



**STERLING METALS CORP.**

**MANAGEMENT DISCUSSION AND ANALYSIS  
OF THE FINANCIAL POSITION AND RESULTS OF OPERATIONS  
FOR THE YEAR ENDED DECEMBER 31, 2025**  
Expressed in Canadian Dollars

Dated April 27, 2026

## **STERLING METALS CORP.**

**FOR THE YEAR ENDED DECEMBER 31, 2025**

**EXPRESSED IN CANADIAN DOLLARS**

## **REPORT TO SHAREHOLDERS AND MANAGEMENT DISCUSSION AND ANALYSIS**

### **TO OUR SHAREHOLDERS**

This Management Discussion and Analysis of the financial condition and results of operation (“MD&A”) of Sterling Metals Corp. (“Sterling”, “Sterling Metals”, or the “Company”) should be read in conjunction with Sterling’s annual audited consolidated financial statements for the years ended December 31, 2025 and 2024, and related notes therein.

Except as otherwise indicated, all financial data in this MD&A have been prepared in accordance with IFRS Accounting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and interpretations of the IFRS Interpretations Committee (“IFRIC”).

All dollar amounts in this MD&A are reported in Canadian dollars except where otherwise indicated. As of December 31, 2025, the Company had working capital of \$11,457,076 and had reported a net loss of \$6,751,702 for the year ended December 31, 2025 (net loss of \$10,718,952 for the year ended December 31, 2024 and a net loss of \$1,564,255 for the year ended December 31, 2023). The Company has yet to achieve profitable operations and has an accumulated deficit of \$72,044,572 as of December 31, 2025. These continuing losses indicate the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern.

The Company is subject to risks and challenges similar to companies in a comparable stage of exploration. The Company’s ability to continue as a going concern is dependent upon the ability to obtain financing and to ultimately achieve and maintain profitable operations. Should profitable operations not be achieved, the Company will be required to obtain supplementary funding. The ability of the Company to achieve these objectives cannot be assured at this time and accordingly, these matters may cast significant doubt on the Company’s ability to continue as a going concern. The Company’s consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate, in which case adjustments that could be material to the carrying values of the assets and liabilities, the reported expenses and the consolidated statement of financial position reclassifications would be necessary.

Further information about the Company, its operations and other continuous disclosure documents, including the Company’s press releases and interim quarterly reports are available through its filings with the securities regulatory authorities in Canada at [www.sedarplus.ca](http://www.sedarplus.ca) and are also available on the Company’s website [www.sterlingmetals.ca](http://www.sterlingmetals.ca).

### **FORWARD-LOOKING STATEMENTS**

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as “forward-looking

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statements”). These statements relate to future events or the Company’s future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “continues”, “forecasts”, “projects”, “predicts”, “intends”, “anticipates” or “believes”, or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results “may”, “could”, “would”, “should”, “might” or “will” be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

<b>Forward-Looking Information</b>	<b>Key Assumptions</b>	<b>Most Relevant Risk Factors</b>
Future funding for ongoing operations	The Company will be able to raise these funds	The Company has disclosed that this may be difficult and failure to raise these funds will materially impact the Company’s ability to continue as a going concern

Inherent in forward-looking statements are risks, uncertainties, and other factors beyond the Company’s ability to predict or control. Please also make reference to those risk factors in the “Risk Factors” section below. Readers are cautioned that the preceding table does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, performance, or achievements to be materially different from any of its anticipated results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this

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cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

### **CORPORATE OVERVIEW**

Sterling Metals Corp. is a mining and mineral exploration corporation focused on the discovery, acquisition, and development of potential mineral deposits globally.

The Company is listed on the TSX Venture Exchange (the "Exchange" or "TSX-V") where it trades under the symbol "SAG".

### **MINERAL EXPLORATION PROPERTIES**

#### **SOO COPPER (FORMERLY COPPER ROAD COPPER) PROJECT**

##### **PROPERTY PAYMENT**

On February 13, 2024 the Company entered into a definitive share purchase agreement (the "Agreement"), with Copper Road Resources Inc. (the "Vendor") and its wholly-owned subsidiary, 100797918 Ontario Inc. (the "Subsidiary") to acquire 100% interest in the Soo Copper (formerly Copper Road) Project ("Soo Copper" or the "Project"), from the Vendor, arm's length parties to the Company (the "Transaction"). Soo Copper is located 80km north of Sault Ste. Marie, Ontario, Canada.

In order to effect the Transaction, the Vendor assigned all its right, title and interest to the Project, including two option agreements (the "Option Agreements"), to the Subsidiary. The Company acquired, by way of an exempt takeover bid, all of the issued and outstanding common shares (the "Purchased Shares") in the capital of the Subsidiary from the Vendor, in consideration, of the issuance to the Vendor of 10,808,767 common shares (the "Common Shares") in the capital of the Company (valued at \$5,944,822) which was equal to 49% of the issued and outstanding Common Shares immediately upon closing of the Transaction on May 10, 2024, and aggregate cash payments of \$460,000 to the Vendor, comprised of \$200,000 upon execution of the Agreement (paid on March 1, 2024) and \$260,000 (paid May 10, 2024) upon closing of the Transaction.

On closing, the Subsidiary held a 100% interest in the Soo Copper Project, an exploration stage property that has been accounted for as an asset acquisition by the Company. The Transaction was approved by shareholders of the Vendor on April 30, 2024, and approved by the TSX Venture Exchange on May and the approval of the shareholders of the Vendor (approval received April 30, 2024, by shareholder vote). The Company paid a finder's fee

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of 206,484 common shares valued at \$0.60 per share for a total of \$123,890 and issued 140,000 common shares valued at \$0.60 per share for a total of \$84,000 for option payments owed by Soo Copper on certain mineral claims.

Subsequent to closing, all the mineral claims that make up the Soo Copper Project were transferred to the Company from the Subsidiary such that the Company now holds a direct 100% ownership interest in the Soo Copper Project. On December 30, 2025, the Company amalgamated with the Subsidiary and as of December 31, 2025, the Company held a 100% direct interest in the Soo Copper Project

### PROPERTY LOCATION

Located 80km north of Sault Ste. Marie, Ontario, Canada, Soo Copper is a 25,000ha high-potential brownfield copper-molybdenum-silver-gold project associated with the Midcontinent Rift, which until 2021 had never been fully consolidated. The Project benefits from its strategic proximity to substantial infrastructure (Figure 1). Given the extensive history of exploration and mining, as well as numerous surface copper showings (Figure 2), the Phase 1 Exploration campaign, will take a wide systematic and optimized approach to advance the full Project understanding to define targets for future drilling across the land package (described further below).

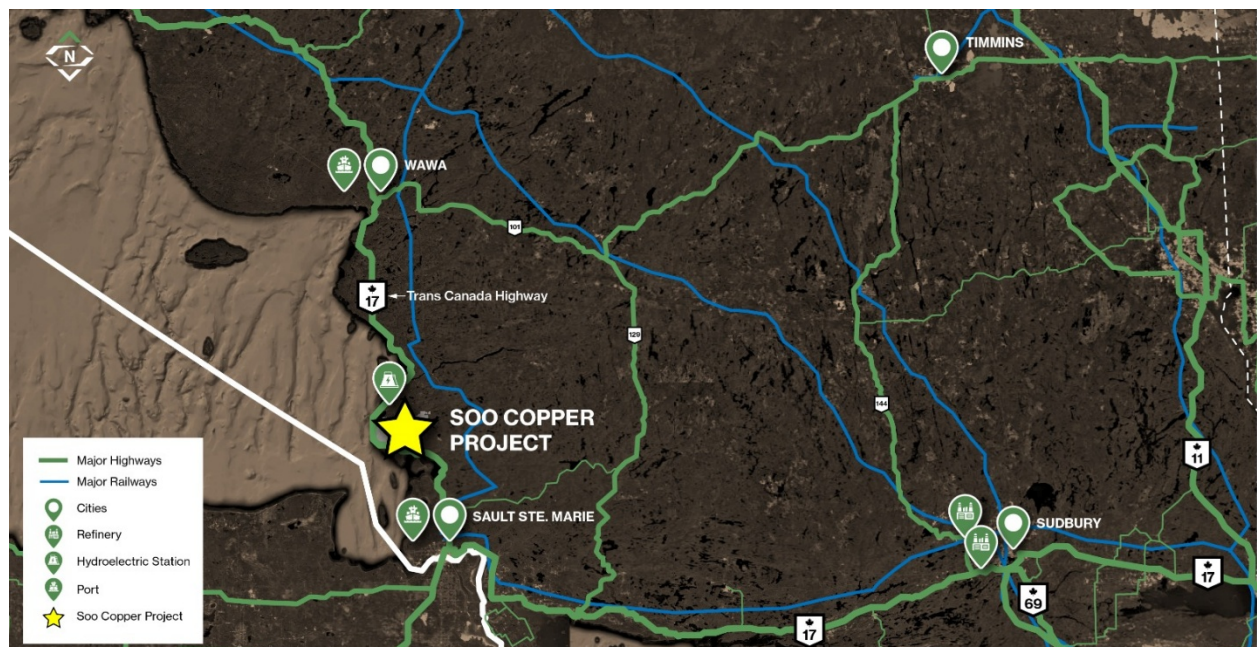


Figure 1: Ontario Location Map of Soo Copper Project.

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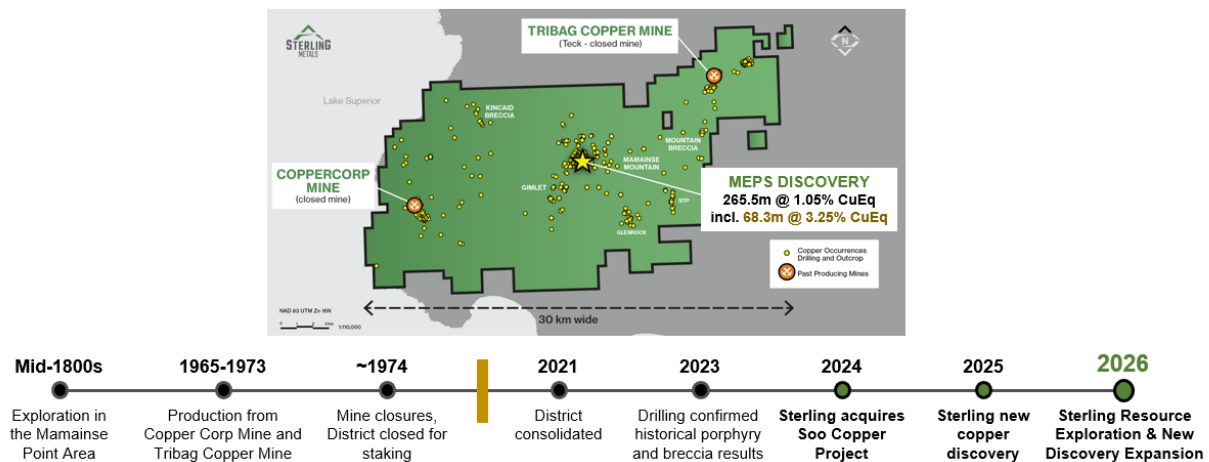


Figure 2: Extensive history of exploration and mining at the Soo Copper Project

## GEOLOGICAL SETTING

### REGIONAL AND LOCAL GEOLOGY

The Soo Copper Project is situated on the eastern edge of the Late Proterozoic (1050-1115 Ma) Midcontinent Rift (“MCR”), most of which now lies beneath Lake Superior. An assumed mantle plume likely produced the large volumes, up to 40 kilometres, of mafic volcanic and sedimentary rocks that formed during this period. The rift is bound by normal and reverse faults and can be traced geophysically for over 2,000 km making it one of the largest intra-cratonic rifts in the world.

Numerous past-producing and present deposits have been discovered and mined around Lake Superior associated with the MCR, including the prolific native copper deposits of the Keweenaw Peninsula, Michigan. More recent discoveries include Copper-Nickel-PGE deposits such as the Tamarack, Marathon PGM, Thunder Bay North and Eagle deposits (Figure 3). One can refer to Miller and Nicholson (2013) and the summary in Coates and Brett (2011) for more information regarding geology and deposits of the Mid-Continent Rift.

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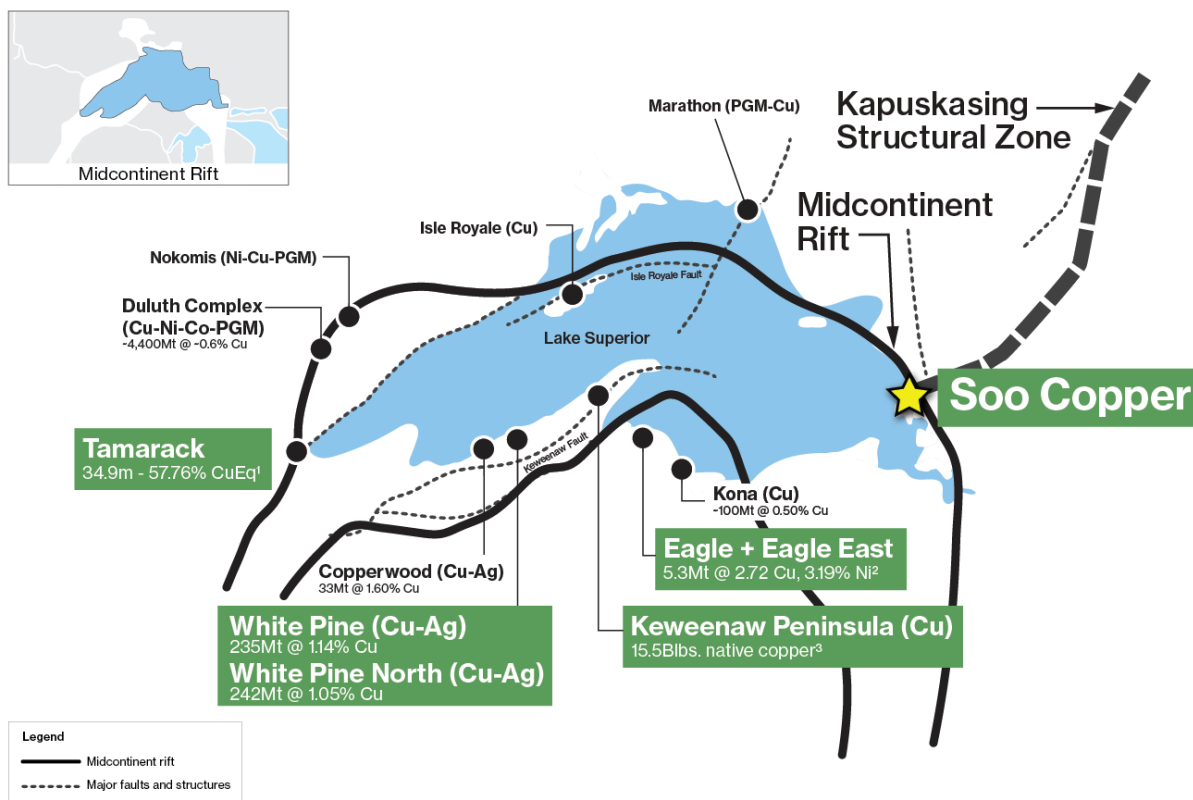


Figure 3: Deposits in the Mid Continental Rift zone. Near Lake Superior, Ontario, Canada

The Soo Copper Property is situated within the Mamainse Point Formation of the Keweenawan Group within the Proterozoic Southern Province, on the eastern edge of the Mid Continental Rift. The western and central part of the property straddles the NNW trending unconformity between the Mamainse Point Formation to the west and rocks of the Batchewana Greenstone Belt of the Archean Superior Province to the east.

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### **SOO COPPER PROJECT PHASE 1 EXPLORATION CAMPAIGN**

Phase 1 exploration at Soo Copper began in June 2024 with the establishment of a field base in Batchewana Bay and the launch of an extensive soil sampling and mapping program across a 23 km<sup>2</sup> area. Soil sampling revealed clear trends of elevated copper mineralization and identified several new areas of interest that guided follow-up mapping and prospecting. This work led to multiple discoveries of copper and molybdenum sulphide mineralization in surface outcrop, reported in an October 29, 2024 press release.

Concurrent with the soil sampling program, the Company completed a 3,777 line-km property-wide helicopter survey to collect high-resolution magnetic, radiometric, and LiDAR data. These datasets were integrated into a 3D geological model to support interpretation of the known copper-molybdenum porphyry and breccia systems and to refine targets for future drilling. The magnetic data helped pinpoint key geological units, including mafic volcanics closely associated with copper sulphide accumulation and higher-grade porphyry-style mineralization.

Field testing of geophysical targets also advanced, leading to the identification of new outcrops containing porphyry-style veining similar to that at Jogran. Samples were collected and submitted for assay. Ongoing interpretation of LiDAR, magnetics, ZTEM, VTEM, radiometrics, and historical data continued to refine target areas with the potential to host large-tonnage, economically significant copper mineralization. Early mapping identified numerous copper sulphide showings, including chalcopyrite, bornite, and associated molybdenite.

#### ***HIGH GRADE SAMPLES FROM SOIL SAMPLING***

The Company discovered new high-grade copper and molybdenum sulphide mineralization across multiple surface outcrops at Soo Copper, with samples grading up to 15.9% Cu and 4.84% Mo and averaging 1.96% Cu across 31 samples. Mineralization occurred in porphyry-style veins, breccias, and disseminated zones, and several outcrops were sampled systematically by the exploration team.

At the Cave Showing, located 240 m south of the Jogran Porphyry, copper- and molybdenum-bearing veins occur in multiple orientations across a more than 5-metre-wide exposure. Steep veins returned values between 2.39% and 15.9% Cu, while flatter veins carried higher molybdenum values. Evidence of multiple veining events and magnetite-rich copper veins suggests proximity to a copper-magnetite-rich potassic core.

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Farther south, the Moly Vein returned 1.74% Cu, 4.84% Mo, and 3.04 g/t rhenium, consistent with rift-related porphyry systems where molybdenum and rhenium enrichment are closely linked.

A newly identified hydrothermal quartz-magnetite-sulphide vein located southwest of the Moly Vein returned copper values from 2.00% to 15.44% and gold values up to 1.34 g/t. The vein's magnetite-rich composition and copper sulphide content indicate formation during the high-temperature prograde stage of porphyry mineralization. Similar styles of copper-rich magnetite veins were intersected in historical drilling over 1 km away.

Collectively, the distribution of copper-rich veins, strong alteration of mafic volcanics, and widespread sulphide occurrences suggest the presence of a substantial, untested copper-rich potassic core beneath this high-priority area.

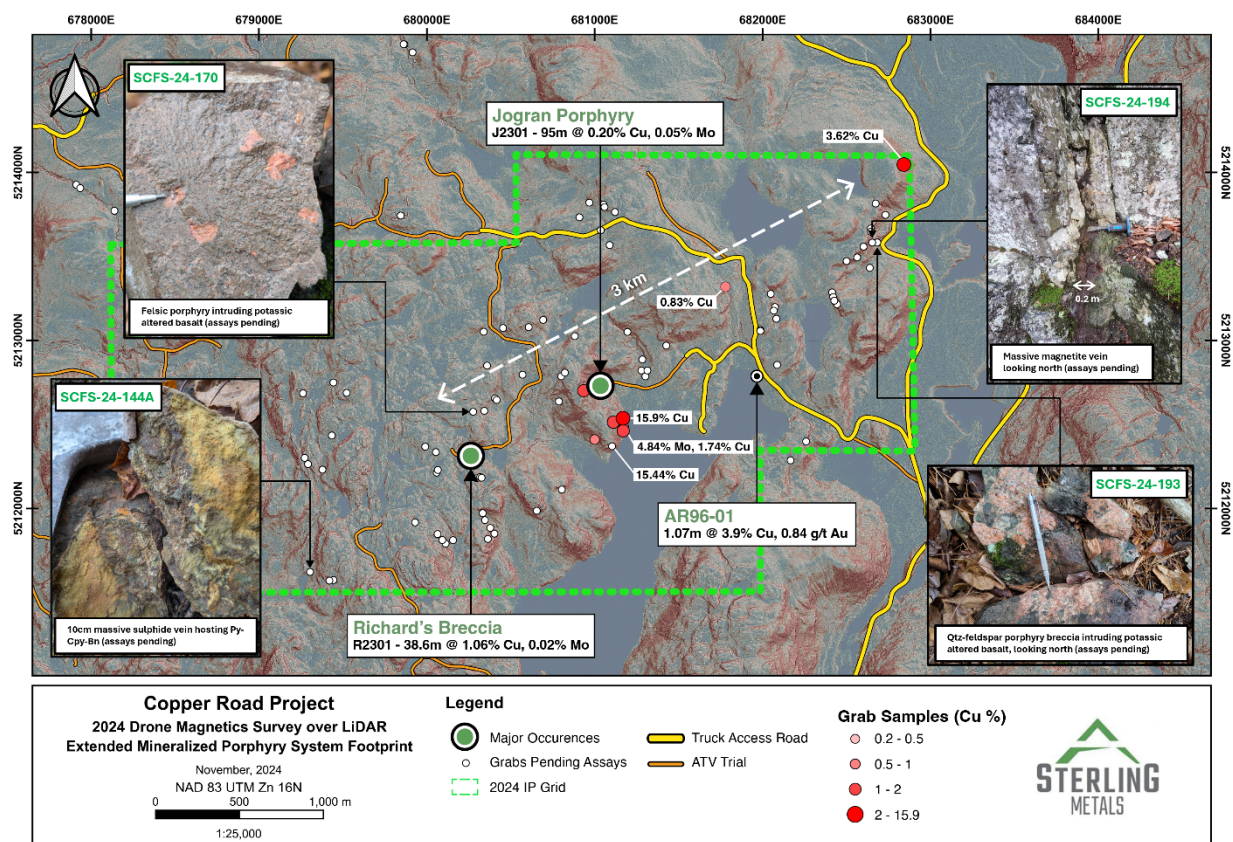


Figure 4: Surface sampling results from 2024 field work highlighting emerging mineralized footprint of porphyry system.

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#### ***3D IP SURVEY AND INAUGURAL DRILLING COMPLETED***

The Company completed a 3D Induced Polarization survey over a 15 km<sup>2</sup> (5 km × 3 km) high-priority area at the center of the Soo Copper Project, targeting chargeability anomalies associated with sulphide mineralization. Testing of historical drill core confirmed that copper sulphides produce a strong chargeability response. Preliminary results received in November guided focused mapping and prospecting, leading to the discovery of new mineralized outcrops southwest of Richards Breccia and improving the geological understanding of the central corridor.

The survey outlined multiple near-surface chargeable bodies and resistivity lows that correlate with copper occurrences in both historical drilling and surface outcrops. Numerous zones appeared interconnected, pointing to a possible porphyry center at depth consistent with regional ZTEM signatures. Priority targeting was narrowed to a 2.5 km × 1.5 km × 1.5 km zone where IP anomalies, resistivity lows, magnetic signatures, and copper-bearing surface samples converge. Several chargeability zones extend hundreds of metres to over a kilometre in size, with geophysical responses suggesting multiple intrusive bodies and deeper porphyry source chambers capable of hosting extensive copper-molybdenum mineralization.

The Company integrated IP, drone magnetics, soil sampling, mapping, prospecting, historical drilling, and property-wide geophysics to refine a robust suite of drill targets in an area that, despite being situated between two past-producing mines, had never been systematically explored or drilled below 200 metres.

Following these results, the Company launched its inaugural drill program of up to 2,000 metres on March 26, 2025, designed to test near-surface copper zones and their potential connection to a deeper porphyry system. Drilling focused on key targets within the central corridor, and Phase 1 was completed on May 5, 2025.

The first hole, MJ-25-01, confirmed a robust porphyry Cu-Mo-Au-Ag system with a high-tenor bornite-rich potassic core hosted in permeable mafic volcanics, remaining open along strike and at depth. Follow-up holes expanded this zone: CH-25-01, drilled 1 km west, intersected disseminated copper sulphides on the outer edge of the system; MJ-25-02 intersected the GFP Porphyry dyke at 254 m and returned 38 m of 0.59% CuEq within bornite-rich volcanics, along with an 83 m interval averaging 396 ppm Mo; and MJ-25-03 confirmed the eastern extension of the system, intersecting the targeted dyke and strong chalcopyrite mineralization. Together, the four holes demonstrated that a well-mineralized porphyry system extends along an east-west structural corridor at least 3 km long and 1 km wide, with drilling to date testing only its northernmost, shallow edge.

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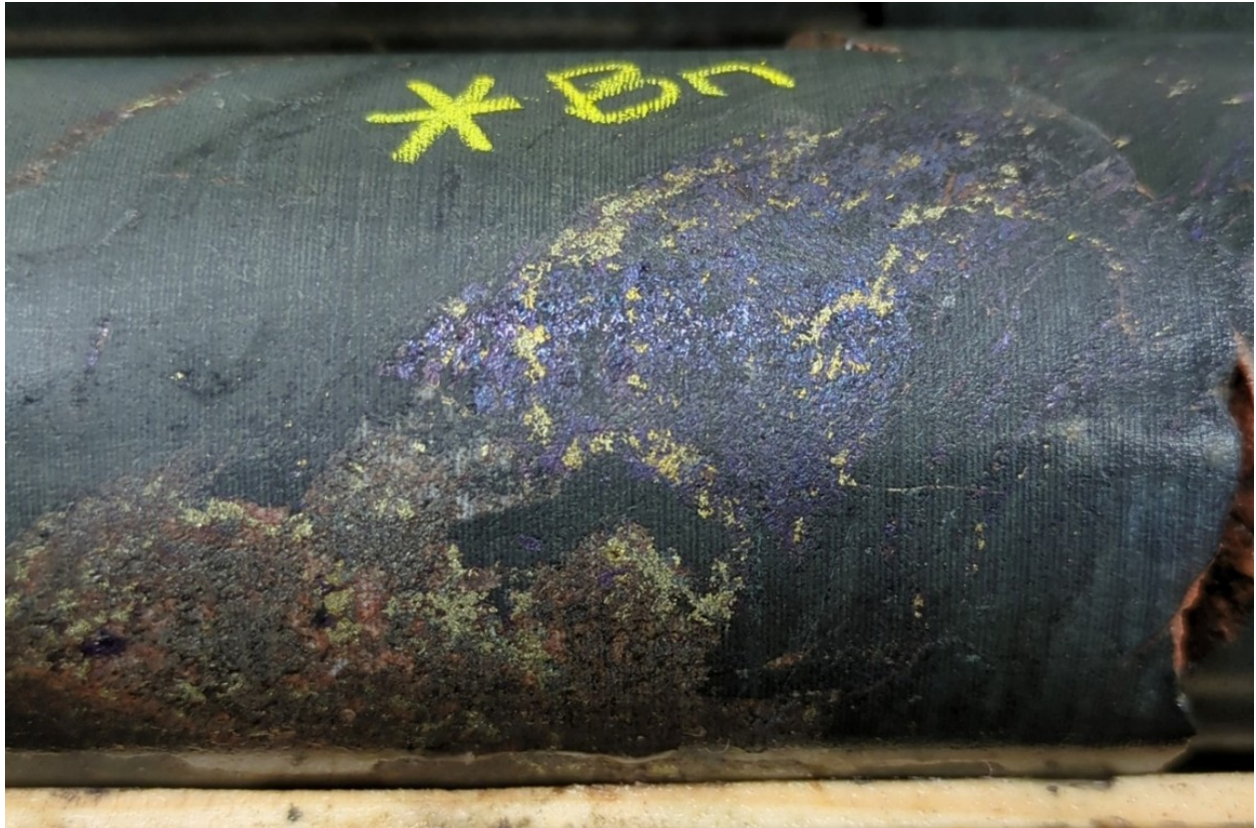


Figure 5. Bornite-chalcopyrite mineralization at 264.9m depth in MJ-25-01 grading 2.95% Cu, 0.442 g/t Au and 24 g/t Ag over 0.6m. Hosted by strongly biotite-chlorite altered mafic tuff volcanics adjacent to early stage GFP Porphyry.

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Figure 6. Intensely veined and newly discovered, early stage GFP Porphyry at 267m depth grading 0.68% Cu, 0.02% Mo, 0.19 g/t Au and 4.2 g/t Ag. Split NQ core (4.8cm wide).

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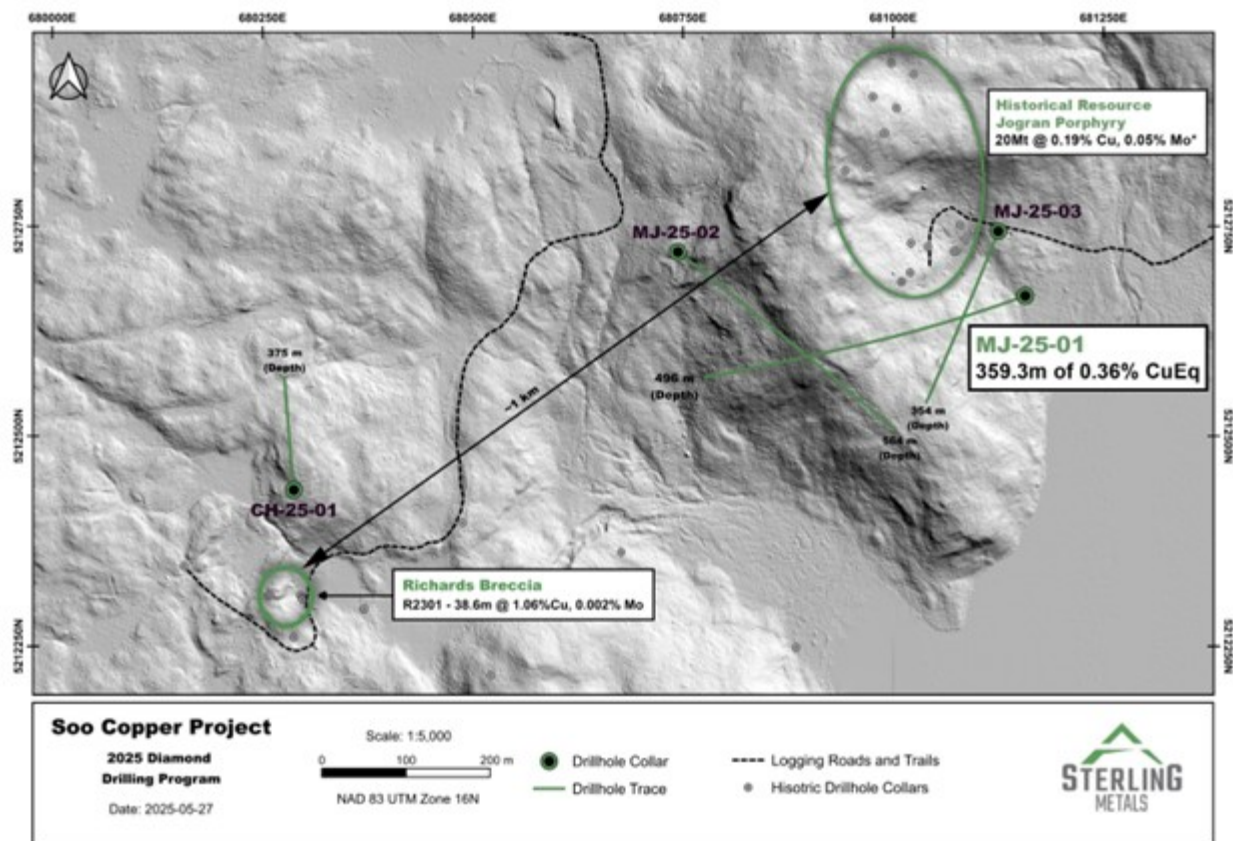


Figure 7. Hole locations from Sterling Metals inaugural drilling at the Soo Copper Project.

Table 1. Mineralization intervals from MJ-25-01

Zone	Start	End	Length	Cu %	Mo%	Au g/t	Ag g/t	CuEq %
Overburden	0	13.3	13.3	No sample taken				
Entire Hole	13.3	496.0	482.8	0.21	0.008	0.03	1.1	0.28
Including	14.3	373.5	359.3	0.26	0.011	0.05	1.4	0.36
Including	14.3	89.5	75.2	0.38	0.021	0.09	2.4	0.56
Bornite 1	249.6	290.0	40.4	0.36	0.002	0.05	1.9	0.43
Bornite 2	347.0	373.5	26.5	0.47	0.003	0.07	2.0	0.56

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Intervals may not represent true widths which are not yet known and capping has not been applied to grades. CuEq grade calculations for reporting assumes 3-month average metal prices of US\$4.3/lb Cu, US\$20.6/lb Mo, US\$3305/oz Au and US\$33/oz Ag and recoveries of 90% Cu, 85% Mo, 70% Au, 60% Ag. Recoveries used are from recent test work on the Solaris, Warintza Project in Peru which is a similar style mineralization to Copper Road. See “Mineral Resource Estimate Update - NI 43-101 Technical Report, Warintza Project, Ecuador” with an effective date of July 1, 2024, and available on SEDAR+ under Solaris Resources profile.

Table 2. Mineralization intervals for the remaining three holes of the four-diamond drill hole program.

Hole	From (m)	To (m)	Length (m)	Cu (%)	Mo (ppm)	Au (g/t)	Ag (g/t)	CuEq (%)
<b>CH-25-01</b>	<b>73</b>	<b>180.5</b>	<b>107.5</b>	<b>0.26</b>	<b>2.3</b>	<b>0.035</b>	<b>1.16</b>	<b>0.31</b>
Including	123.42	180.5	57.08	0.42	3.7	0.053	1.50	0.48
<b>Including</b>	<b>150.2</b>	<b>180.5</b>	<b>30.3</b>	<b>0.64</b>	<b>5.7</b>	<b>0.081</b>	<b>1.85</b>	<b>0.74</b>
<b>MJ-25-02</b>	<b>146</b>	<b>538</b>	<b>392</b>	<b>0.18</b>	<b>94.9</b>	<b>0.021</b>	<b>0.9</b>	<b>0.25</b>
<b>Including</b>	<b>146</b>	<b>344</b>	<b>198</b>	<b>0.25</b>	<b>12.2</b>	<b>0.032</b>	<b>1.2</b>	<b>0.30</b>
<b>Bornite 1</b>	<b>234</b>	<b>272</b>	<b>38</b>	<b>0.49</b>	<b>30.1</b>	<b>0.075</b>	<b>2.7</b>	<b>0.59</b>
Moly Core	476	559	83	0.06	396	0.007	0.5	0.25
<b>MJ-25-03</b>	<b>10</b>	<b>354</b>	<b>344</b>	<b>0.13</b>	<b>184.5</b>	<b>0.026</b>	<b>1.1</b>	<b>0.24</b>
<b>Including</b>	<b>186</b>	<b>306</b>	<b>120</b>	<b>0.23</b>	<b>35.9</b>	<b>0.045</b>	<b>1.5</b>	<b>0.30</b>
<b>Bornite 2</b>	<b>222.8</b>	<b>235</b>	<b>12.2</b>	<b>0.43</b>	<b>91.2</b>	<b>0.095</b>	<b>2.8</b>	<b>0.57</b>
<b>Bornite 3</b>	<b>263</b>	<b>283</b>	<b>20</b>	<b>0.39</b>	<b>63.4</b>	<b>0.075</b>	<b>2.7</b>	<b>0.51</b>

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**Table 3. Hole locations, direction and final depths.**

Hole ID	Easting	Northing	Elevation	Depth (m)	Dip	Azimuth
MJ-25-01	681157	5212667	421	496	-47	250
CH-25-01	680287	5212436	507	375	-70	0
MJ-25-02	680744	5212719	474	564	-54	127
MJ-25-03	681125	5212744	421	354	-53	199

### SOO COPPER PROJECT PHASE 2 EXPLORATION CAMPAIGN

Sterling Metals launched its Phase II exploration campaign in August 2025, following the strong results from its initial drilling at the Soo Copper Project. The program, announced as a 3,000–5,000 metre drill campaign, was designed to follow up on the Company’s first confirmed porphyry-style mineralization and to test the broader east–west structural corridor highlighted by new geophysical work. Through the Phase II holes, Sterling consistently intersected copper and molybdenum sulphides, confirming that the system extends laterally and remains open at depth. Combined with updated geophysical interpretations, core relogging, and expanded soil and prospecting work, the results showed that the mineralized trend covers at least 3 km by 1 km, with drilling so far only touching the northern and shallow edge of the system.

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The Company announced in a press release on September 29, 2025, a significant discovery at the Soo Copper Project with drill hole MEPS-25-02, which intersected 262.5 metres grading 1.05% CuEq, starting at 47.5 m downhole. Within that, a high-grade zone of 68.3 metres at 3.25% CuEq was identified starting at 179.7 m. A gold rich interval of 9.3 metres at 19.8% CuEq was also reported. Highlights included 33% Cu over 0.55 m at 220.45 m and 21.3% Cu with 196 g/t Au over 0.6 m at 219.85 m. The mineralization begins near surface, featuring bornite- and chalcopyrite-rich zones, with no pyrite or pyrrhotite in the reported section, indicating a high-tenor copper-gold system. The discovery hole validated the Company's targeting model and set the foundation for expanding the porphyry copper-molybdenum system at the project. The program has since been expanded to 6,000m, and drilling is ongoing.

**Table 4. Phase 2 Drilling Mineralization Intervals**

Hole	From	To	Length	Cu %	Mo%	Au g/t	Ag g/t	CuEq %
<b>MEPS-25-01</b>	Results pending							
<b>MEPS-25-02</b>	5	341	336	0.43	0.004	0.39	2.75	0.85
<b>Including</b>	47.5	310	262.5	0.52	0.005	0.49	3.15	1.05
<b>Including</b>	179.72	248.0	68.28	1.39	0.007	1.83	8.46	3.25
<b>Including</b>	181.25	181.65	0.4	13.3	0.0003	1.03	22.9	14.5
<b>Including</b>	215.6	224.75	9.15	6.80	0.008	13.20	46.26	19.81
<b>Including</b>	219.85	220.45	0.6	21.3	0.0002	196	168	209.0
<b>Including</b>	220.45	221	0.55	33	0.0002	0.342	210	35.3

*Intervals may not represent true widths which are not yet known and capping has not been applied to grades. CuEq grade calculations for reporting assumes spot metal prices September 23, 2025 metal prices of US\$4.49/lb Cu, US\$25.18/lb Mo, US\$3750/oz Au and US\$43.82/oz Ag*

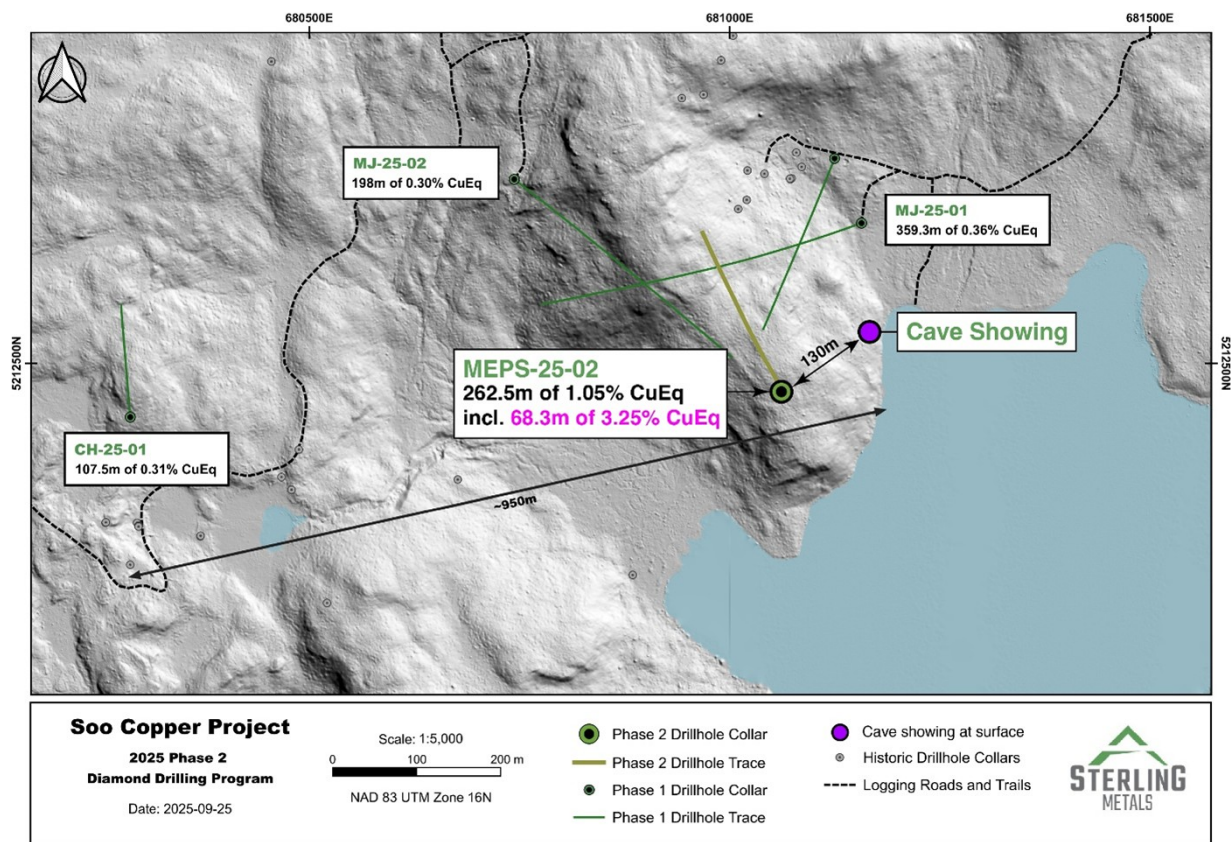
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and recoveries of 90% Cu, 85% Mo, 70% Au, 60% Ag. Recoveries used are from recent test work on the Solaris, Warintza Project in Peru which is a similar style mineralization to Copper Road. See “Mineral Resource Estimate Update - NI 43-101 Technical Report, Warintza Project, Ecuador” with an effective date of July 1, 2024, and available on SEDAR+ under Solaris Resources profile.



**Figure 8 MEPS-25-02 and hole locations from Sterling Metals inaugural drilling at the Soo Copper Project.**

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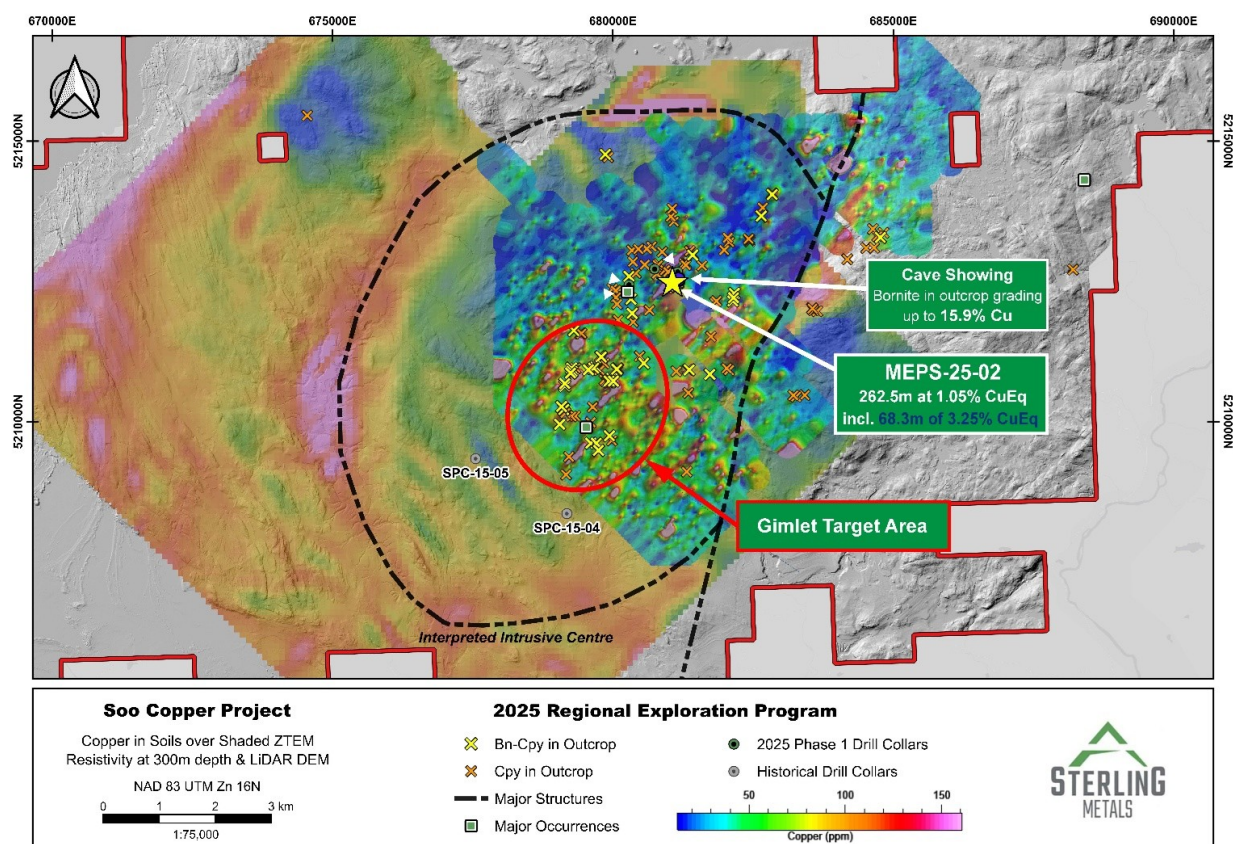
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***EXPANDED REGIONAL SOIL SAMPLING HIGHLIGHTS A NEWLY DEFINED CORRIDOR MORE THAN 6 KM LONG***

In its October 8, 2025 update, Sterling Metals Corp. reported that its summer field program at the Soo Copper Project identified extensive bornite- and chalcopyrite-rich outcrops over a newly defined corridor more than 6 km long. Alongside the mapping and sampling effort—which included 1,323 new soil samples and 122 new copper-soil anomalies—the Company collected 93 copper-bearing rock samples, of which 38 contained bornite, over a 2 km zone at the “Gimlet” target area, located over 2 km from the collar of its high-grade drill hole, MEPS-25-02.



**Figure 9 Soo Copper Project, surface sample locations over copper in soils map, over regional ZTEM survey (resistivity) and Lidar.**

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***EXPANSION OF BORNITE ZONE***

In its January 15, 2026, update, the Company reported additional assay results from its 2025 drill program, which expanded a continuous zone of porphyry copper mineralization at the Soo Copper Project, including the extension of a high-grade bornite-rich core initially identified in discovery drilling.

***COMMENCEMENT OF 2026 DRILL PROGRAM AND EARLY RESULTS***

On February 19, 2026, the Company commenced its 2026 drill program, planned for a minimum of approximately 20,000 metres. The program is designed to delineate the scale of the MEPS discovery while advancing additional targets, including testing mineralization along strike and at depth supported by geophysical data.

Subsequent step-out and infill drilling confirmed approximately 400 metres of continuous east–west strike mineralization within the MEPS zone. Drilling also expanded the high-grade bornite zone and increased confidence in the continuity and overall scale of mineralization.

During the period, exploration efforts also led to the discovery of a copper-molybdenum porphyry stock located approximately 1.5 km from the MEPS discovery, supporting the interpretation of a broader district-scale porphyry system at the Soo Copper Project.

Additional drill results returned broad intervals of copper mineralization and identified a new bornite-covellite zone, further supporting the presence of multiple mineralized centres and refining the Company’s evolving geological model, see Figure 10 for highlight intercepts from recent drilling, surrounding the MEPS Discovery.

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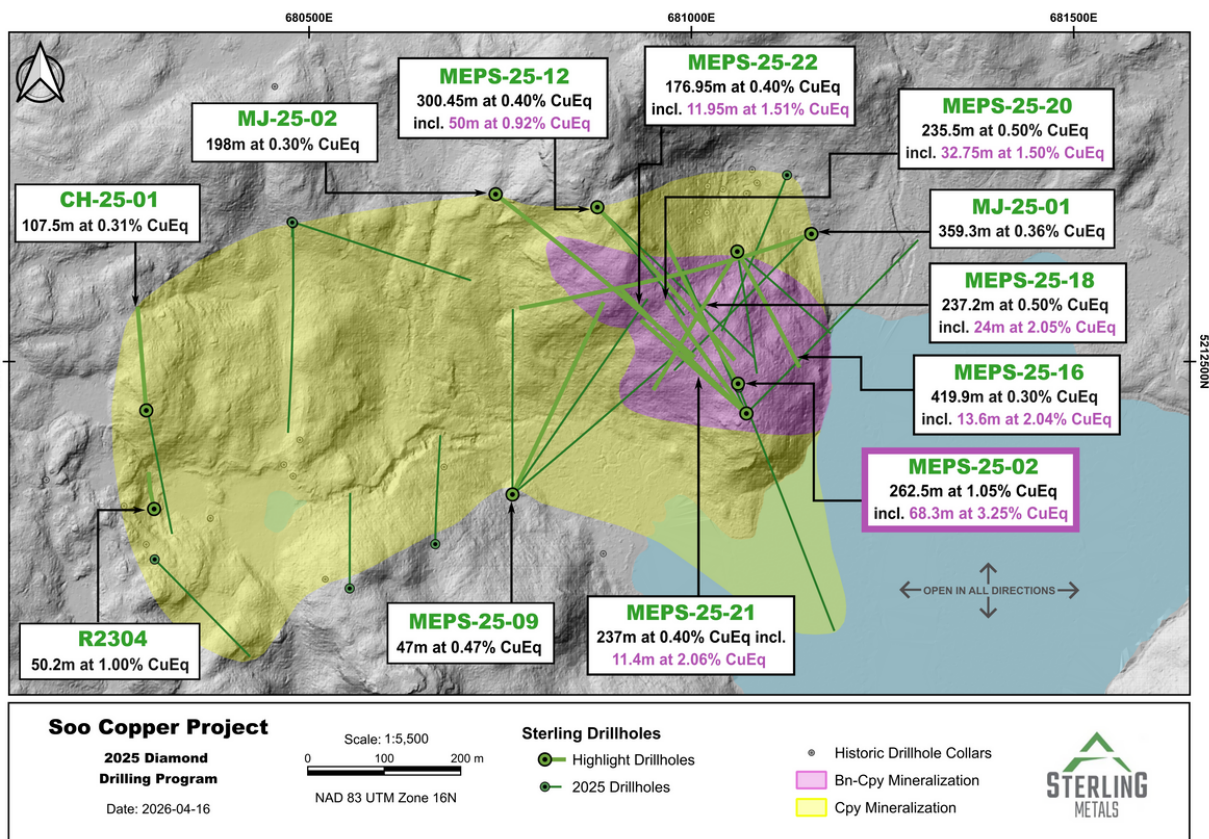


Figure 10 Soo Copper Project, drill hole highlights.

### QUALITY ASSURANCE/QUALITY CONTROL – SAMPLING PROCEDURES

Soil samples were collected in areas containing available *in situ* material and areas such as wetlands were avoided. The soil samples consisted of 300-500 g of material collected from the B-horizon using a hand auger and stored in kraft bags. Samples were photographed, described, and final locations were recorded using a handheld GPS. The samples were air dried, sieved to an optimal fraction, split, packed into soil cups, covered with thin-film, and analyzed using a Vanta handheld XRF in a stationary setup. Internal quality control and quality assurance consisted of the insertion of certified reference materials and blank materials every 20-30 samples, and a duplicate analysis approximately every 50th sample. Procedural protocols were implemented at all stages of sample handling to prevent cross-contamination and external contamination of samples. A 10% subset of samples were selected from the survey and sent to SGS for analysis using a sodium peroxide fusion digest followed by ICP-OES/ICP-MS for lab verification.

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Rock samples were bagged and labelled in the field, photographed, described, and assigned a coordinate using a handheld GPS. Samples were sent to SGS to be crushed, split and pulverized for analysis. Analysis included a sodium peroxide fusion digest followed by ICP-OES/ICP-MS. Ore grade and gold analysis were completed using fire assay, followed by an ICP-MS/ICP-AES finish. Certified reference materials and blank materials were inserted approximately every 20 samples by the laboratory.

Analytical services were provided by Actlabs, which is an independent, CALA- and SCC-accredited analytical services firm registered to ISO 17025 and ISO 9001 standard. Drill core samples were logged and split in half with a diamond core saw. Half-core samples were securely stored at the core logging facility until being delivered to Actlabs North Bay lab by commercial transport. Samples were crushed (< 7 kg) up to 90% passing 2mm (10 mesh), riffle split to 250 g and pulverized by mild steel to 95% passing 105µm (150 mesh). Samples splits underwent a 4-acid near total digestion followed by a multi-element analysis, including base metals, using an ICP method for 35 elements. Selected sample pulps were then analyzed for gold using a 30 g aliquot mixed with fire assay fluxes and Ag as a collector, placed in a fire clay crucible, gradually heated to 1060°C for 60 min, and followed with an AA finish.

Laboratory QA/QC for the ICP analysis was 14% for each batch, including 5 method reagent blanks, 10 in-house controls, 10 samples duplicates, and 8 certified reference materials. An additional 13% QA/QC was performed as part of the instrumental analysis to ensure quality in the areas of instrumental drift. Laboratory quality control for the gold fire assay included two blanks per 42 samples, three sample duplicates and 2 certified reference materials, one high and one low (QC 7 out of 42 samples). In-house QA/QC included the systematic insertion of blanks, duplicates, and certified reference materials (CRM).

Sterling Metals acknowledges that its exploration activities are conducted on the traditional lands of the First Nations and Métis Peoples of the North Shore of Lake Superior. The Company recognizes and respects the longstanding and diverse relationships Indigenous Peoples have with the land and are committed to engaging in a manner that is respectful, transparent, and inclusive.

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#### **ADELINE COPPER-SILVER PROJECT**

##### **PROPERTY PAYMENT**

On March 6, 2023, the Company entered into an option agreement (“Adeline Property Option Agreement”) with Chesterfield Resources Plc, and its wholly owned subsidiary, Chesterfield (Canada) Inc. (collectively “Chesterfield”) to purchase from Chesterfield, 100% of the Adeline Copper-Silver Project in Labrador. In consideration for the purchase of the Project, on signing of the Definitive Agreement (the “Agreement”), the Company made a cash payment of \$100,000.

On approval of the transaction by the TSX Venture Exchange on March 23, 2023, the Company issued 450,000 common shares of the Company, to Chesterfield Resources Plc., and made an additional cash payment of \$300,000 to Chesterfield (Canada) Inc. On June 18, 2024, the Company completed the renegotiation of the option agreement and paid \$200,000 in cash (paid July 4, 2024) and issued an additional 850,000 common shares to Chesterfield Resources Plc. (issued July 10, 2024) and now owns a 100% interest in the Adeline Copper-Silver Project.

##### **PROPERTY LOCATION**

Comprised of roughly 30,000 hectares and a 44 km strike of copper-silver-rich terrain, the Adeline project is located in Labrador, Canada, close to road, rail, and power infrastructure and within 500 km of the Sail Pond project, allowing for strong economies of scale for exploration (Figure 11).

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Figure 11: Adeline Project Location in Labrador, Canada.

## GEOLOGICAL SETTING

### REGIONAL TECTONIC AND GEOLOGICAL SETTING

Most of Labrador constitutes the northeastern edge of the Precambrian Canadian Shield and consists predominantly of intrusive and high-grade metamorphic rocks which record the geological evolution of the region from about 3.85 Ga to 0.6 Ga (Wardle and Wilton, 1995). The region contains five main components (Figure 12) the Archean Nain Province to the northeast, 2) the Archean Superior Province to the west, 3) the ca. 2.1-2.8 Ga Churchill Province, sandwiched between the Nain and Superior province in north-central to central Labrador, 4) the Makkovik

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Province (ca. 2.0-1.8 Ga) along the southern margin of the Nain Province, and 5) the Grenville Province (ca. 1.7-1.0 Ga) all along the southern margin of Labrador (Wardle and Wilton, 1995).

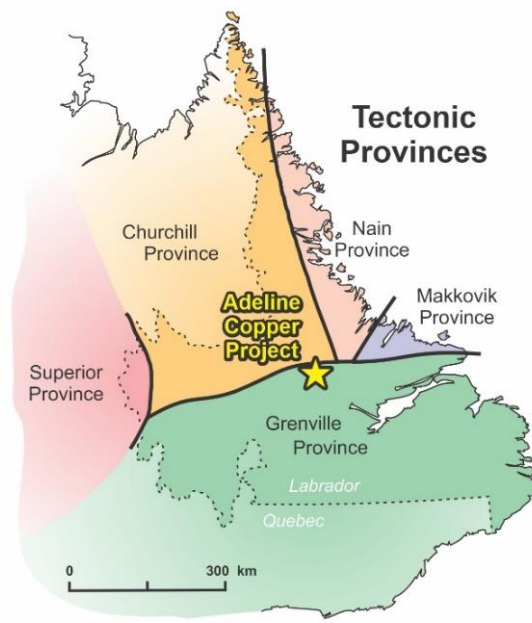
Rocks of the Grenville Province are separated from the other structural provinces by the Grenville Front, an east-west-trending allocthonous zone that truncated and tectonically reworked rocks located in the pre-Grenvillian Provinces during the Grenville Orogeny between 1.3 Ga and 1.0 Ga. The Grenville Front has strong regional magnetic and gravity geophysical expressions and marks the break between typically higher-grade metamorphism on the Grenville Province side of the Front.

The Seal Lake Group represents a Mesoproterozoic supracrustal successor sequence that formed on the southern edges of the Nain-Makkovik craton. Rocks within the Seal Lake Group constitute shallow-marine to continentally-derived sedimentary units and flood basalts along with voluminous diabase sills, which were subsequently deformed during the ca. 1000-Ma Grenville Orogeny. The age of the Seal Lake Group has been constrained by zircon and baddeleyite age dates from sills at between 1224-1250 Ma (Romer et al., 1995). Perrelló et al. (2017) dated molybdenite from the Seal Main Showing at 1084±5.1 Ma. Wilton and Selby (2017) likewise Re-Os dated molybdenite from the Whisky Lake Showing at 1069.6 ± 4.7 Ma and 1064.6 ± 5.1 Ma.

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**LEGEND**  
(not all units are in stratigraphic order)

Quaternary	Widespread till and fluvioglacial sand deposits not shown on map	
Exposures of Post-Cambrian rocks are too small to be shown on this map		
Cambro-Ordovician C	Csb	Sandstone, basalt and limestone of the Belle Isle Straits area
570 Ma NEO-PROTEROZOIC P <sub>2</sub>	P <sub>2s</sub>	Sandstone and conglomerate of the Lake Melville rift system
1000 Ma	P <sub>2gg</sub>	Late to posttectonic granite plutons
	P <sub>2sv</sub>	Red sandstone, shale and basalt
	P <sub>2pa</sub>	Peralkaline/alkaline intrusions & volcanic rocks
MESO-PROTEROZOIC (Grenville, Nain and Churchill provinces) P <sub>2</sub>	P <sub>2g</sub>	Granite plutons and foliated equivalents in Grenville Province
	P <sub>2m</sub>	Gabbroic plutons
	P <sub>2an</sub>	Anorthosite plutons
	P <sub>2g-gn</sub>	Foliated to gneissic granitoid plutonic rocks (in SE Grenville province)
PALEO- and/or MESO-PROTEROZOIC 1600 Ma	P <sub>1P2gn</sub>	Gneisses of uncertain and possibly mixed age
	P <sub>1vs</sub>	Felsic volcanic rocks
	P <sub>1g</sub>	Granite plutons
	P <sub>1m</sub>	Gabbroic plutons
	P <sub>1an</sub>	Anorthosite plutons
	P <sub>1sgn</sub>	Metasedimentary gneiss
	P <sub>1ggn</sub>	Granitoid gneiss (metaplutonic rocks)
1800 Ma	P <sub>1g</sub>	Granite plutons
	P <sub>1v</sub>	Felsic volcanic/volcanic rocks
	P <sub>1m</sub>	Gabbro sills
	P <sub>1s</sub>	Shale-sandstone, quartzite dolomite, ironstone and basalt
	P <sub>1b</sub>	Mafic volcanic and metavolcanic rocks
	P <sub>1sgn</sub>	Metasedimentary gneiss
	P <sub>1gn</sub>	Tonalitic orthogneiss
ARCHEAN and/or PALEO-PROTEROZOIC 2500 Ma	AP <sub>1gn</sub>	Tonalitic and minor metasedimentary gneiss of predominantly Archean age reworked in Paleoproterozoic
	A <sub>g</sub>	Granite plutons
	A <sub>an</sub>	Anorthosite plutons
	A <sub>v</sub>	Mafic metavolcanic and metasedimentary rocks
	A <sub>sgn</sub>	Metasedimentary gneiss
	A <sub>gn</sub>	Tonalitic orthogneiss and lesser metasedimentary gneiss



**Map Symbols**

- Geological contact
- Thrust Fault
- Normal Fault
- Tear Fault (sinistral, dextral)
- Major mineral deposit
- Mine or Quarry

**Map Abbreviations**

- RM Rare Earth Metals
- Ni Nickel
- Lab Labradorite
- Cu Copper
- Mo Molybdenum
- Fe Iron
- Be Beryllium
- U Uranium

- Symbols
- Sedimentary, volcanic rocks
  - Intrusive rocks

Figure 12: Labrador Regional Geology.

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#### **PROPERTY GEOLOGY**

The Property is entirely underlain by the Seal Lake Group (Robinson, 1954; Brummer and Mann, 1961; Baragar, 1981) which comprises a Mesoproterozoic volcano-sedimentary sequence covering an area of approximately 10,000 km<sup>2</sup> in central Labrador (Figure 13). The Seal Lake Group is the youngest of six Proterozoic supracrustal sequences that are collectively known as the Central Mineral Belt ("CMB") (Wilton, 1996). The Seal Lake Group lies near the junction between the Churchill, Nain, and Grenville geological provinces. The Seal Lake Group unconformably overlies several older terranes, complexes, suites, and undifferentiated basement rocks ranging from the Archean to the Mesoproterozoic (Wardle et al., 1997).

The Seal Lake Group has been subdivided into six formations (Evans, 1952; Brummer and Mann, 1961) as listed in Table 7-1. The formations, from youngest to oldest, are the: 1) Upper Red Quartzite Formation, 2) Adeline Island Formation, 3) Salmon Lake Formation, 4) Whisky Lake Formation, 5) Wuchusk Lake Formation and 5) Bessie Lake - Majoqua Lake Formation. The Majoqua Lake Formation and the Bessie Lake Formation are considered stratigraphic equivalents. However, the Majoqua Lake Formation, exposed along the northern limb of the regional syncline, is weakly deformed whereas the southern, basal Bessie Lake Formation is strongly deformed (Brummer and Mann, 1961).

The overall thickness of the Seal Lake Group is postulated to range from 5,280 m (Knight, 1972) to 14,000 m (Baragar, 1981). The effects of folding and thrusting render the estimation of thickness difficult.

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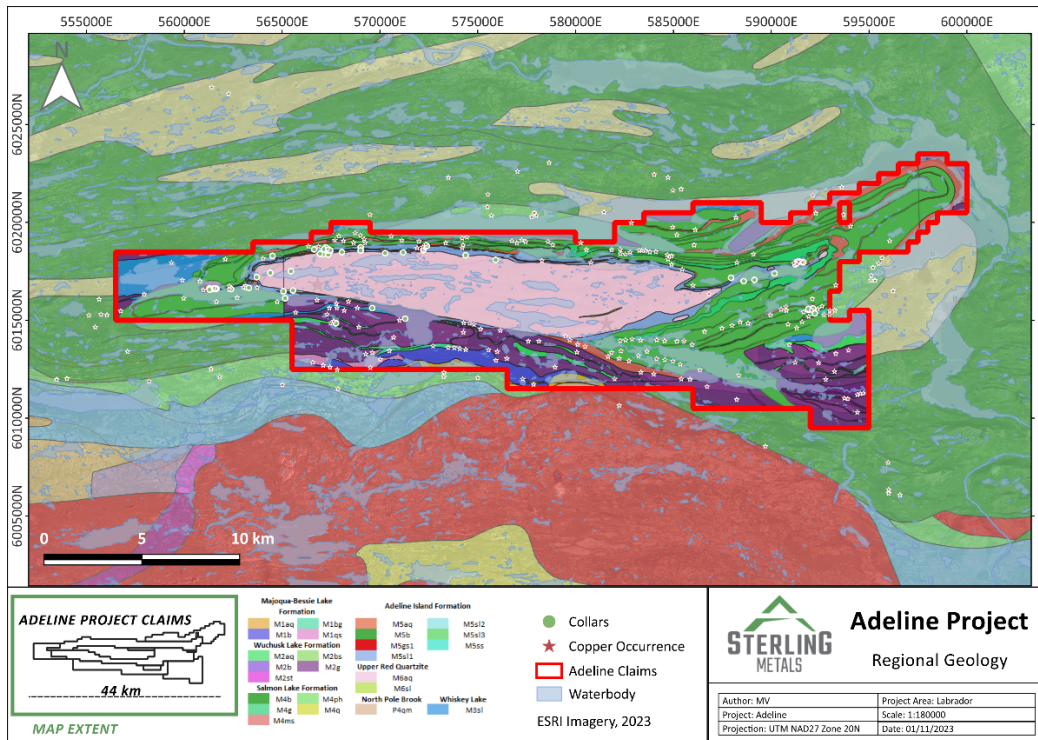


Figure 13: Adeline Project Property Geology.

**RECENT EXPLORATION WORK AT ADELINE PROJECT**

Possessing a robust early-stage exploration database including regional airborne magnetics, ground Induced Polarization (IP), extensive geological mapping and over 250 surface samples assaying as high as 26.9% copper (Cu), Adeline exhibits strong geological comparisons with preferred epigenetic sediment-hosted copper systems such as those which host the Udokan mine, one of the largest global copper deposits. In addition to the land package, the Project has a pipeline of exploration targets at different stages of development including two drill-ready targets at two key prospects, one of which has returned an encouraging intercept of 1.76% Cu and 58.2 g/t Ag over 7.9 m on the edge of a large chargeability anomaly (2011, Playfair hole SL-11-10).

The inaugural drill program was completed in October 2023 with results announced on December 8, 2023. The highlights include:

A total of 1,930 meters of drilling was completed in 11 drill holes focused on testing the Ellis Main prospect (“Ellis”) and the Whiskey target. In addition to the drilling campaign, the Company completed a surface sampling program from outcrops in the Whiskey area.

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- Inaugural drilling across the 44km x 7km basin tested two initial targets on opposite ends of the basin, with 10 of 11 holes intersecting copper mineralization, underscoring the robustness of the system (Figure 14)
- At Ellis, 8 holes tested the historic mineralized grey bed at depth and along strike with the following results as shown in Figure 14:
  - ELS-23-007 intersected an extensive copper zone over a 150m by 100m area, with 25m @ 0.24% Cu and 4.05 g/t Ag, including 2.6m @ 0.87% Cu and 11.54 g/t Ag
  - While the grey bed unexpectedly thinned, drilling intersection a mafic sill, a rock type differing from initial expectations, though typical in systems of this nature
  - Notably, visuals confirmed 6 copper minerals across this 25m wide zone with extensive copper oxides suggesting potential at depth of sulphide accumulations
- At Whiskey located 25km east of Ellis, 3 holes showed pinching of the grey bed with narrower mineralization including:
  - WHS-23-010 intersected 3.1m @ 0.96% Cu and 11.78 g/t Ag, including 0.7m @ 3.54% Cu and 46 g/t Ag
  - WHS-23-011 which intersected 2.1m @ 1.20% Cu and 16.43 g/t Ag and 0.6m @ 3.22% Cu and 46 g/t Ag
- Additionally, encouraging sampling of outcrops south of drilling in the Whiskey area showed additional emerging copper trends on the eastern portion of the basin with 17 samples grading higher than 0.5% Cu and up to 2.44% Cu
- Camp was winterized prior to demobilization and a drill remains on site for future drill program

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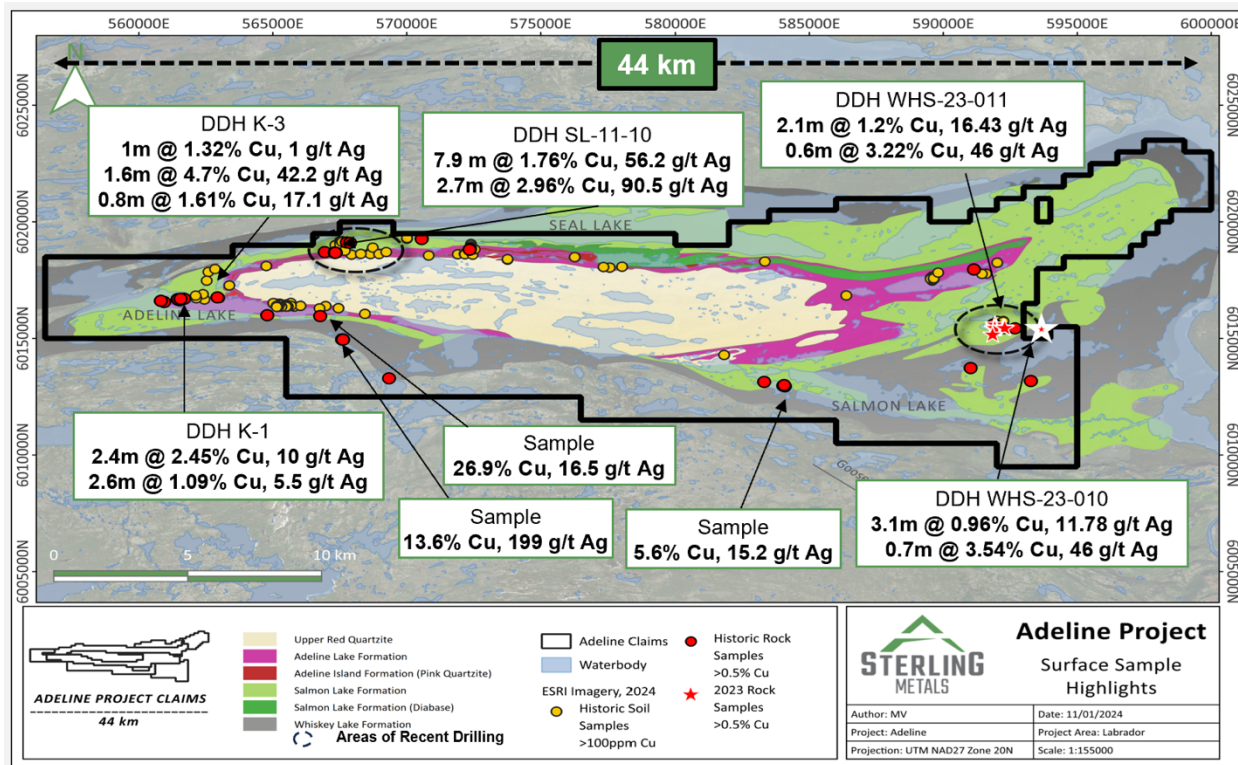


Figure 14: Select sample and diamond drill hole highlights at the Adeline Project covering the 44km basin.

The Adeline Project has many copper showings across the extent of the property, however, drilling and systematic exploration sparse over the 44km x 11km basin. In December 2023, the Company completed its inaugural drill program consisting of 11 holes with 10 holes intersecting copper mineralization, underscoring the robustness of the system. Figure 14 above shows select surface highlights from past drilling and sampling work conducted by predecessors, and the Company.

To assist in improved targeting and the identification of larger accumulation of copper sulfides, the Company examined several exploration initiatives including the role of hydrocarbons within the sedimentary rocks in triggering the accumulation of copper mineralization.

The Company has retained ALS GoldSpot Discoveries Ltd. to assist with a remote sensing interpretation of spaceborne multispectral data and a targeting study in a 687km<sup>2</sup> area. The purpose of the study is to:

- Acquire Worldview-3 spaceborne hyperspectral 16-bands remote sensing products at ~2m spatial resolution, then
- Conduct a mineral mapping and structural linework interpretation from the remote sensing products to delineate areas of high prospectivity and exploration potential.

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The Worldview-3 SWIR data spectral treatment allows for a redox conditions map of outcrops, differentiating the reduced organic matter-rich beds (hydrocarbon-rich) from the oxidized beds. Then, integrating the key marker horizons with relevant structures, derived from topography (interpreted during 2023 Phase 1), to assist in identification and ranking of targets. This exercise will benefit from the knowledge acquired from the Summer 2023 field campaign, including rock assays and descriptions.

Additional prospecting and soil sampling was carried out in June 2025 to further assist in identification and ranking of targets for future drill programs.

As of December 31, 2025, the Company recorded an impairment loss of \$4,740,252 against the carrying value of the Adeline Project after concluding that due to the lack of recent exploration activities and lack of planned exploration activities for the Adeline Project, indicated that the carrying value of the Adeline Project would not be recoverable. As such, the Adeline Project was impaired to a nominal amount of \$1. The impairment charge is a non-cash charge and may be reversed in future periods should market conditions warrant.

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### **SAIL POND PROJECT**



*Figure 154: Sail Pond Project Area Access Road and Trenching at Heimdall Zone, looking north.*

### **PROPERTY PAYMENT**

In consideration for the purchase of the Sail Pond Project, on signing of the Definitive Agreement (the “Agreement”), the Company issued 589,913 common shares of the Company on a post-consolidation basis, representing approximately, to Altius Resources Inc. (“Altius”). Altius also holds a 0.5% NSR royalty over the project. A 1.5% NSR is held by Mr. Tony Kearney, the initial finder of the Sail Pond asset of which 1% can be purchased from Mr. Kearney for \$1,000,000 by Altius.

Additionally, the Company issued 60,606 common shares to Altius on February 1, 2021, at a price of \$3.30 per common share. The issuance settled \$200,000 that was owing to Altius as part of the Company’s acquisition of the Sail Pond Project. The transaction was approved by the TSX Venture Exchange on October 2, 2020. Sterling Metals has earned 100% of this project by

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incurring over \$1,500,000 in exploration expenditures on the project prior to September 30, 2021.

### PROPERTY LOCATION

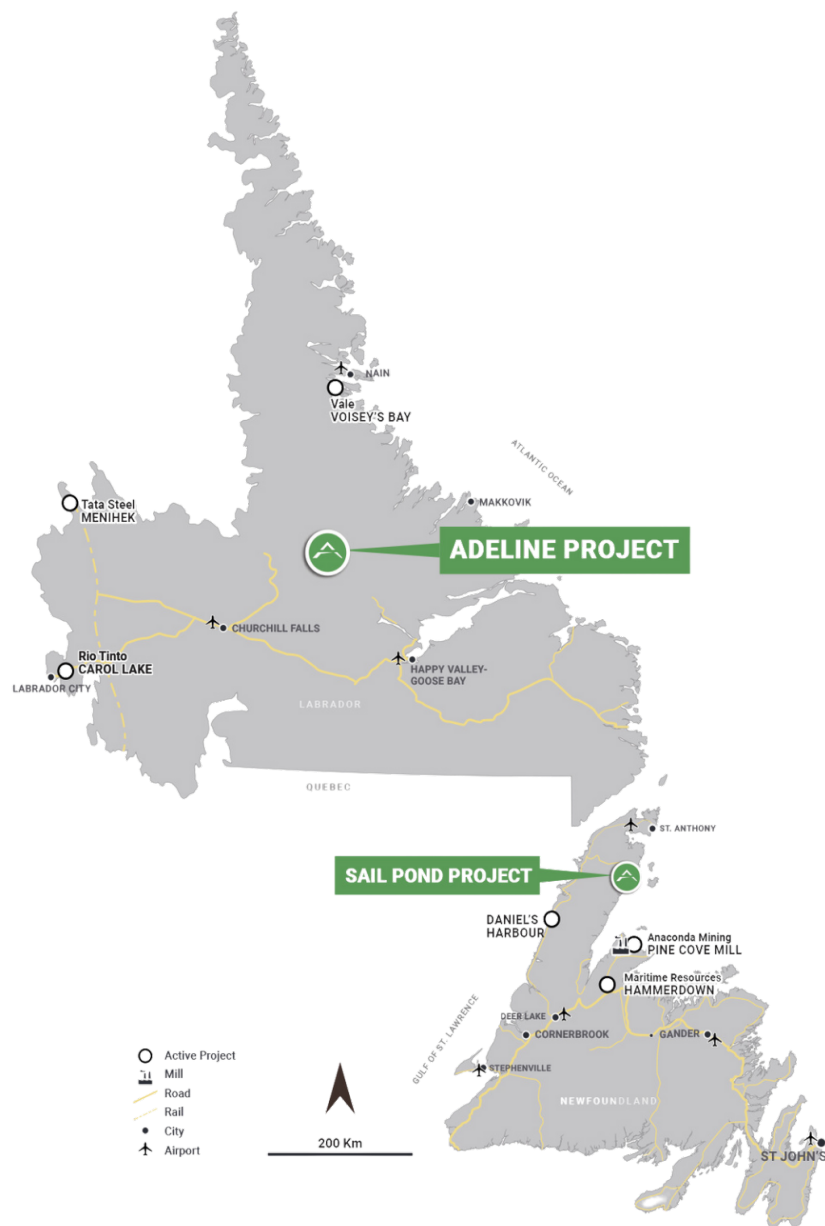


Figure 56: Sail Pond and Adeline project locations within Newfoundland and Labrador.

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The Sail Pond project is comprised of 13,500 Ha and is located on Newfoundland's Great Northern Peninsula, eastern Canada (Figure 16). The property is easily accessible by a series of paved highways, forest access roads and trails. Adjacent to many regional services and within 32 km of the St. Anthony regional airport and the access roads are 20km north of the town of Roddickton (Figure 15), which Sterling utilizes for core logging and its exploration base. The company has a 100% interest in the Sail Pond project which is subject to a 2% NSR.

### **GEOLOGICAL SETTING**

The high-grade silver (Ag) with copper (Cu), lead (Pb), zinc (Zn) and antimony (Sb) mineralization found at Sail Pond is unique for eastern Canada Laurentian Margin – Humber Tectonostratigraphic Zone (Figure 17).

The mineralization is distinguished by thick, massive sequences of pervasively altered (i.e. silica  $\pm$  calcite  $\pm$  sericite) dolostone (or dolomitized limestone) of the St. George Group (possibly Catoche and/or Aguathuna formations). Commonly, these dolostones are folded and bounded by shear zones or thrust faults and often deform brittlely. Conjugate quartz veins are the predominant host for the Ag-Cu-Pb-Zn-Sb mineralization and are found almost entirely within sequences or blocks of massive dolostone. Quartz veins can constitute upwards of 30-40 volume percent of the exposed rock, with individual quartz veins generally less than 10 cm in thickness but can reach up to 2 m in some locations. Mineralization has been observed in both sets of quartz veins. Similar styles of mineralization are present throughout the property, albeit hosted in narrower units (0.5 to 5 m widths) of dolostone, and there has been little work conducted thus far to evaluate these areas.

Sulphide mineralization at Sail Pond is comprised mostly of chalcocite, tetrahedrite, tennantite, sphalerite, boulangerite, galena and locally trace to minor amounts of pyrite, bornite, covellite, mimetite, sulfosalts, fluorite and apatite. Silver is almost exclusively associated with the tetrahedrite and the copper is dominantly found in chalcocite. Mineralization is generally within or spatially associated with quartz veins; as open-space infilling (clots), disseminations, and as vein-parallel massive bands or veinlets.

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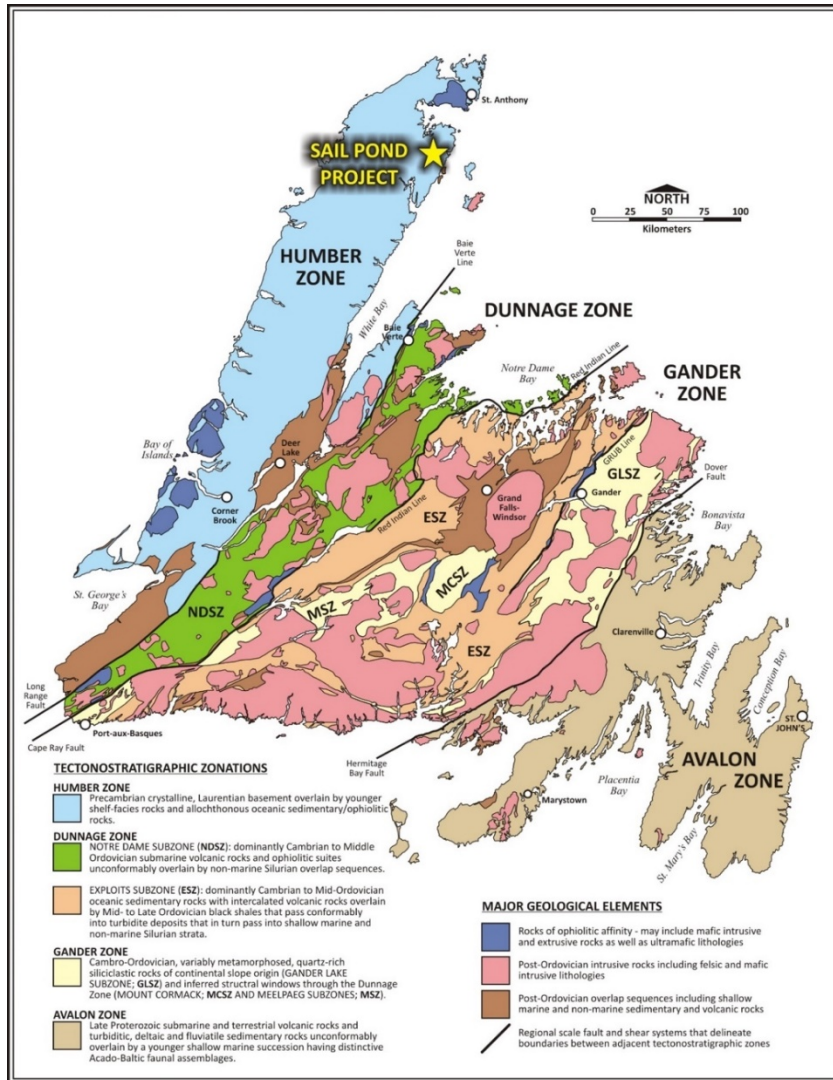


Figure 17: Newfoundland geology map with Sail Pond Project location.

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**RECENT EXPLORATION WORK AT SAIL POND PROJECT**

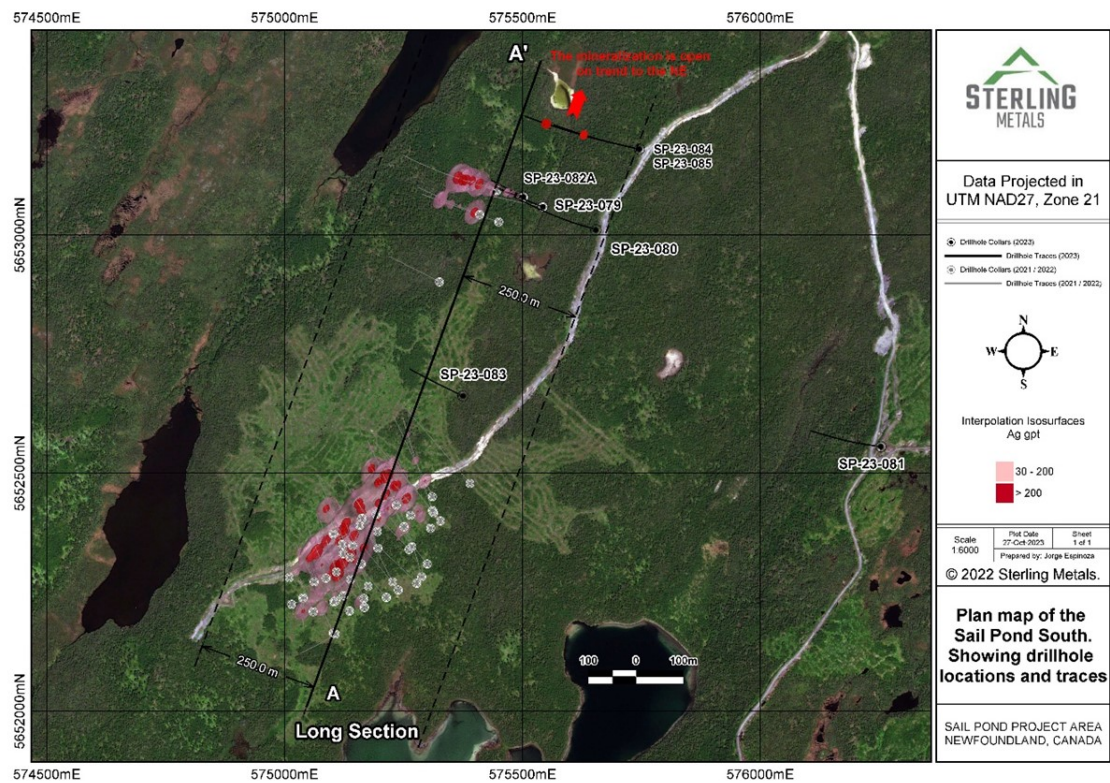


Figure 18: Plan map of Heimdall and Heimdall North Zones at Sail Pond with drill hole locations.

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*Figure 19: Drill core photo of high-grade mineralization in hole SP-23-085 from 208.97m to 209.29m.*

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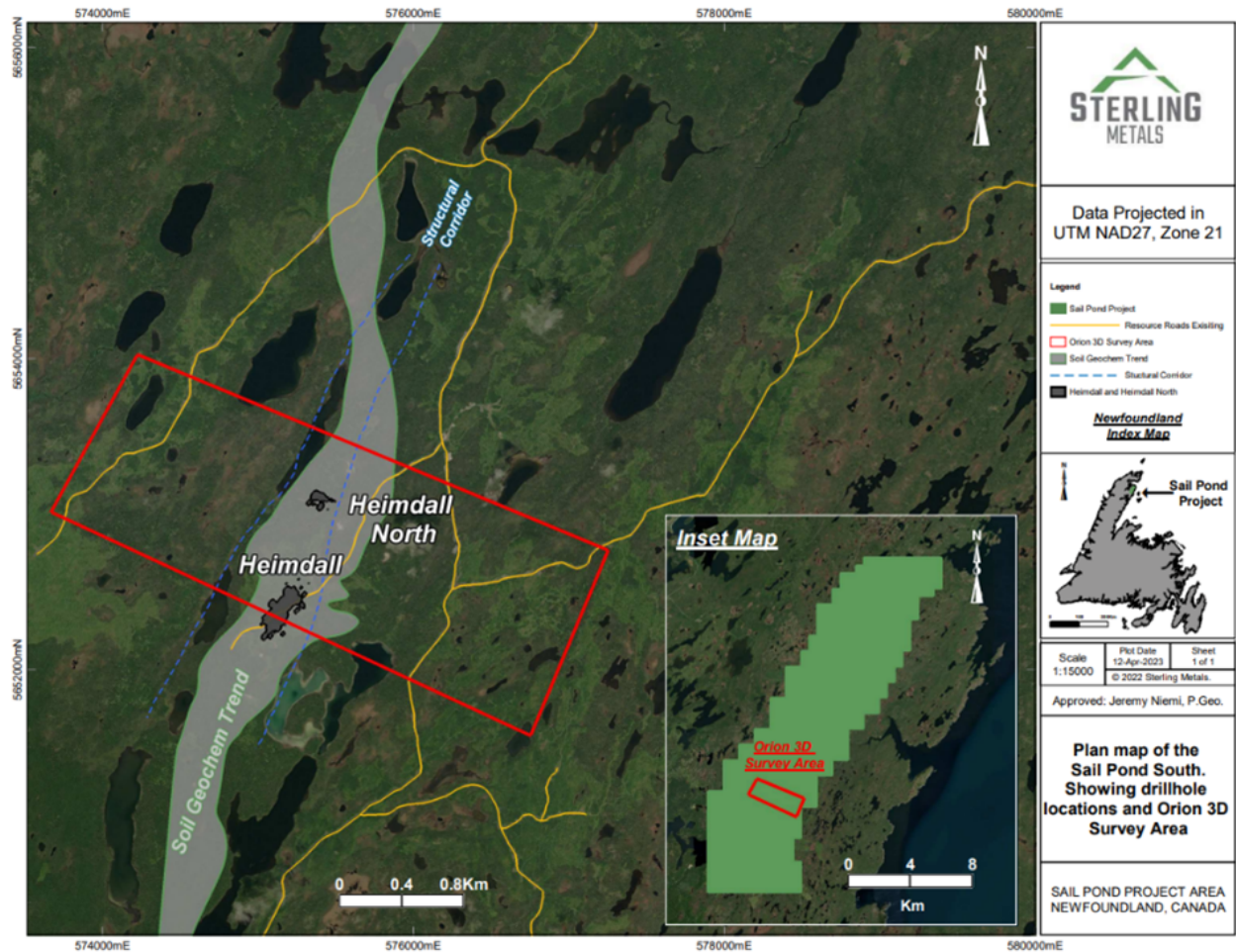


Figure20: Plan map of Orion 3D survey area at Sail Pond Project.

**STERLING METALS CORP.**  
**FOR THE YEAR ENDED DECEMBER 31, 2025**  
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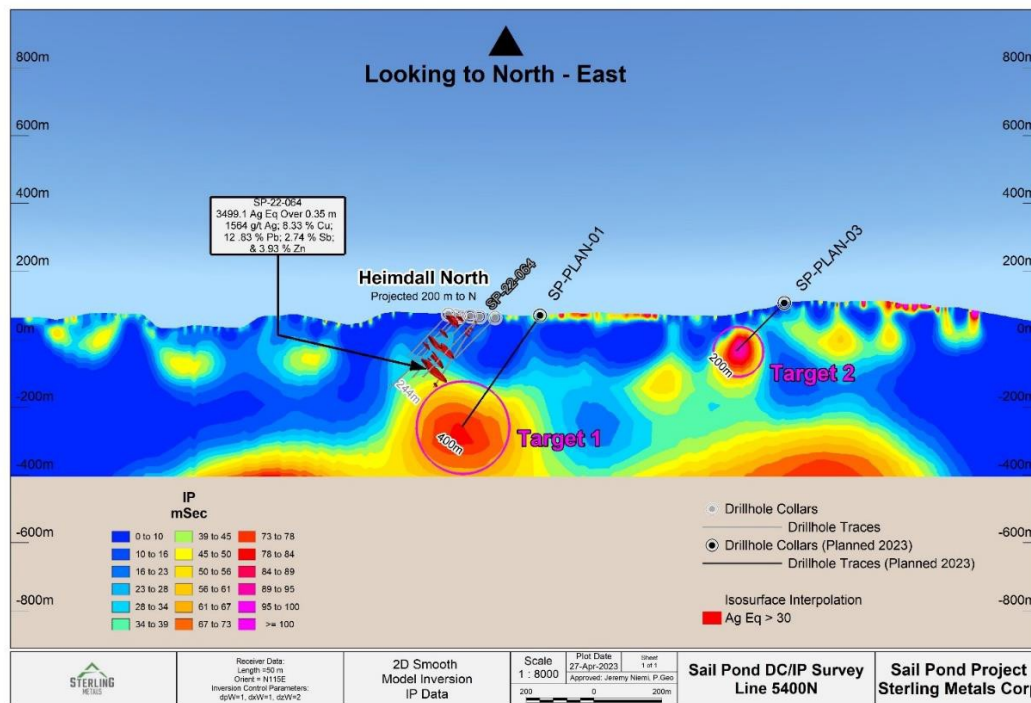


Figure 21: Cross section from Orion 3D survey at Heimdall North showing two of four new targets.

Prospecting work continued on the project during the summer of 2024 with a focus on investigating outcroppings and new areas for future exploration.

As of December 31, 2024, the Company recorded an impairment loss of \$10,304,800 against the carrying value of the Sail Pond Project after conducting a review of the current fair market value of the project. The impairment charge is a non-cash charge and may be reversed in future periods should market conditions warrant.

On March 17, 2026, the Company entered into a purchase and sale agreement with Golden Goose Discoveries Corp. to sell a 100% interest in the Sail Pond Project in exchange for 96,078 Golden Goose Shares, representing an ownership interest of 48.1% of Golden Goose Discoveries Corp. The transaction closed on March 31, 2026.

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**ANALYSIS**

**QUALIFIED PERSON**

The technical information in this MD&A has been prepared in accordance with the Canadian regulatory requirements set out in National Instrument 43-101 ("NI 43-101") and reviewed and approved by Jeremy Niemi, P.Geo. (Ontario), Senior Vice President of Exploration and Evaluation for Sterling Metals, is the Qualified Person as defined by National Instrument 43-101, Standards of Disclosure for Mineral Projects. Mr. Niemi is responsible for the scientific and technical data presented herein and has reviewed and approved this project summary. Mr. Niemi is a Qualified Person under NI 43-101.

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#### Property Rights and Evaluation and Exploration Assets

The following table summarizes the carrying value of the Company's property rights and evaluation and exploration assets as of December 31, 2025.

	Sail Pond		Adeline		Soo Copper		Total	
<b>Carrying amount</b>								
<b>Balance January 1, 2024</b>	\$	10,231,114	\$	3,429,927	\$ -	\$	13,661,041	
<b>Acquisitions</b>								
Cash	\$ -		\$	200,000	\$	460,000	\$	660,000
Common shares issued		-		680,000		6,152,713		6,832,713
<b>Exploration</b>								
Drilling		-		-		-		-
Field and administration		31,055		58,722		390,603		480,380
Geological and Geophysical services		24,500		219,272		1,237,850		1,481,622
Assays		15,069		3,173		15,110		33,352
Prospecting		-		-		-		-
Depreciation and amortization capitalized		3,063		11,523		26,967		41,553
Impairment of mineral property carrying value		(10,304,800)		-		-		(10,304,800)
<b>Balance December 31, 2024</b>	\$	1	\$	4,602,617	\$	8,283,243	\$	12,885,861
<b>Acquisitions</b>								
Cash	\$ -		\$ -		\$ -		\$ -	
Common shares issued		-		-		-		-
<b>Exploration</b>								
Drilling		-		-		1,989,770		1,989,770
Field and administration		-		127,992		824,922		952,914
Geological and Geophysical services		-		9,024		579,029		588,053
Assays		-		620		644,421		645,041
Prospecting		-		-		60,370		60,370
Depreciation and amortization capitalized		-		-		39,066		39,066
Mining software costs capitalized		-		-		53,241		53,241
Receipt of Government Grant for eligible expenditures		-		-		(200,000)		(200,000)
Impairment of mineral property carrying value		-		(4,740,252)		-		(4,740,252)
<b>Balance December 31, 2025</b>	\$	1	\$	1	\$	12,274,062	\$	12,274,064

On December 22, 2025, the Company acquired a property approximately 10 acres in total size near its exploration activity on the Soo Copper project. The Company intends to make certain capital additions to the buildings on the property to be able to utilize the property and buildings as its main core logging, cutting and storage operations for the Soo Copper project. The Company paid \$917,657 for the land and buildings on the property and purchased certain equipment and vehicles for \$20,500 as part of the acquisition.

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#### FLOW THROUGH FINANCINGS

A summary of the changes in the Company's flow-through share premium liability was as follows:

<b>Flow-Through Share Premium Liability</b>	
<b>Balance December 31, 2023</b>	<b>\$ 396,863</b>
Flow-through share premium on the issuance of flow-through common share units (Note 11 (b))	237,540
Issuance costs allocated to the flow-through share premium liability	(24,210)
Settlement of flow-through share premium liability on incurrence of eligible expenditures	(447,728)
<b>Balance December 31, 2024</b>	<b>\$ 162,465</b>
Flow-through share premium on the issuance of flow-through common share units (Note 11 (b))	1,716,365
Issuance costs allocated to the flow-through share premium liability	(29,034)
Settlement of flow-through share premium liability on incurrence of eligible expenditures	(504,075)
<b>Balance December 31, 2025</b>	<b>\$ 1,345,721</b>

During the year ended December 31, 2024, the Company issued flow-through shares and estimated the value of the flow-through premium associated with those shares to be \$237,540 and allocated \$24,210 in share issuance costs to the flow-through share premium liability.

During the year ended December 31, 2025, the Company issued flow-through shares and estimated the value of the flow-through premium associated with those shares to be \$1,716,365 and allocated \$29,034 in share issuance costs to the flow-through share premium liability.

As of December 31, 2025, the Company had yet to settle all of the flow-through share liability by renouncing eligible exploration expenditures on the November 2025 flow through issuance. The Company must spend an additional \$5,458,131 by December 31, 2026, to satisfy its expenditure renunciation commitments.

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### RESULTS OF OPERATIONS

	Three Months Ended Dec-31-2025	Three Months Ended Dec-31-2024	Percentage Change	Year Ended Dec-31-2025	Year Ended Dec-31-2024	Percentage Change
General and administration	144,848	72,657	99.4%	346,541	283,514	22.2%
Investor relations	202,401	29,276	591.4%	454,978	195,657	132.5%
Management and Director fees	262,572	96,840	171.1%	508,621	467,884	8.7%
Consulting fees	-	(61,855)	n/a	-	46,414	n/a
Share based compensation	288,825	-	n/a	1,039,625	-	n/a
Professional fees	77,948	21,231	267.1%	193,475	143,089	35.2%
Exploration costs	19,881	-	n/a	29,337	757	n/a
<b>Net operating loss for the period</b>	<b>(996,475)</b>	<b>(158,149)</b>	<b>530.1%</b>	<b>(2,572,577)</b>	<b>(1,137,315)</b>	<b>126.2%</b>
Impairment of Property rights, evaluation and exploration assets	(4,740,252)	(\$10,304,800)	n/a	(\$4,740,252)	(\$10,304,800)	n/a
Recovery of flow-through premium liability	260,698	126,079	106.8%	504,075	447,728	12.6%
Government Grant	(200,000)	-	n/a	58,635	225,000	n/a
Interest income	23,161	29,645	n/a	(1,583)	50,435	n/a
<b>Net loss and comprehensive loss for the period</b>	<b>(5,652,868)</b>	<b>(10,307,225)</b>	<b>(45.2%)</b>	<b>(6,751,702)</b>	<b>(10,718,952)</b>	<b>(37.0%)</b>
Net (loss) per share basic	(\$0.14)	(\$0.42)	n/a	(\$0.20)	(\$0.56)	n/a

A more detailed breakdown of General and Administration expenses are as follows:

	For the three months ended			For the year ended		
	December 31,		Percentage Change	December 31,		Percentage Change
	2025	2024		2025	2024	
Office expenses	44,081	26,443	66.7%	124,710	121,309	2.8%
Listing and transfer agent fees	9,803	10,623	(7.7%)	73,535	81,178	(9.4%)
Insurance (D&O and P&C)	8,761	8,937	(2.0%)	32,002	31,796	0.6%
Travel and entertainment	82,203	26,654	208.4%	116,294	49,231	136.2%
	<b>\$ 144,848</b>	<b>\$ 72,657</b>	<b>99.4%</b>	<b>\$ 346,541</b>	<b>\$ 283,514</b>	<b>22.2%</b>

The net loss for the three months ended December 31, 2025 was \$5,652,868, or \$0.14 loss per share, compared to a net loss of \$10,307,225, or \$0.42 loss per share, for the three months ended December 31, 2024. The decrease in net loss during the three months ended December 31, 2025 can be mainly attributed to the lower value of the impairment of property rights, evaluation and exploration assets recognized when compared to the three months ended December 31, 2024. The carrying value of the Adeline project was lower than the carrying value of the Sail Pond project when the impairments were recognized. General and administration increased by \$72,191, investor relations expense increased by \$173,125, Management and Director fees increased by \$165,732, share-based compensation from the granting of restricted share units increased \$288,825, professional fees increased \$56,717 and exploration costs that did not meet the criteria to be capitalized increased \$19,881. The net operating loss for the for the three months ended December 31, 2025 increased to \$996,475 compared to a net loss of \$158,149 for the three months ended December 31, 2024. In addition, the Company recognized a recovery of flow-through share premium liability of \$260,698 (recovery of \$126,079 for the three months ended December 31, 2024). The Company also recorded interest income from GIC investments

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and high interest savings accounts of \$23,161 during the three months ended December 31, 2025 (\$26,645 in interest income recorded during the three months ended December 31, 2024).

The net loss for the year ended December 31, 2025, was \$6,751,252 or \$0.20 loss per share compared to a net loss of \$10,718,952 or \$0.56 loss per share for the year ended December 31, 2024. The increase in net operating loss during the year ended December 31, 2025 can be mainly attributed to share-based compensation expense in the amount of \$1,039,625 recognized on the granting of stock options and restricted share units during the year ended December 31, 2025 (\$nil for the year ended December 31, 2024). Other elements of the net operating loss for the year ended December 31, 2025 can be attributed general and administration expenditures of \$346,541 compared to \$283,514 for the year ended December 31, 2024; Investor relations expense of \$454,978 (year ended December 31, 2024 \$195,657); Management and Director fees of \$508,621 (year ended December 31, 2024 \$467,884); professional fees of \$193,475 (\$143,089 for the year ended December 31, 2024); Consulting fees of \$nil (\$46,414 for the year ended December 31, 2024) and, exploration costs of \$29,337 spent on the Adeline and Sail Pond properties (\$757 for the year ended December 31, 2024). In addition, the Company recognized \$58,635 in income on the receipt of a grant from the Province of Newfoundland & Labrador during the year ended December 31, 2025, (\$200,000 from a grant from the Province of Ontario and \$25,000 from the Province of Newfoundland & Labrador for the year ended December 31, 2024) and recognized a recovery of flow-through share premium liability of \$504,075 (recovery of \$447,728 for the year ended December 31, 2024). During the year ended December 31, 2025, the Company also recorded interest expense of \$30,249 paid to the Canadian Revenue Agency as interest charged on funds from the October 2023 flow through share offering that were not spent on eligible exploration expenditures by December 31, 2023. This interest expense was partially offset by the recognition of \$28,666 in interest income earned on GIC investments and high interest savings account during the year ended December 31, 2025 (interest income from GIC investments of \$50,435 for the year ended December 31, 2024).

As of December 31, 2025, the flow-through share premium liability was \$1,345,721 related to the November 2025 flow through share offering. The flow-through share premium liability is reduced as the Company renounces eligible expenditures that are incurred during the year and then recognizes a recovery of the share-premium liability in profit or loss.

The Company's accounting policy is to capitalize all eligible exploration related expenditures to the various projects under development. Capitalized amounts are reviewed for any indications of

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impairment on a quarterly basis. (See Note 3 in the Company's audited consolidated annual financial statements for the year ended December 31, 2025 for additional details).

### SUMMARY OF QUARTERLY RESULTS

Three months ended	31-Dec-25	30-Sep-25	30-Jun-25	31-Mar-25	31-Dec-24	30-Sep-24	30-Jun-24	31-Mar-24
Total revenue	-	-	-	-	-	-	-	-
Net Loss and Comprehensive Loss for the period	(5,653,184)	(\$280,811)	(\$25,153)	(\$792,554)	(\$10,307,225)	(\$57,684)	(\$126,762)	(\$227,281)
Loss per share	(\$0.13)	(\$0.01)	\$0.00	(\$0.03)	(\$0.42)	\$0.00	(\$0.01)	(\$0.02)
Total assets	\$26,367,733	\$17,877,044	\$15,756,230	\$15,928,442	\$14,537,491	\$23,965,241	\$23,512,948	\$17,543,359
Working capital	\$11,457,076	\$2,168,861	\$1,463,866	\$2,336,672	\$1,138,561	\$1,054,901	\$1,898,923	\$2,178,545

The net loss and comprehensive loss for the three months ended December 31, 2025, was comprised of management and director compensation, share-based compensation (both stock option grants with immediate vesting and RSU grants that vest over a three-year period), investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter and a loss on the impairment of the carrying value of the Adeline project. The net loss and comprehensive loss for the three months ended September 30, 2025, was comprised of management and director compensation, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter. The net loss and comprehensive loss for the three months ended June 30, 2025, was comprised of management and director compensation, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter, along with the receipt of \$58,365 in grants from the Government of Newfoundland & Labrador on the Adeline Project. The net loss and comprehensive loss for the three months ended March 31, 2025, was comprised of share-based compensation of \$750,800 in addition to management and director compensation, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter, along with interest income earned on GIC deposits during the quarter and interest expense paid to the CRA on a portion of the flow through proceeds from the October 2023 flow through financing. The net loss and comprehensive loss for the three months ended December 31, 2024, was comprised of an

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impairment loss booked against the carrying value of the Sail Pond Project in the amount of \$10,304,800, in addition to management and director compensation, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter, along with interest income earned on GIC deposits during the quarter. The net loss and comprehensive loss for the three months ended September 30, 2024, was comprised of management and director compensation, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter, along with interest income earned on GIC deposits during the quarter. The net loss and comprehensive loss for the three months ended June 30, 2024, was comprised of management and director compensation (including bonuses of \$80,000 paid to management on the closing of the Soo Copper (formerly Copper Road) acquisition, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter, interest income earned on GIC deposits during the quarter and the receipt of a \$225,000 grant from the Government of Newfoundland for exploration expenditures incurred on the Sail Pond project. The net loss and comprehensive loss for the three months ended March 31, 2024, was comprised of management and director compensation, investor relations activity expenses, legal and accounting fees and general and administrative expenses that were partially off-set by a recognition of a gain on the settlement of flow-through share premium liability on eligible exploration expenses that were incurred during the quarter and interest income earned on GIC deposits during the quarter.

### SELECTED ANNUAL INFORMATION

Selected Annual Information	Dec-31-2025	Dec-31-2024	Dec-31-2023
	\$	\$	\$
Total assets	26,367,733	14,537,491	17,893,675
Total liabilities	1,621,904	429,075	634,353
Net Loss and Comprehensive Loss for the year	(6,751,702)	(10,718,952)	(1,564,255)
Loss per share	(\$0.20)	(\$0.56)	(\$0.16)

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### **REPORT TO SHAREHOLDERS AND MANAGEMENT DISCUSSION AND ANALYSIS**

#### **OUTSTANDING SHARES**

As at the date of this report the Company had 46,190,412 common shares outstanding, stock options outstanding of 1,890,000, 8,633,567 warrants outstanding and 1,300,000 restricted share units outstanding.

#### **FINANCIAL POSITION AND LIQUIDITY**

As of December 31, 2025, the Company's financial instruments consist of cash and accounts payable and accrued liabilities. The Company has no speculative financial instruments, derivatives, forward contracts, or hedges.

As of December 31, 2025, the Company had working capital of \$11,457,076 compared to working capital of \$1,138,561 as of December 31, 2024.

#### **FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

##### **a) Financial instrument classification and measurement**

Financial instruments of the Company carried on the Statements of Financial Position are carried at amortized cost. The carrying amounts of these financial instruments approximate their fair values due to their short-term nature.

##### **b) Credit risk**

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. It is management's opinion that the Company is not exposed to significant credit risk arising from these financial instruments. The Company limits credit risk by entering into business arrangements with high credit-quality counterparties. There have not been any changes in the exposure to risk or the Company's objectives, policies, and processes for managing the risk from the prior year.

##### **c) Market risk**

Market risk is the risk that changes in market prices will affect the fair value or future cash flows of a financial instrument. Market risk is comprised of interest rate risk, currency risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. As of December 31, 2025, management believes that the Company was not subject to material interest rate, currency risk or other price risk. There have not been any changes in the exposure to risk or the Company's objectives, policies, and processes for managing the risk from the prior year.

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#### **d) Liquidity risk**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk management involves maintaining at all times sufficient cash, liquid investments and committed credit facilities to meet the Company's commitments as they arise. The Company manages liquidity risk by maintaining adequate cash reserves and by continuously monitoring forecast and actual cash flows. Where insufficient liquidity may exist, the Company may pursue various debt and equity instruments for short or long-term financing of its operations. As of December 31, 2025, all accounts payable and accrued liabilities are due within 45 days and the Company has sufficient cash resources to meet these obligations as they come due.

As of December 31, 2025, the Company had positive working capital of \$11,457,076. Available funds from cash and cash equivalents on hand and working capital are expected to be sufficient to cover a portion of the Company's planned expenditures for the next twelve months. Any shortfall in available funds may be made up of possible proceeds of possible equity financings, loans, lease financing and entering into joint venture agreements, or any combination thereof. There have not been any changes in the exposure to risk or the Company's objectives, policies, and processes for managing the risk from the prior year.

#### **RISKS RELATED TO PROPERTY TITLE**

Although the Company has taken steps to verify the title to the properties on which it is conducting its exploration and mining activities, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unrestricted prior agreements, unregistered claims, aboriginal land claims and non-compliance with regulatory and environmental requirements. The Company's mining and exploration activities are subject to laws and regulations relating to the environment, which are continually changing, and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to remain in compliance.

#### **CAPITAL RESOURCES**

The Company has no recent history of profitable operations. Therefore, it is subject to many risks common to comparable companies, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources as well as a lack of adequate revenues.

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It may be necessary for the Company to arrange for additional financing to meet its on-going exploration and overhead requirements.

Management believes it will be able to raise equity capital as required in the long term, but recognizes the risks attached thereto. Although the Company successfully raised funds during the current period, there can be no assurance that it will be able to obtain adequate financing in the future or that the terms of such financing may be favourable.

### **CAPITAL MANAGEMENT**

The Company's capital consists of shareholders' equity in the amount of \$24,745,829 as of December 31, 2025 (December 31, 2024: \$14,108,416). The Company's objective when managing capital is to maintain adequate levels of funding to support the acquisition and exploration of resource properties and maintain the necessary corporate and administrative functions to facilitate these activities. This is done primarily through equity financing. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future.

The Company invests all capital that is surplus to its immediate operational needs in short-term, highly liquid, high-grade financial instruments. There were no changes to the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements. The Company does not currently have adequate sources of capital to complete its exploration plan, current obligations and ultimately the development of its business, and will need to raise adequate capital by obtaining equity financing, selling assets, and incurring debt. The Company may raise additional debt or equity financing in the near future to meet its current obligations.

### **OFF-BALANCE SHEET ARRANGEMENTS**

The Company has no off-balance sheet arrangements as of December 31, 2025, and as at the date hereof.

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#### RELATED PARTY TRANSACTIONS

Related parties are comprised of the shareholders and key management personnel of the Company. Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the Company, directly and indirectly. The Company has determined that its key management personnel are the directors and senior management. Compensation paid or accrued to key management personnel for the year ended December 31, 2025, and 2024 is summarized as follows:

Aggregate value of transactions relating to key management			
	December 31, 2025	December 31, 2024	Included in accounts payable (1) of December 31, 2025
Director and management fees	\$ 508,621	\$ 386,000	\$ -
Exploration expenses	364,260	180,000	-
Share-based compensation	724,510	-	-
<b>Total short-term benefits</b>	<b>\$ 1,597,391</b>	<b>\$ 566,000</b>	<b>\$ -</b>

(1) Amounts disclosed were paid or accrued to the related party during the years ended December 31, 2025 and 2024.

In addition to the compensation listed above, during the year members of key management personnel participated in the Company's private placements (Note 11b). Mathew Wilson (Director and CEO) acquired a total of 300,000 common shares with 150,000 warrants attached for aggregate proceeds of \$200,000 and 119,048 FT shares for aggregate proceeds of \$50,000. Mark Goodman (Director) acquired, through a company under his control, 166,667 common shares with 83,333 warrants attached for aggregate proceeds of \$125,001. Jeremy Niemi (Senior VP Exploration) acquired, through a company under his control, 120,000 common shares with 60,000 warrants attached for aggregate proceeds of \$55,000. Niel O'Brian (Chief Geologist) acquired, through a company under his control, 250,000 common shares with 125,000 warrants attached for aggregate proceeds of \$125,000.

During the prior year, Mathew Wilson participated in the October 23, 2024 FT Financing (Note 11b) and acquired 38,500 FT shares for aggregate gross proceeds of \$25,025. Richard Patricio (Former Director) also participated in the October 23, 2024 FT Financing (Note 11b) and acquired 77,000 FT shares for aggregate gross proceeds of \$50,050.

#### SEGMENTED INFORMATION

The Company operates in a single reportable operating segment in one geographic region, being the acquisition and exploration of exploration and evaluation assets in Canada.

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#### **EVENTS SUBSEQUENT TO DECEMBER 31, 2025**

On February 26, 2026, the Company issued 1,800 common shares on the exercise of warrants with a strike price of \$0.50 per warrant. The Company received \$900 in proceeds from the exercise.

On March 6, 2026, the Company issued 110,000 common shares on the exercise of 110,000 warrants with a strike price of \$0.40 per warrant. The Company received \$44,000 in proceeds from the exercise.

On March 17, 2026, the Company entered into a purchase and sale agreement with Golden Goose Discoveries Corp. to sell a 100% interest in the Sail Pond Project in exchange for 96,078 Golden Goose Shares, representing an ownership interest of 48.1% of Golden Goose Discoveries Corp. The transaction closed on March 31, 2026.

#### **NEW ACCOUNTING STANDARDS AND INTERPRETATIONS**

##### **New Accounting Standards Issued and Adopted in the Year**

###### New Standards Adopted in the Current Year

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after January 1, 2025, and have been adopted in preparing these consolidated financial statements. None of these new standards, amendments to standards or interpretations had a material effect on the Company's consolidated financial statements.

###### Recent Accounting Pronouncements not yet Adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning on or after January 1, 2026, and have not been early adopted in preparing these consolidated financial statements.

###### **IFRS 9 Financial Instruments ("IFRS 9") and IFRS 7, Financial Instruments: Disclosures ("IFRS 7")**

IFRS 9 requires entities to recognize financial assets and liabilities when they become party to the contractual terms and to measure them initially at fair value, adjusted for directly attributable transaction costs where applicable. The standard is being clarified to provide better guidance on the derecognition of financial liabilities, which can impact bank reconciliation processes, especially during debt restructuring based on the timing of payments on financial liabilities as compared to the actual settlement of those debts. This clarification may result in a change in the derecognition timing of financial liabilities in situations where electronic payments are involved. These amendments are effective for annual periods beginning on or after January 1, 2026, with earlier adoption permitted.

###### **IFRS 18 Presentation and Disclosure in Financial Statements**

## **STERLING METALS CORP.**

**FOR THE YEAR ENDED DECEMBER 31, 2025**

EXPRESSED IN CANADIAN DOLLARS

### **REPORT TO SHAREHOLDERS AND MANAGEMENT DISCUSSION AND ANALYSIS**

In April 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements. This standard aims to improve the consistency and clarity of financial statement presentation and disclosures by providing updated guidance on the structure and content of financial statements. Key changes include enhanced requirements for the presentation of financial performance, financial position, and cash flows, as well as additional disclosures to improve transparency and comparability. In addition, IFRS 18 requires entities to classify income and expenses into five categories, three of which are new – i.e. operating, investing and financing – and the income tax and discontinued operation categories. The new standard sets out detailed requirements for classifying income and expenses into each category. These amendments are effective for annual periods beginning on or after January 1, 2027, with earlier adoption permitted. IFRS 18 requires retroactive application with certain transition provisions.

The extent of the impact of these amendments on the Company's consolidated financial statements has not yet been determined.

### **RISK FACTORS**

Companies operating in the mining industry face many and varied kinds of risks. While risk management cannot eliminate the impact of all potential risks, the Company strives to manage such risks to the extent possible and practical. Following are the risk factors most applicable to the Company:

Exploring and developing mineral resource projects bears a high potential for all manner of risks. Additionally, few exploration projects successfully achieve development due to factors that cannot be predicted or foreseen. Moreover, even one such factor may result in the economic viability of a project being detrimentally impacted such that it is neither feasible nor practical to proceed. The Company closely monitors its activities and those factors that could impact them, and employs experienced consulting, engineering, insurance, and legal advisors to assist in its risk management reviews.

Although the Company has taken steps to verify the title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects.

There can be no guarantees that the Company will be able to obtain or maintain all the necessary licenses and permits to extract and process minerals, explore, develop, or maintain its continued operations, or that the Company will be able to comply with all the conditions imposed.

## **STERLING METALS CORP.**

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EXPRESSED IN CANADIAN DOLLARS

### **REPORT TO SHAREHOLDERS AND MANAGEMENT DISCUSSION AND ANALYSIS**

The Company files applications in the ordinary course to renew the permits associated with its mining and exploration licenses that it deems necessary and/or advisable for the continued operation of its business. Certain of the Company's permits to operate that are associated with the mining license are currently under application for renewal. There is no guarantee that the Company will be able to renew any or all of the necessary permits in order to continue operating and conducting exploration activities on areas covered by licenses and permits that are not renewed or are revoked.

At present the principal activity of the Company is the exploration of resource properties. The feasible development of such properties is highly dependent upon the price of ore commodities. A sustained and substantial decline in these commodity prices could result in the write-down, termination of exploration and development work or loss of its interests in identified resource properties. Although such prices cannot be forecasted with certainty, the Company carefully monitors factors that could affect these commodity prices in order to assess the feasibility of its resource projects.

The success of exploration programs, development programs and other transactions related to mining concessions could have a significant impact on the need for capital. If the Company decides to develop one of its properties, it must ensure that it has access to the required capital. The Company could finance its need for capital by using working capital, by arranging partnerships or other arrangements with other companies, through equity financing, by taking on long-term debt or any combination thereof.

The Company is dependent upon the personal efforts and commitments of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

#### **APPROVAL**

The Board of Directors of the Company has approved the disclosure contained in this Management Discussion and Analysis April 27, 2026.

Respectfully submitted on behalf of the Board of Directors,

*“Mathew Wilson”*

Mathew Wilson

## **STERLING METALS CORP.**

**FOR THE YEAR ENDED DECEMBER 31, 2025**

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### **REPORT TO SHAREHOLDERS AND MANAGEMENT DISCUSSION AND ANALYSIS**

President & CEO

A Cautionary Note

*This document contains “forward-looking information” which may include, but is not limited to, statements with respect to the future financial or operating performance of the Corporation, its subsidiaries and its projects, the future supply, demand, inventory, production and price of minerals, the estimation of reserves and resources, the realization of reserve estimates, the timing and amount of estimated future production, costs of production, capital, operating and exploration expenditures, costs and timing of the development of new deposits, costs and timing of future exploration, requirements for additional capital, government regulation operations, environmental risks, reclamation expenses, title disputes or claims, limitations of insurance coverage and the timing and possible outcome of pending litigation and regulatory matters.*

*Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, or “believes” or variations (including negative variations) of such words and phrases, or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements of the Corporation and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; actual results of reclamation activities; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices of resources; possible variations of ore grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the resource industry; political instability, insurrection or war; delays in obtaining governmental approvals or financing or in the completion of development or construction activities. Although the Corporation has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.*