production during the current period was due to transitioning to 100% Ermitaño ores at the Santa Elena mine by First Majestic. Production at the Santa Elena mine in previous periods were based on a combination of Ermitaño and Santa Elena ores.

   (b) **Prospect generation operations:** The Company recorded $940,059 (2022 - $182,459) in revenue from prospect generation activities during the current period including $938,034 (2022 - $177,741) for gains from the sale and option agreements completed on Ball Creek West and Ball Creek East (Hwy 37), respectively, sale of Cuprite, and annual option revenue on Si2. Gains are recognized in a project when total recoveries including proceeds received from sale, option payments, and/or other reimbursement are greater than the project's total carrying value.

   (c) **Other operations:** Interest income of $55,489 (2022 - $18,767) was recorded for the current period. Higher interest income was due to a higher cash balance invested in GICs as short-term investments earning higher interest rates from 1.50% to 5.55% (2022 – 1.50% to 2.03%).

Financial Results – Continued

II. **Overhead, G&A and Other Adjustments:** The Company reported $1,493,432 (2022 - $863,288) in total general, administrative and overhead costs for 2023, an increase of $630,144 or 73% compared to 2022 and this was due to the following:

(a) **Accounting and legal:** $54,909 (2022 - $104,758) in accounting and legal fees was incurred during the current period, a reduction of 48% compared to 2022 and this was due to higher tax consultation fees and legal expenses related to a larger number of commercial transactions completed in 2022 in addition to expenses related to review of the Company's corporate governance policies.

(b) **Marketing expense**: $73,714 (2022 - $32,724) in marketing expense was incurred during the current period, an increase of 125% compared to 2022 and this was due to a higher participation in conferences and marketing activities**.**

(c) **Salary expense:** $708,471 (2022 - $336,602) in salary expenses was incurred during the current period, an increase of 110% compared to 2022. Over 2022, the Company conducted a benchmarking study of its compensation policy against its peers to ensure that the Company's compensation metrics are comparable to compensate performance, attract, and motivate employees to deliver on the Company's short and long-term objectives and strategies. As a result, the Company adopted short and long-term incentive plans that include salary, annual bonus, and share based compensation that aligns with personal and corporate performance. The compensation policy was adopted on January 1, 2023, and resulted in higher salary expenses compared to 2022. Higher salary expenses during the current quarter were due to salary increases, and 2022 annual bonuses paid to employees.

(d) **Share-based compensation**: $331,675 (2022 - $131,053) in share-based compensation was recognized during the period, an increase of 153%. The Company adopted a comprehensive compensation policy at the beginning of the period and issued share-based awards as part of its long-term incentive plan to directors, officers, employees and consultants and granted 2,191,000 (2022 – Nil) stock options, 867,000 (2022 – Nil) restricted share units, and 156,000 (2022 – Nil) deferred share units. These-share based awards are vested over a period of two to three years from the date of grant. This resulted in higher share-based compensation expenses during the current period.

(e) **Marketable securities fair value adjustment:** A loss of $197,585 (2022 – gain $347,330) in fair value adjustments of marketable securities. The loss in fair value of marketable securities was due to significant volatility in the equity markets.

(Expressed in Canadian Dollars)

1.5 Summary of Quarterly Results

Selected quarterly information for each of the eight most recently completed financial periods is set out below. All results were compiled using IFRS.

	2023			
	Q4	Q3	Q2	Q1
Revenues	$ -	$ -	$ -	$ 2,309,614
Net gain/(loss)	$ -	$ -	$ -	$ 632,213
Gain/(loss) per share	$ -	$ -	$ -	$ 0.00
	2022			
	Q4	**Q3**	**Q2**	**Q1**
Revenues	$ 1,154,079	$ 1,640,197	$ 981,436	$ 940,071
Net gain/(loss)	$ 939,271	$ 123,461	$ (648,635)	$ 426,081
Gain/(loss) per share	$ 0.01	$ 0.00	$ (0.01)	$ 0.00
	2021			
	Q4*	**Q3***	**Q2***	**Q1***
Revenues	$ 634,170	$ 28,012	$ 1,482,099	$ 34,889
Net gain/(loss)	$ (2,034,254)	$ (972,294)	$ 934,809	$ (759,706)
Gain/(loss) per share	$ (0.01)	$ (0.00)	$ 0.01	$ (0.00)

**Adjusted revenues and net gain/loss after Changes in Accounting Policy. Refer to the audited consolidated financial statements for the years ended December 31, 2021 and 2020.*

The differences shown above are primarily the result of variations in factors such as partner funding, project acquisition, sale of property rights and timing differences. The Company has a portfolio of exploration properties on which it has undertaken significant exploration as well as paying on-going claim maintenance costs.

1.6 Liquidity

The Company's cash and cash equivalents at March 31, 2023, were $6,835,210 (December 31, 2022 - $3,656,595). Short-term investments at March 31, 2023 were $5,854,911 (December 31, 2022 -$5,693,758). The Company had working capital of $15,683,481 (December 31, 2022 - $12,083,375) at March 31, 2023. Activities that impacted liquidity also include:

I. **Cashflow:** During the current period, inflow of $1,149,770 (2022 – $90,412) was generated by operating activities, inflow of $15,373 (2022 - outflow of $164,970) was generated by investing activities, and inflow of $2,012,955 (2022 – 95,236) was generated by financing activities from exercise of stock options and warrants.

II. **Cash and cash equivalents:** Cash and cash equivalents include $6,774,064 (December 31, 2022 - $3,595,449) in the operating bank accounts and $61,146 (December 31, 2022 - $61,146) of short term guaranteed investment certificates ("GICs") that are cashable within six months. As of March 31, 2023, $1,538,942 of cash and cash equivalents were restricted for exploration expenditures (December 31, 2022 - $152,071).

Liquidity - Continued

III. **Accounts receivable:** Accounts receivable of $1,634,070 (December 31, 2022 - $1,288,655) on March 31, 2023. Trade receivables of $1,550,200 (December 31, 2022 - $1,208,748) are current (less than 30 days). Current tax receivable of $83,870 (December 31, 2022 - $79,907 is between 90 to 180 days. No allowance for doubtful accounts or impairment has been recognized for these amounts, as the amounts are all considered recoverable. Most of these accounts receivable were collected subsequent to the end of the period.

IV. **Marketable securities:** The Company has $3,200,817 (December 31, 2022 - $2,023,380) in marketable securities as at March 31, 2023. During the period, the Company received total fair value of $1,525,000 in common shares from considerations received on sale of projects and joint venture agreements. The Company also received $152,100 from the sale of securities and recorded a foreign exchange gain of $2,122.

V. **Liabilities:** $1,966,873 (December 31, 2022 - $648,673) in current liabilities which includes accounts payable and accrued liabilities of $356,355 (December 31, 2022 - $426,112), short-term lease liabilities of $51,576 (December 31, 2022 - $50,490), and JV partner advances of $1,558,942 (December 31, 2022 - $172,071). These balances are considered reasonable for the Company's activities.

The Company began generating revenue from royalties at the end of the fiscal year ended December 31, 2021. The Company's ability to continue as a going concern is dependent on its ability to maintain consistent revenue from its royalties and prospect generation businesses to successfully advance its business plan. The value of any mineral property is dependent upon the existence of economically recoverable mineral reserves, or the possibility of discovering such reserves, or proceeds from the disposition of such properties. See Section 1.14 "Risk Factors".

1.7 Capital Resources

The Company had 184,570,542 issued and outstanding common shares as of March 31, 2023 (December 31, 2022 – 179,200,795). During the period ended March 31, 2023, the Company issued the following common shares:

I. **Issuance of common shares:** No common shares were issued during the three-month period ended March 31, 2023 (2022 – Nil), other than those relating to stock option and warrant exercises.

II. **Exercise of stock options:** During the three-month ended March 31, 2023, 50,000 stock options were exercised. The weighted average exercise price of options exercised was $0.39 per share, the Company received gross proceeds of $19,500 and $13,267 was reclassed from contributed surplus to capital stock.

During the three-month ended March 31, 2022, 334,501 stock options were exercised. The weighted average exercise price of options exercised was $0.25 per share, the Company received gross proceeds of $83,236 and $43,363 was reclassed from contributed surplus to capital stock.

(Expressed in Canadian Dollars)

Capital Resources - Continued

III. **Warrant exercise:** During the three-month period ended March 31, 2023, 5,319,747 common share purchase warrants were exercised at $0.39 per share for gross proceeds of $2,051,295 and $568,660 was reclassed from contributed surplus to capital stock. Subsequent to the period ended, 8,501,106 common share purchase warrants were exercised with weighted average price of $0.39 for gross proceeds of $3,278,026 and 1,981,017 common share purchase warrants with a weighted average exercise price of $0.39 were expired unexercised.

During the three-month period ended March 31, 2022, 31,120 common share purchase warrants were exercised at $0.39 per share for gross proceeds of $11,999 and $3,327 was reclassed from contributed surplus to capital stock.

1.8 Off-Balance Sheet Arrangements

As a policy, the Company does not enter off-balance sheet arrangements with special-purpose entities in the normal course of business, nor does it have any unconsolidated affiliates.

1.9 Transactions with Related Parties

Compensation of key management personnel

Transactions between the Company and related parties are disclosed below.

I. Due to related parties

Included in accounts payable and accrued liabilities at March 31, 2023, was $Nil (2022 - $Nil).

II. Compensation of key management personnel

The remuneration paid to directors and other key management personnel during the three-month periods ended March 31, 2023, and 2022 were as follows:

		March 31, 2023		March 31, 2022
Salaries of senior executives (i)	**$**	**227,991**	$	157,392
Short-term employee benefits		**4,987**		8,740
Non-executive directors' fees		**52,262**		50,461
Annual bonus of senior executives (i)		**264,402**		-
Share-based compensation (ii)		**211,284**		90,522
	$	**760,925**	$	307,115

(i) Senior executives include the Chief Executive Officer, Chief Financial Officer, Vice President Corporate Development, and Vice President Exploration.
(ii) Directors and Senior executives include the Chief Executive Officer, Chief Financial Officer, Vice President Corporate Development, and Vice President Exploration.

1.10 Proposed Transactions

The Company has a business plan that includes identifying and acquiring exploration projects, conducting initial exploration and optioning the projects to partners. Acquisitions and dispositions are an essential and ongoing part of this plan.

1.11 Critical Accounting Estimates

The preparation of the Company's consolidated financial statements requires management to make certain estimates that affect the amounts reported in the consolidated financial statements.

Accounting estimates considered to be significant were used in Deferred Income Tax Assets, Share-Based Compensation, Leases, Impairment and valuation of private equity investments.

Deferred Income Tax Assets and Liabilities

The Company estimates the expected manner and timing of the realization or settlement of the carrying value of its assets and liabilities and applies the tax rates that are enacted or substantively enacted on the estimated dates of realization or settlement.

Share-Based Compensation

Calculating share-based compensation requires estimates of expected volatility in the share price, risk-free interest rates, number of options expected to vest, and a determination that standard option pricing models such as Black-Scholes fairly represent the actual compensation associated with options. Share price volatility is calculated using the Company's own trading history. The risk-free interest rate is obtained from the Bank of Canada zero coupon bond yield for the expected life of the options. The Company believes that the Black-Scholes option pricing model is appropriate for determining the compensation cost associated with the grant of options.

The Company has granted employees and directors restricted share units ("RSUs") and deferred share units ("DSUs") to be settled in common shares of the Company after they are fully vested. The fair value of RSUs and DSUs is determined at the date of grant and is recognized as share-based compensation expense over the vesting period with the corresponding amount recorded to share-based payment reserve. The estimated fair value of RSUs and DSUs based on market value of the underlying common shares at the date of grant.

Leases

Management uses estimation in determining the incremental borrowing rate used to measure the lease liability, specific to the asset, underlying currency and geographic location. Future lease payments can arise from a change in an index or borrowing rate, if there is a change in the Company's estimate of the expected payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right of use ("ROU") asset, or is recorded to the statement of loss if the carrying amount of the ROU asset has been reduced to zero.

1.11 Critical Accounting Estimates (Continued)

Impairment

After ownership of mineral property interests and royalty assets are established, acquisition, geological, exploration, and early-stage project generation costs incurred directly by the Company are capitalized on a property-by-property basis until the property is placed into production, sold, allowed to lapse or abandoned. The Company conducts impairment tests at the end of each reporting period to determine the future economic and commercial benefit of the project. Where an indicator of impairment exists, the carrying costs is reduced to the recoverable amount and an impairment expense is recognized in profit or loss. Since the Company's mineral property interests are generally early stage, unless fair value can be established, recoverable amount is generally nil and impairment expense, when recognized, is the carrying costs.

Valuation of private investments

From time to time, the Company takes ownership of common shares of private companies as part of consideration received from its prospect generation activities. At every reporting period, these investments are valued at fair value based on upon quoted prices in active markets and when that information is not available, estimates are made by management using inputs from observable market data, the underlying company's recently completed equity financing, equity issuance and/or equity investments made by a third party. Changes in these assumptions and inputs could affect the reported fair value of these financial instruments.

1.12 Changes in Accounting Policies including Initial Adoption

Effective January 1, 2021, the Company changed its accounting policy related to acquisition and exploration costs of its mineral property interests. Previously, the Company accounts for its mineral property interests by charging all acquisition and exploration costs to operations as incurred and crediting all property sales and option proceeds to operations. When the existence of a mineral reserve on a property has been established, future acquisition, exploration and development costs will be capitalized for that property, then amortized using the unit-of-production method following commencement of production.

The Company will continue to expense early-stage acquisition and project generation costs incurred through the Company's prospect generation operations prior to obtaining ownership, however, after obtaining ownership, all acquisition, geological, and exploration costs incurred directly by the Company are capitalized on a property-by-property basis.

The change in policy has been made to more appropriately disclose the operations of the Company and the value of its mineral properties. The impact of the change in policy has been applied retrospectively in these financial statements.

1.13 Financial Instruments and Other Instruments

The Company's activities expose it to a variety of financial risks, which include foreign currency risk, interest rate risk, credit risk and liquidity risk. The Company's risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Foreign Currency Risk

The Company incurs certain expenses in currencies other than the Canadian dollar. The Company is subject to foreign currency risk as a result of fluctuations in exchange rates. The Company manages this risk by maintaining bank accounts in US dollars and Mexican pesos ("MXN") to pay these foreign currency expenses as they arise. Receipts in foreign currencies are maintained in those currencies. The Company does not undertake currency hedging activities.

The Company also does not attempt to hedge the net investment and equity of integrated foreign operations.

The carrying amount of the Company's foreign currency denominated monetary assets are as follows:

	March 31, 2023		December 31, 2022	
	US(*)	**MXN(*)**	US(*)	MXN(*)
Cash and cash equivalents	**$ 4,379,482**	**$ 55,083**	$ 3,062,202	$ 86,139
Amounts receivable	**1,149,130**	**418,872**	1,197,332	79,907
Accounts payable and accrued liabilities	**(20,048)**	**(200,846)**	(59,771)	(169,256)
Joint venture partner deposits	**(1,538,942)**	**-**	(152,071)	-
Net assets denominted in foreign currency	**$ 3,969,622**	**$ 273,109**	$ 4,047,692	$ (3,210)

**Figures in this table are Canadian dollars, converted from the foreign currency, at the closing exchange rate for that date.*

The Company uses a sensitivity analysis to measure the effect on total assets of reasonably foreseen changes in foreign exchange rates. The analysis is used to determine if these risks are material to the financial position of the Company. On the basis of current market conditions, the Company has determined that a 10% change in foreign exchange rates would affect the fair value of total assets by -6.47% (December 31, 2022 – -4.29%).

The sensitivity of the Company's loss and comprehensive loss due to changes in the exchange rate between the Mexican peso and the Canadian dollar, and between the US dollar and the Canadian dollar are approximated in the tables below. The change, due to the effect of the exchange rate on financial instruments, is reported in the condensed interim consolidated statements of income and comprehensive income as foreign exchange gains (losses).

(Expressed in Canadian Dollars)

Financial Instruments and Other Instruments- Continued

	March 31, 2023		December 31, 2022	
	10% Increase in MNX: CAD Rate	**10% Increase in USD: CAD Rate**	10% Increase in MNX: CAD Rate	10% Increase in USD: CAD Rate
Change in net income (loss) gain and comprehensive gain (loss)	**$ 40,975**	**$ 825,311**	$ 44,045	$ 359,569

Interest Rate Risk

The Company's cash and cash equivalents consist of cash held in bank accounts and GICs that earn interest at a fixed interest rate. Future cash flows from interest income on cash and cash equivalents will be affected by declining cash balances. The Company manages interest rate risk by investing in short-term fixed interest financial instruments with varying maturity periods when feasible to provide access to funds as required. A 25 basis-point change in interest rate would have an immaterial impact on comprehensive income based on the cash and cash equivalents at the end of the period. Actual financial results for the coming year will vary since the balances of financial assets are expected to decline as funds are used for Company expenses.

Credit Risk

Credit risk is the risk of an unexpected loss if an exploration partner, counterparty or third party to a financial instrument fails to meet its contractual obligations. To reduce credit risk, cash and cash equivalents and short-term investments are on deposit at major financial institutions. The Company is not aware of any counterparty risk that could have an impact on the fair value of such investments. The carrying value of the financial assets represents the maximum credit exposure.

The Company minimizes credit risk by reviewing the credit risk of the counterparties to its arrangements on a periodic basis. The Company's concentration of credit risk and maximum exposure thereto is as follows:

	March 31, 2023	December 31, 2022
Short-term money market instruments	**$ 61,146**	$ 61,146
Cash bank accounts	**6,774,064**	3,595,449
Short term investments	**5,854,911**	5,693,758
Marketable securities	**3,200,817**	2,023,380
Trade receivable	**1,550,200**	1,208,748
	$ 17,441,138	$ 12,582,481

At March 31, 2023, the Company's short-term money market instruments were invested in GICs earning annual interest rates of 1.50% to 5.55% (December 31, 2022 – 1.50% to 5.55%).

(Expressed in Canadian Dollars)

Financial Instruments and Other Instruments- Continued

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis, including exploration plans. The Company attempts to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations, holdings of cash and cash equivalents and short-term investments.

The Company's policy is to invest its excess cash in highly liquid, fully guaranteed, bank-sponsored instruments. The Company staggers the maturity dates of its investments over different time periods when feasible to maximize interest earned. The Company has invested part of the excess cash flow through a financial institution.

The following table summarizes the Company's significant liabilities and corresponding maturities.

Due Date		**March 31, 2023**		December 31, 2022
0-90 days	**$**	**369,249**	$	438,734
91-365 days		**1,597,624**		209,939
365+ days		**171,098**		184,537
	$	**2,137,971**	$	833,210

Sensitivity Analysis

The Company measures the effect on total assets or total receipts of reasonably foreseen changes in interest rates and foreign exchange rates. The analysis is used to determine if these risks are material to the financial position of the Company. On the basis of current market conditions, the Company has determined that a 25-base point change in interest rates or a 10% change in foreign exchange rates would be immaterial. Readers are cautioned to refer to Note 16 (b) and (c) of the condensed interim consolidated financial statements of the Company for the three-month periods ended March 31, 2023, and 2022. Actual financial results for the coming year will vary since the balances of financial assets are expected to change as funds may be raised through equity offering and are used for Company expenses.

1.14 Other Requirements

Risks Factors and Uncertainties

Overview

The Company is subject to many risks that may affect future operations over which the Company has little control. These risks include, but are not limited to, intense competition in the resource industry, market conditions and the Company's ability to access new sources of capital, mineral property title, results from property exploration and development activities, and currency fluctuations. The Company has a history of recurring losses and there is no expectation that this situation will change in the foreseeable future.

Competition

The Company competes with many other mining, exploration and royalty companies that have substantially greater financial and technical resources in obtaining capital funding, acquisition, and development of its projects as well as for the recruitment and retention of qualified employees.

Access to Capital

The exploration and subsequent development of mineral properties is capital intensive. Should it not be possible to raise additional equity funds when required, the Company may not be able to continue to fund its operations which would have a material adverse effect on the Company's potential profitability and ability to continue as a going concern. At present, the Company has cash resources to fund planned exploration for the next twelve months. Timing of additional equity funding will depend on market conditions as well as exploration requirements.

In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market price of securities of many companies, particularly those considered exploration stage companies, have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. These conditions may persist for an indeterminate period of time.

Mineral Property Tenure and Permits

The Company has completed a review of its mineral property titles and believes that all requirements have been met to ensure continued access and tenure for these titles. However, ongoing requirements are complex and constantly changing so there is no assurance that these titles will remain valid. The operations of the Company will require consents, approvals, licenses and/or permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary consents, approvals, licenses and permits that may be required to carry out exploration, development and production operations at its projects.

Although the Company acquired the rights to some or all of the resources in the ground subject to the tenures that it acquired, in most cases it does not thereby acquire any rights to, or ownership of, the surface to the areas covered by its mineral tenures. In such cases, applicable laws usually provide for rights of access to the surface for the purpose of carrying on exploration activities,

Risks Factors and Uncertainties- Continued

however, the enforcement of such rights can be costly and time consuming. It is necessary, as a practical matter, to negotiate surface access.

There can be no guarantee that, despite having the right at law to access the surface and carry on exploration activities, the Company will be able to negotiate a satisfactory agreement with existing landowners for such access, and therefore it may be unable to carry out exploration activities. In addition, in circumstances where such access is denied, or no agreement can be reached, the Company may need to rely on the assistance of local officials or the courts in such jurisdictions.

Joint Venture Risks

A key aspect of the Company's business is to enter into joint venture agreements with reputable mining companies to advance its projects. Often this results in the Company holding a minority ownership interest in the projects and the Company does not always act as operator of the project, meaning it must rely on the decisions and expertise of its project partners regarding operational matters. The interests of the Company and its project partners are not always aligned, and it may be difficult or impossible for the Company to ensure that the projects are operated in the best interest of the Company. The Company may also be dependent on its project partners for information such as the results of mineral exploration programs. The Company may also experience disputes with project partners regarding operational decisions or the interpretation of agreements in connection with its projects. While the Company strives to maintain effective channels of communication and positive working relationships with all its project partners, there can be no assurance that disputes will not arise that may lead to legal action and could result in significant costs to the Company.

Speculative Nature of Mineral Exploration and Development

The exploration for and development of mineral deposits involves significant risk which even a combination of careful evaluation, experience and knowledge may not adequately mitigate. While the discovery of an ore body may result in substantial rewards, few properties which are explored are ultimately developed into producing mines. There is no assurance that commercial quantities of ore will be discovered on any of the Company's properties.

Even if commercial quantities of ore are discovered, there is no assurance that the mineral property will be brought into production. Whether a mineral deposit will be commercially viable depends on a number of factors, including the particular attributes of the deposit, such as its size, grade, metallurgy, and proximity to infrastructure; commodity prices, which have fluctuated widely in recent years; and government regulations, including those relating to taxes, royalties, land tenure, land use, aboriginal rights, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, and the Company's business may be adversely affected by its inability to advance projects to commercial production.

Risks Factors and Uncertainties- Continued

Uninsured or Uninsurable Risks

The Company may become subject to liability for pollution or hazards against which it cannot insure or against which it may elect not to insure where premium costs are disproportionate to the Company's evaluation of the relevant risks. The payment of such insurance premiums and of such liabilities would reduce the funds available for exploration and operating activities.

Commodity Prices

The Company's royalty revenues are derived from a royalty interest and are based on the extraction and sale of precious and base minerals and metals. Factors beyond the control of the Company may affect the marketability of metals discovered. Consequently, the economic viability of the Company's royalty interests cannot be accurately predicted and may be adversely affected by fluctuations in mineral prices.

The prices of gold, silver, copper, lead, zinc, molybdenum, and other minerals have fluctuated widely in recent years and are affected by several factors beyond the Company's control, including international economic and political conditions, expectations of inflation, international currency exchange rates, interest rates, consumption patterns, and speculative activities and increased production due to improved exploration and production methods. Fluctuations in commodity prices will influence the willingness of investors to fund mining and exploration companies and the willingness of companies to participate in joint ventures with the Company and the level of their financial commitment. The supply of commodities is affected by various factors, including political events, economic conditions and production costs in major producing regions. There can be no assurance that the price of any commodities will be such that any of the properties in which the Company has, or has the right to acquire, an interest may be mined at a profit.

Foreign Exchange Risk

Foreign exchange risk arises when future commercial transactions and recognized assets and liabilities are denominated in a currency that is not the Company's functional currency. The Company operates in Canada, U.S. and Mexico. The Company funds cash calls to its subsidiary companies outside of Canada in U.S. dollars and Mexican pesos.

Conflicts of Interest

Certain directors and officers of the Company also serve as directors, officers and advisors of other companies involved in natural resource exploration and development. To the extent that such companies may participate in ventures with the Company, such directors and officers may have conflicts of interest in negotiating and concluding the terms of such ventures. Such other companies may also compete with the Company for the acquisition of mineral property rights. If any such conflict of interest arises, the Company's policy is that such director or officer will disclose the conflict to the board of directors and, if the conflict involves a director, such director will abstain from voting on the matter. In accordance with the *Business Corporations Act (BC)*,

Risks Factors and Uncertainties- Continued

the directors and officers of the Company are required to act honestly and in good faith with a view to the best interests of the Company.

Dependence Upon Others and Key Personnel

The success of the Company's operations will depend upon numerous factors including its ability to attract and retain additional key personnel in exploration, marketing, joint venture operations and finance. This will require the use of outside suppliers as well as the talents and efforts of the Company and its consultants and employees. There can be no assurance that the Company will be successful in finding and retaining the necessary employees, personnel and/or consultants in order to be able to successfully carry out such activities. This is especially true as the competition for qualified geological, technical personnel, and consultants can be particularly intense.

Government Regulation

The Company operates in an industry which is governed by numerous regulations, including but not limited to, environmental regulations as well as occupational health and safety regulations.

Most of the Company's mineral properties are subject to government reporting regulations. The Company believes that it is in full compliance with all regulations and requirements related to mineral property interest claims.

However, it is possible that regulations or tenure requirements could be changed by the respective governments resulting in additional costs or barriers to development of the properties. This would adversely affect the value of properties and the Company's ability to hold onto them without incurring significant additional costs. It is also possible that the Company could be in violation of, or non-compliant with, regulations it is not aware of.

Third Party Reporting

Orogen relies on public disclosure and other information regarding specific mines or projects that is received from the owners or operators of the mines or projects or other independent experts. The information received may be inaccurate as the result of it being compiled by certain third parties. The disclosure created by the Company may be inaccurate if the information received contains inaccuracies or omissions, which could create a material adverse effect on Orogen.

A Royalty agreement may require an owner or operator to provide the Company with production and operating information that may, if applicable, enable the Company to detect errors in the calculation of Royalty amounts owed. As a result, the ability of the Company to detect payment errors through its associated internal controls and procedures is limited, and if errors are later discovered, the Company will need to make retroactive adjustments. The Royalty agreements may also provide the Company the right to audit the operational calculations and production data for associated payments; however, such audits may occur many months following the recognition of the applicable revenue and if inaccuracies are discovered, this may require the Company to adjust its revenue in later periods.

Risks Factors and Uncertainties- Continued

As a holder of an interest in a Royalty, the Company will have limited access to data on the operations or to the actual properties underlying the Royalty. This limited access to data or disclosure regarding operations could affect the ability of the Company to assess the performance of the Royalty. This could result in delays in cash flow from that which is anticipated by the Company based on the stage of development of the properties covered by the assets within the portfolio of the Company.

No Control Over Mining Operations

The Company is not directly involved in the exploration activities of its optioned mineral properties and exploration, development or operation of its Royalties. The Company's revenue may be derived from its portfolio of optioned mineral properties and Royalty that are based on activities of the third-party owners and operators. The owners and operators generally will have the power to determine the exploration activities of the properties and the way they are exploited, including decisions to expand, continue or reduce, suspend, or discontinue production from a property, decisions about marketing of products extracted and decisions to advance exploration efforts and conduct exploration and development on non-production properties. The owners and operators' interests may not always align with Orogen. The inability of the Company to control operations for properties in which it has a Royalty or other interest may result in a material adverse effect on its profitability, results of operations, cash flow and financial condition. In addition, Royalties of early staged exploration assets may never achieve economic feasibility and commence commercial production and there can be no assurance that such mines or projects will advance. The owners may be unable or unwilling to fulfill their obligations under their agreements, have difficulty obtaining financing and technical resources required to advance the projects, which could limit the owner or the operator's ability to perform its obligations under the agreements with the Company. The Company is also subject to risk that a project may be put on care and maintenance or be suspended on a temporary or permanent basis.

Revenue and Royalty Risks

The Company expects future revenue from the Ermitaño mine Royalty to fluctuate depending on production, the price of gold and silver, and smelting costs. Therefore, the Company cannot accurately forecast the operating results of this asset. Orogen also earns additional revenue and recoveries from staged option payment and management fees with various joint ventures and option agreements. There is a risk that any of these payments will be received. Additionally, payments may be dependent on milestone conditions or value may be based on certain market conditions including metal price or market price of equity interests received.

Non-Payment of a Royalty

The Company is dependent on the financial viability and the operational effectiveness of owners and operators of the relevant mines and mineral properties underlying the Company's Royalties. Payments from production generally flow through the operator and there is a risk of delay and additional expenses in receiving such revenues. Payments may be delayed by restrictions imposed by lenders, sale or delivery of products, the ability or willingness of smelters and refiners to process mine products, recovery by the operators of expenses incurred in the operation of the mines, the establishment by the operators of reserves for such expenses or the insolvency of the

Risks Factors and Uncertainties- Continued

operator. Delayed payments as a result of factors that are beyond the control of the Company could result in material and adverse effect on the status of and performance of its Royalties. Failure to receive payment on its Royalties or termination of Orogen's rights generally, may result in a material and adverse effect on the Company's profitability, results of operations, cash flow, financial condition and value of Common Shares.

No Assurance of Titles

The acquisition of the right to explore for and exploit mineral properties is a very detailed and time consuming process. There can be no guarantee that the Company has acquired title to any such surface or mineral rights or that such rights will be obtained in the future. To the extent they are obtained, titles to the Company's surface or mineral properties may be challenged or impugned and title insurance is generally not available. The Company's surface or mineral properties may be subject to prior unregistered agreements, transfers or claims and title may be affected by, among other things, undetected defects. Such third-party claims and defects could have a material adverse impact on the Company's operations.

Foreign Countries and Political Risks

The Company operates in and has Royalties on properties in Canada, United States, Mexico, Kenya, and Argentina. It is subject to certain risks including currency fluctuations, and possible political or economic instability which may result in the impairment or loss of mineral concessions or other mineral rights, opposition from environmental or other non-governmental organizations, and mineral exploration and mining activities may be affected in varying degrees by political stability and government regulations relating to the mineral exploration and mining industry. Any changes in regulations or shifts in political attitudes are beyond the control of the Company and may adversely affect its business. Exploration and development may be affected in varying degrees by government regulations with respect to restrictions on future exploitation and production, price controls, export controls, foreign exchange controls, income taxes, expropriation of property, environmental legislation and mine and site safety.

Notwithstanding any progress in restructuring political institutions or economic conditions, the present administration, or successor governments, of some countries in which the Company operates or holds royalty interests may not be able to sustain any progress. If any negative changes occur in the political or economic environment of these countries, it may have an adverse effect on the Company's operations in those countries. The Company does not carry political risk insurance.

Government Regulations and Permitting Requirements Risks

Exploration, development and mining of minerals are subject to extensive laws and regulations at various governmental levels governing the acquisition of the mining interests, prospecting, development, mining, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, mine safety and other matters. In addition, the current and future operations, from exploration through development activities and production, require permits, licenses and approvals from some of these governmental authorities.

Risks Factors and Uncertainties- Continued

Orogen believes the operators of its optioned mineral properties and properties on which it holds royalty interests have, obtained all government licenses, permits and approvals necessary for the operation of its business to date. However, additional licenses, permits and approvals may be required. The failure to obtain any licenses, permits or approvals that may be required or the revocation of existing ones would have a material and adverse effect on Orogen, its business and results of operations.

Failure to comply with applicable laws, regulations and permits may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities requiring Orogen's or the project operator's operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Orogen and such operators may be required to compensate those suffering loss or damage by reason of their mineral exploration activities and may have civil or criminal fines or penalties imposed for violations of such laws, regulations and permits. Any such events could have a material and adverse effect on Orogen and its business and could result in Orogen not meeting its business objectives.

Additional Disclosure for Venture Issuers without Significant Revenue

The significant components of general and administrative expenditures are presented in the condensed interim consolidated financial statements. Significant components of mineral property expenditures are included in Section 1.4 Results of Operations.

Outstanding Share Data

As of the date of this MD&A, the Company has 193,071,648 issued and outstanding common shares. In addition, the Company has 8,326,008 stock options outstanding with a weighted average exercise price of $0.38 that expire through February 17, 2028, 7,115,545 common share purchase warrants outstanding with a weighted average exercise price of $0.40 that expire on April 30, 2024, 867,111 RSUs and 156,000 DSUs. Details of issued share capital are included in Note 13 of the unaudited interim consolidated financial statements for the three-month periods ended March 31, 2023, and 2022.

Other Information

All technical reports on material properties, press releases and material change reports are filed on SEDAR at www.sedar.com

Forward-Looking Statements

This document includes certain forward-looking statements concerning the future performance of the Company's business, its operations, its financial performance and condition, as well as management's objectives, strategies, beliefs and intentions. Forward-looking statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-looking statements are based on the current opinions and expectations of management. All forward-looking information is inherently uncertain and subject *to a variety of assumptions, risks and uncertainties. Factors that may cause actual results to vary from forward looking statements include, but are not limited to, the Company's ability to access capital, the speculative nature of mineral exploration and development, fluctuating commodity prices, competitive risks and reliance on key personnel, as described in more detail in this document under "Risk Factors and Uncertainties". Statements relating to estimates of reserves and resources are also forward-looking statements as they involve risks and assumptions (including, but not limited to, assumptions with respect to future commodity prices and production economics) that the reserves and resources described exist in the quantities and grades estimated and are capable of being economically extracted. Actual events or results may differ materially from those projected in the forward-looking statements and we caution against placing undue reliance thereon.*