CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three and six months ended
June 30, 2026 and 2025

Unaudited - Expressed in Canadian Dollars, unless otherwise noted

OCEANIC
IRON ORE CORP

NOTICE OF DISCLOSURE OF NON-AUDITOR REVIEW OF THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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

The accompanying condensed consolidated interim financial statements of Oceanic Iron Ore Corp. (the “Company”) have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) including International Accounting Standard 34 - *Interim Financial Reporting* (“IAS 34”) and are the responsibility of the Company’s management.

The Company’s independent auditor has not performed a review of these condensed consolidated interim financial statements.

Oceanic Iron Ore Corp.

Condensed Consolidated Interim Statements of Financial Position
(Unaudited – Expressed in Canadian Dollars)

	Notes		As at June 30, 2026		As at December 31, 2025
Assets					
Current					
Cash		**$**	**49,336,808**	$	918,209
Receivables			**173,174**		34,731
Prepaid expenses and deposits			**72,806**		4,051
			49,582,788		956,991
Mineral properties	*5*		**46,679,743**		45,364,707
Total assets		**$**	**96,262,531**	$	46,321,698
Liabilities					
Current					
Accounts payable and accrued liabilities		**$**	**975,750**	$	312,381
Due to related parties	*9*		**347,975**		457,691
Current portion of advance royalty payable	*5*		**184,135**		166,750
Convertible debentures	*6*		**-**		39,452,031
			1,507,860		40,388,853
Non-current portion of advance royalty payable	*5*		**459,684**		416,282
Total liabilities			**1,967,544**		40,805,135
Shareholders' equity					
Share capital	*7*		**181,114,235**		93,800,998
Reserves	*7*		**61,058,804**		37,770,279
Deficit			**(147,878,052)**		(126,054,714)
Total shareholders' equity			**94,294,987**		5,516,563
Total liabilities and shareholders' equity		**$**	**96,262,531**	$	46,321,698
Commitments	*8*				
Subsequent event	*11*				

Approved by the Board:

"Steven Dean" Director

"Gordon Keep" Director

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

Oceanic Iron Ore Corp.

Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Unaudited – Expressed in Canadian Dollars except per share and share amounts)

	Notes		**Three months ended June 30, 2026**		Three months ended June 30, 2025		**Six months ended June 30, 2026**		Six months ended June 30, 2025
Expenses									
Consulting and management fees	9	**$**	**351,822**	$	81,975	**$**	**518,937**	$	167,455
Directors' fees	9		**50,389**		7,500		**68,806**		15,000
Insurance			**5,408**		3,680		**11,812**		8,964
Office and general			**24,208**		2,440		**27,433**		8,360
Investor relations and corporate development			**179,179**		264		**202,509**		2,455
Professional fees			**56,468**		15,298		**135,373**		59,558
Rent			**3,214**		2,668		**5,881**		5,335
Share-based compensation	7b, 7c		**223,866**		26,439		**357,366**		70,246
Transfer agent and regulatory			**43,192**		3,165		**67,836**		18,182
Loss from operations			**(937,746)**		(143,429)		**(1,395,953)**		(355,555)
Other (expenses) income									
Loss on change in fair value of derivative liabilities	6		**-**		(7,256,368)		**(20,743,750)**		(13,276,545)
Convertible debenture accretion expense	6		**-**		(222,947)		**(101,970)**		(440,259)
Interest income			**340,195**		-		**418,335**		-
Total other (expenses) income			**340,195**		(7,479,315)		**(20,427,385)**		(13,716,804)
Net loss and comprehensive loss		**$**	**(597,551)**	$	(7,622,744)	**$**	**(21,823,338)**	$	(14,072,359)
Net loss per common share									
Basic and Diluted		**$**	**(0.00)**	$	(0.07)	**$**	**(0.09)**	$	(0.12)
Weighted average number of common shares outstanding									
Basic and Diluted			**260,625,423**		115,785,323		**234,916,445**		115,301,473

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

Oceanic Iron Ore Corp.

Condensed Consolidated Interim Statements of Changes in Equity
(Unaudited – Expressed in Canadian Dollars except share amounts)

	Notes	**Shares**		**Share capital**		**Reserves**		**Deficit**		**Total equity**
Balance - January 1, 2026		**153,586,481**	**$**	**93,800,998**	**$**	**37,770,279**	**$**	**(126,054,714)**	**$**	**5,516,563**
Exercise of warrants	7a, 7d	7,479,621		7,170,795		(5,749,667)		-		1,421,128
Share-based payments - stock options and RSUs	7b, 7c	-		-		357,366		-		357,366
Conversion of convertible debenture at fair value	6, 7a, 7d	32,892,521		31,576,820		28,680,826		-		60,257,646
Shares issued on the private placement	7a	66,666,800		50,000,100		-		-		50,000,100
Shares issuance costs on the private placement	7a	-		(1,434,478)		-		-		(1,434,478)
Net loss for the period		-		-		-		(21,823,338)		(21,823,338)
Balance - June 30, 2026		**260,625,423**	**$**	**181,114,235**	**$**	**61,058,804**	**$**	**(147,878,052)**	**$**	**94,294,987**

	Notes	**Shares**		**Share capital**		**Reserves**		**Deficit**		**Total equity**
Balance - January 1, 2025		**114,334,691**	**$**	**63,162,558**	**$**	**11,465,192**	**$**	**(38,549,071)**	**$**	**36,078,679**
Exercise of warrants	7d	530,000		61,100		-		-		61,100
Share-based payments - stock options and RSUs	7b, 7c	-		-		70,246		-		70,246
Shares issued on settlement of debenture interest	6	1,358,619		279,469		-		-		279,469
Conversion of convertible debenture at fair value	6	550,000		55,000		-		-		55,000
Net loss for the period		-		-		-		(14,072,359)		(14,072,359)
Balance - June 30, 2025		**116,773,310**	**$**	**63,558,127**	**$**	**11,535,438**	**$**	**(52,621,430)**	**$**	**22,472,135**

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

Oceanic Iron Ore Corp.

Condensed Consolidated Interim Statements of Cash Flows
(Unaudited – Expressed in Canadian Dollars)

	Notes	**Three months ended June 30, 2026**	Three months ended June 30, 2025	**Six months ended June 30, 2026**	Six months ended June 30, 2025
Operating activities					
Net loss		**$ (597,551)**	$ (7,622,744)	**$ (21,823,338)**	$ (14,072,359)
Adjustments for:					
Share-based compensation	7b, 7c	**223,866**	26,439	**357,366**	70,246
Loss on change in fair value of derivative liabilities	6	**-**	7,256,368	**20,743,750**	13,276,545
Convertible debenture accretion expense	6	**-**	222,947	**101,970**	440,259
Net changes in non-cash working capital balances:					
Receivables		**(105,285)**	2,442	**(138,444)**	10,776
Prepaid expenses and deposits		**(56,661)**	(1,951)	**(68,755)**	(33,729)
Accounts payable and accrued liabilities		**(10,069)**	(50,797)	**32,227**	(11,278)
Due to related parties		**(38,514)**	59,435	**(109,716)**	135,419
Cash used in operating activities		**(584,214)**	(107,861)	**(904,940)**	(184,121)
Investing activities					
Mineral property expenditures	5	**(458,596)**	(2,533)	**(623,107)**	(27,155)
Cash used in investing activities		**(458,596)**	(2,533)	**(623,107)**	(27,155)
Financing activities					
Proceeds from private placement	7a	**-**	-	**50,000,100**	-
Payments related to shares issuance costs	7a	**(198,108)**	-	**(1,434,478)**	-
Proceeds from exercise of warrants	7d	**-**	7,000	**1,421,128**	61,100
Interest payment on convertible debentures	6	**-**	-	**(40,104)**	-
Cash (used in) from financing activities		**(198,108)**	7,000	**49,946,646**	61,100
Change in cash		**(1,240,918)**	(103,394)	**48,418,599**	(150,176)
Cash, beginning of the period		**50,577,726**	1,374,202	**918,209**	1,420,984
Cash, end of the period		**$ 49,336,808**	$ 1,270,808	**$ 49,336,808**	$ 1,270,808
Non-cash investing and financing activities					
Non-cash changes in working capital in mineral properties		**701,724**	25,515	**631,141**	21,310
Accretion of advance royalty payable		**31,147**	31,147	**60,787**	60,787
Fair value of convertible debenture transferred to equity upon conversion		**-**	35,000	**60,257,646**	55,000
Shares issued on settlement of convertible debenture interest		**-**	139,667	**-**	279,469
Reclassification of reserves from exercise of share purchase warrants		**-**	-	**5,749,667**	-

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

1. NATURE OF OPERATIONS

Oceanic Iron Ore Corp. ("Oceanic" or the "Company") is a development-stage company engaged in the acquisition, exploration and development of iron ore properties in Québec, Canada. The Company was incorporated on March 8, 1986 under the British Columbia Business Corporations Act. The Company maintains its head office at 595 Burrard Street, Suite 3083, Vancouver, British Columbia. The Company's registered/records office is located at 1133 Melville Street, Suite 3500, The Stack, Vancouver, British Columbia. Its common shares are traded on the TSX Venture Exchange under the symbol "FEO". The Company acquired a 100% interest in certain mining claims (the "Property") located near Ungava Bay, Québec, Canada, in November 2010. The Company is currently conducting engineering, technical and environmental studies on the Property. The Property comprises three project areas: Hopes Advance (or the "Hopes Advance Project"), Morgan Lake and Roberts Lake, which cover over 36,040 hectares and 848 mineral claims with iron formation and are located within 20 to 50 km from tidewater. The Company operates as a single reportable segment, being the exploration of the Property. All of the Company's non-current assets are located in Canada.

These condensed consolidated interim financial statements ("Interim Financial Statements") have been prepared on the basis that the Company will continue as a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due.

2. BASIS OF PRESENTATION

These Interim Financial Statements have been prepared in accordance with IAS 34. These Interim Financial Statements do not include all disclosures required by IFRS Accounting Standards for annual audited financial statements. Accordingly, they should be read in conjunction with the notes to the Company's audited annual consolidated financial statements (the "Annual Financial Statements") as at and for the years ended December 31, 2025 and 2024. The accounting policies applied in these Interim Financial Statements are the same as those applied in Note 3 of the Company's Annual Financial Statements.

These Interim Financial Statements have been prepared on a historical cost basis, except for certain financial instruments which have been measured at fair value. In addition, these Interim Financial Statements have been prepared using the accrual basis of accounting, except for cash flow information. These Interim Financial Statements are presented in Canadian dollars, which is the functional currency of the Company and its subsidiary. Certain prior period amounts have been reclassified to conform to the presentation in the current period. These Interim Financial Statements include the accounts of the Company and its inactive subsidiary incorporated in Canada.

These Interim Financial Statements were approved by the board of directors on August 27, 2026.

3. MATERIAL ACCOUNTING POLICY INFORMATION

Accounting standards adopted as of January 1, 2026

Amendments to IFRS 9 and IFRS 7, *Amendments to the Classification and Measurement of Financial Instruments* ("Amendments to IFRS 9 and IFRS 7"): In May 2024, the IASB issued Amendments to IFRS 9 and IFRS 7 which clarify the date of recognition and derecognition of some financial assets and liabilities with a new exception for some financial liabilities settled through an electronic cash transfer system, clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion, add new disclosures for certain instruments with contractual terms that can change cash flows such as instruments with features linked to the achievement of environment, social and governance targets; and update the disclosures for equity instruments designated at fair value through other comprehensive income. Amendments to IFRS 9 and IFRS 7 are effective for periods beginning on or after January 1, 2026, with early adoption permitted. For financial liabilities settled in cash using an electronic payment system, we applied the election to deem these financial liabilities to be discharged before the settlement date. The amendment has been applied retrospectively with no restatement of comparative information, in accordance with transition requirements on initial application of IFRS 9, and adoption did not have a material impact on our condensed consolidated interim financial statements. The Company has determined the other amendments did not have a material impact.

Accounting standards issued but not yet adopted

IFRS 18, *Presentation and Disclosure in Financial Statements* ("IFRS 18"): In April 2024, the IASB issued IFRS 18, which will replace IAS 1. IFRS 18 is effective for periods beginning on or after January 1, 2027, with early adoption permitted. IFRS 18 will require defined categories and subtotals in the statement of income or loss, require disclosure about management-defined performance measures, and adds new principles for aggregation and disaggregation of information. The Company is assessing the impact of this standard on its disclosures. Due to the classification of income and expenses as operating, investing, or financing under IFRS 18, the Company expects changes to its subtotals on the statements of income or loss. The Company continues to assess the impact of IFRS 18 on its consolidated financial statements.

4. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The Company's interim results are not necessarily indicative of its results for a full year. The significant accounting policy judgments and areas of estimation uncertainty that applied in the preparation of these Interim Financial Statements are consistent with those applied and disclosed in Note 4 of the Annual Financial Statements.

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

5. MINERAL PROPERTIES - UNGAVA BAY

a) Acquisition costs

	Six months ended June 30, 2026	Year ended December 31, 2025
Acquisition costs - beginning of period	**$ 20,656,956**	$ 20,456,957
Additions during the period		
Accretion of advance royalty payable	**60,787**	124,578
Additional advance royalty payable	**-**	75,421
Acquisition costs - end of period	**$ 20,717,743**	$ 20,656,956

b) Exploration costs

	Six months ended June 30, 2026	Year ended December 31, 2025
Exploration costs - beginning of period	**$ 24,707,751**	$ 24,442,477
Expenditures during the period		
Fieldwork support and logistics	**436,077**	-
Technical studies	**278,834**	-
Environmental studies	**168,695**	-
Salaries and consulting fees	**153,146**	-
Equipment, supplies, and rentals	**77,186**	6,601
Mapping and imagery	**70,188**	5,250
Fieldwork and geology	**46,427**	53,902
Permitting and claims	**15,174**	74,550
Assays and metallurgy	**8,522**	124,971
Exploration costs - end of period	**$ 25,962,000**	$ 24,707,751
Total - mineral properties	**$ 46,679,743**	$ 45,364,707

Under the terms of the acquisition of the Property, the Company must pay advance net smelter royalty (“NSR”) payments of $200,000 per year until the commencement of commercial production. The aggregate advance NSR payments will then be credited against all future NSR payments payable from production. The advance NSR payments included in the purchase price represent the present value of advance payments to the royalty holders until the estimated date of commencement of commercial production.

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

5. MINERAL PROPERTIES - UNGAVA BAY (CONTINUED)

A 1% NSR is payable to 154619 Canada Inc. ("154619") and a 1% NSR is payable to SPG Royalties Inc. ("SPG"). The Company discounted the advance NSR payments using a discount rate of 20% per annum, representing the estimated rate of return of similar investments. The advance royalty liability will be accreted up to the date of ultimate NSR advance payment, resulting in an increase to mineral property acquisition costs and the advance royalty payable.

The total estimated future undiscounted NSR payments as at June 30, 2026 and December 31, 2025 was $1,000,000. For the three and six months ended June 30, 2026, accretion of the advance royalty payable totaled $31,147 and $60,787, respectively (three and six months ended June 30, 2025: $31,147 and $60,787, respectively). As at June 30, 2026, the total advance royalty payable was $643,819 (December 31, 2025: $583,032), with $184,135 (December 31, 2025: $166,750) recognized as a current liability and $459,684 (December 31, 2025: $416,282) recognized as a non-current liability.

6. CONVERTIBLE DEBENTURES

The following tables summarize the changes to the convertible debentures:

	Series A Debentures	Series B Debenture	Series C Debentures	Series D Debentures	Series E Debentures	Total
Balance - December 31, 2025	**$ 8,516,556**	**$ 10,509,154**	**$ 8,070,673**	**$ 12,355,648**	**$ -**	**$ 39,452,031**
Interest expense and accretion	**12,573**	**14,918**	**13,065**	**19,237**	**-**	**59,793**
Amortization of transaction costs	**-**	**28,932**	**1,277**	**11,967**	**-**	**42,176**
Payments for interest settlements	**(6,905)**	**(8,503)**	**(14,155)**	**(10,541)**	**-**	**(40,104)**
Full redemption of convertible debenture	**(12,638,327)**	**(15,629,520)**	**(12,698,050)**	**(19,291,749)**	**-**	**(60,257,646)**
Loss on change in fair value of derivative liabilities	**4,116,103**	**5,085,019**	**4,627,190**	**6,915,438**	**-**	**20,743,750**
Balance - June 30, 2026	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**
Balance - December 31, 2024	$ 2,038,648	$ 2,227,272	$ 1,775,260	$ 2,016,233	$ 1,067,634	$ 9,125,047
Interest expense and accretion	112,391	120,371	117,287	163,335	230,497	743,881
Amortization of transaction costs	-	9,919	7,662	7,183	69,767	94,531
Interest settlements through share issuance	(63,029)	(71,188)	(124,044)	(92,080)	(141,787)	(492,128)
Partial and full redemption of convertible debenture	(1,538,083)	-	(648,355)	(797,160)	(52,414,046)	(55,397,644)
Loss on change in fair value of derivative liabilities	7,966,629	8,222,780	6,942,863	11,058,137	51,187,935	85,378,344
Balance - December 31, 2025	**$ 8,516,556**	**$ 10,509,154**	**$ 8,070,673**	**$ 12,355,648**	**$ -**	**$ 39,452,031**

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

6. CONVERTIBLE DEBENTURES (CONTINUED)

The following tables summarize the components of the convertible debentures:

	Series A Debentures	Series B Debenture	Series C Debentures	Series D Debentures	Series E Debentures	Total
Convertible debenture liability	$ -	$ -	$ -	$ -	$ -	$ -
Deferred loss convertible debenture liability	-	-	-	-	-	-
Derivative liability	-	-	-	-	-	-
Balance - June 30, 2026	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**
Convertible debenture liability	$ 580,018	$ 594,506	$ 1,393,735	$ 873,084	$ -	$ 3,441,343
Deferred loss convertible debenture liability	-	-	(85,100)	(632,328)	-	(717,428)
Derivative liability	7,936,538	9,914,648	6,762,038	12,114,892	-	36,728,116
Balance - December 31, 2025	**$ 8,516,556**	**$ 10,509,154**	**$ 8,070,673**	**$ 12,355,648**	**$ -**	**$ 39,452,031**

On February 12, 2026, all outstanding Series A, B, C, and D Debentures were converted by debenture holders into units resulting in the issuance of 32,892,521 common shares and 32,892,521 share purchase warrants. Upon conversion of the debentures, the carrying value of the convertible debentures liability and the fair values of the derivative liabilities (as remeasured at the respective conversion dates) were transferred to equity. Following the conversion and as at June 30, 2026, the Company had no outstanding convertible debentures.

Interest on the convertible debentures was allowed to be settled in cash or common shares quarterly, at the election of the Company, at the market price of the common shares at the time of the interest settlement. During the six months ended June 30, 2026, the interest of $40,104 related to the convertible debentures was cash settled. During the six months ended June 30, 2025, the Company settled $279,469 of debenture interest by issuing 1,358,619 common shares.

During the six months ended June 30, 2026, the loss on change in fair value of derivative liabilities of $20,743,750 (2025: $13,276,545) included the amortization of a deferred loss of $717,428 (2025: $1,193,118).

7. SHARE CAPITAL

a) Share capital

Unlimited common and preferred shares without par value.

During the six months ended June 30, 2026, the Company issued:

- On February 12, 2026, the Company closed a private placement for 66,666,800 units of the Company at a price of $0.75 per unit for aggregate gross proceeds of $50,000,100, of which 5,207,200 common shares were issued to officers and companies controlled by a director, an officer and a significant shareholder of the Company for gross proceeds of $3,905,400. Each unit is comprised of one common share and one-half of one share purchase warrant of the Company. Each whole share purchase warrant will be exercisable to purchase one common share at an exercise price of $0.95 per common share, expiring on February 12, 2029. The Company incurred share issuance costs of $1,434,478 related to this private placement. The Company applied the residual value approach to allocate the proceeds received from the unit offering to their respective components (shares and warrants). Using this approach, the Company attributed no fair value to the warrant portion of the units issued to investors;

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

7. SHARE CAPITAL (CONTINUED)

a) Share capital (continued)

- 32,892,521 common shares from conversion of convertible debentures with a face value of $3,949,629, of which 15,629,521 common shares were issued to an officer, directors, and companies controlled by directors, an officer or a significant shareholder of the Company for conversion of $2,048,909 of convertible debentures. The fair value of units issued was $60,257,646, of which $28,680,826 were allocated to the fair value of share purchase warrants using residual value method; and

- 7,479,621 common shares from the exercise of share purchase warrants for proceeds of $1,421,128, of which 5,541,621 common shares were issued to an officer, a director, and a company controlled by a director of the Company for proceeds of $1,052,908. The fair value of share purchase warrants exercised of $5,749,667 was transferred from reserves to share capital.

b) Restricted Share Units (“RSUs”)

During the three and six months ended June 30, 2026, the Company recognized share-based compensation expense of $132 and $462, respectively (three and six months ended June 30, 2025: $330 and $1,056, respectively) with a corresponding increase to reserves.

	Number of RSUs
RSUs outstanding - December 31, 2024	**50,000**
Settled	(16,666)
RSUs outstanding - December 31, 2025 and June 30, 2026	**33,334**

c) Stock options

Under the Company’s stock option plan, the Company may grant stock options to its directors, officers, employees and consultants to acquire a maximum number of common shares equal to 10% of the total issued common shares of the Company exercisable for a period of up to 10 years from the date of grant, subject to vesting conditions.

A summary of the changes in the stock options is as follows:

	Number of options		Weighted average exercise price
Options outstanding - December 31, 2024	**9,615,000**	**$**	**0.12**
Granted	1,940,000	$	0.47
Exercised	(1,145,000)	$	0.12
Options outstanding - December 31, 2025	**10,410,000**	**$**	**0.18**
Granted	3,388,000	$	0.77
Forfeited	(37,666)	$	0.47
Options outstanding - June 30, 2026	13,760,334	**$**	**0.33**
Options exercisable - December 31, 2025	9,116,667	**$**	**0.14**
Options exercisable - June 30, 2026	9,725,669	**$**	**0.16**

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

7. SHARE CAPITAL (CONTINUED)

c) Stock options (continued)

The following tables summarize information about stock options outstanding and exercisable:

June 30, 2026

	Total options outstanding				**Total options exercisable**			
Range of exercise price	**Number**	**Weighted average remaining contractual life (years)**		**Weighted average exercise price**	**Number**	**Weighted average remaining contractual life (years)**		**Weighted average exercise price**
$0.05-$0.10	4,400,000	6.4	$	0.08	4,400,000	6.4	$	0.08
$0.11-$0.15	2,725,000	4.3	$	0.14	2,725,000	4.3	$	0.14
$0.16-$0.20	700,000	8.4	$	0.18	700,000	8.4	$	0.18
$0.21-$0.25	645,000	1.6	$	0.24	645,000	1.6	$	0.24
$0.26-$0.47	1, 902,334	9.1	$	0.47	1,255,669	9.1	$	0.47
$0.48-$0.90	3,388,000	4.8	$	0.77	-	-	$	-
	13,760,334	**5.8**	**$**	**0.33**	**9,725,669**	**6.0**	**$**	**0.16**

December 31, 2025

	Total options outstanding				**Total options exercisable**			
Range of exercise price	**Number**	**Weighted average remaining contractual life (years)**		**Weighted average exercise price**	**Number**	**Weighted average remaining contractual life (years)**		**Weighted average exercise price**
$0.05-$0.10	4,400,000	6.9	$	0.08	4,400,000	6.9	$	0.08
$0.11-$0.15	2,725,000	4.8	$	0.14	2,725,000	4.8	$	0.14
$0.16-$0.20	700,000	8.9	$	0.18	700,000	8.9	$	0.18
$0.21-$0.25	645,000	2.0	$	0.24	645,000	2.0	$	0.24
$0.26-$0.47	1,940,000	9.6	$	0.47	646,667	9.6	$	0.47
	10,410,000	6.7	$	0.18	9,116,667	6.3	$	0.14

During the three and six months ended June 30, 2026, the Company recorded share-based compensation expense of $223,734 and $356,904, respectively (three and six months ended June 30, 2025: $26,109 and $69,190, respectively) related to vesting of stock options.

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

7. SHARE CAPITAL (CONTINUED)

d) Share purchase warrants

A summary of the changes in the share purchase warrants is as follows:

	Number of share purchase warrants		Weighted average exercise price
Balance - December 31, 2024	**765,285**	**$**	**0.14**
Issued	33,984,099		0.08
Exercised	(2,475,000)		0.10
Balance - December 31, 2025	**32,274,384**	**$**	**0.08**
Issued	66,225,921		0.53
Exercised	(7,479,621)		0.19
Balance - June 30, 2026	**91,020,684**	**$**	**0.39**

As at June 30, 2026, the share purchase warrants outstanding had a weighted average remaining life of 2.6 years. During the six months ended June 30, 2026, conversions of Series A, B, C, and D convertible debentures resulted in the issuance of 32,892,521 share purchase warrants with fair value of $28,680,826 (Note 6). On February 12, 2026, closing of the private placement resulted in the issuance of 33,333,400 share purchase warrants with nil fair value (Note 7a).

8. COMMITMENTS

As part of the acquisition of the Ungava Bay mineral properties, commencing on November 30, 2011, Oceanic must pay advance NSR payments of $200,000 per year, which will be credited against all future NSR payments payable from production (Note 5). These payments are estimated to continue for a rolling five-year period.

The Company's undiscounted contractual commitments were as follows:

June 30, 2026

		Less than 1 year		**1-3 years**		**More than 3 years**		**Total**
Accounts payable and accrued liabilities	$	975,750	$	-	$	-	$	975,750
Due to related parties		347,975		-		-		347,975
Advance royalty payable		200,000		400,000		400,000		1,000,000
	$	1,523,725	$	400,000	$	400,000	$	2,323,725

(Unaudited – Expressed in Canadian Dollars, unless otherwise noted)

9. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

a) Key Management Compensation

Key management includes the Company's directors, Chief Executive Officer and Chief Financial Officer. Compensation awarded to key management is also presented in the table below:

	Three months ended June 30, 2026	Three months ended June 30, 2025	**Six months ended June 30, 2026**	Six months ended June 30, 2025
Directors' fees	**$ 50,389**	$ 7,500	**$ 68,806**	$ 15,000
Consulting, short-term incentives, and management fees	**336,786**	80,000	**496,475**	160,000
Share-based compensation	**202,467**	26,133	**321,277**	68,880
	$ 589,642	$ 113,633	**$ 886,558**	$ 243,880

*Share-based compensation is valued based on the fair value of stock options and RSUs granted to individuals

b) Payments for services by related parties

During the three and six months ended June 30, 2026, the Company incurred consulting fees of $75,000 and $116,667, respectively (three and six months ended June 30, 2025: $25,000 and $50,000, respectively), to Sirocco Advisory Services Ltd. ("Sirocco"), a company controlled by a director of the Company. As at June 30, 2026, the Company owed $25,000 (December 31, 2025: $76,933) to Sirocco relating to unpaid consulting fees.

During the three and six months ended June 30, 2026, the Company incurred consulting fees of $75,000 and $116,667, respectively (three and six months ended June 30, 2025: $25,000 and $50,000, respectively) to the Company's Chief Executive Officer. As at June 30, 2026, the Company owed $83,695 (December 31, 2025: $18,498) to the Chief Executive Officer relating to unpaid consulting fees and expenses.

During the three and six months ended June 30, 2026 and 2025, the Company incurred consulting fees of $15,000 and $30,000, respectively to Timbavati Consult Inc. ("Timbavati"), a company controlled by the Company's former Chief Financial Officer. As at June 30, 2026, the Company owed $5,000 (December 31, 2025: $80,000) to Timbavati relating to unpaid consulting fees.

During the three and six months ended June 30, 2026 and 2025, the Company incurred consulting fees of $15,000 and $30,000, respectively to Fiore Management & Advisory Corp. ("Fiore"), a company controlled by a director of the Company. As at June 30, 2026, the Company owed $5,000 (December 31, 2025: $80,000) to Fiore relating to unpaid consulting fees.

During the three and six months ended June 30, 2026, the Company incurred consulting fees of $17,500 to Glass Cap Consulting Inc. ("Glass Cap"), a company controlled by the Company's Chief Financial Officer. As at June 30, 2026, the Company owed $nil (December 31, 2025: $nil) to Glass Cap relating to unpaid consulting fees.

As at June 30, 2026, the Company owed $26,917 (December 31, 2025: $73,500) in directors' fees to certain directors of the Company.

9. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION (CONTINUED)

b) Payments for services by related parties (continued)

The Company was charged shared lease, overhead, and service costs by Artemis Gold Inc. ("Artemis"), a company with common management and directors. For the three and six months ended June 30, 2026, the Company incurred $15,527 and $26,960, respectively (three and six months ended June 30, 2025: $5,267 and $10,418, respectively) in shared lease, overhead, and service costs. As at June 30, 2026, the Company owed $16,721 (December 31, 2025: $128,760) to Artemis.

As at June 30, 2026, the Company also accrued $185,642 (December 31, 2025: $nil) related to bonuses associated with key management.

10. FINANCIAL RISK MANAGEMENT

The board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

Financial instrument risk exposure

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Company's Board of Directors approves and monitors the risk management processes.

The Company's financial instruments consist of cash, accounts payable and accrued liabilities, amounts due to related parties, and the advance royalty payable. These financial instruments are designated as follows: cash is a financial asset measured at amortized cost, accounts payable and accrued liabilities and amounts due to related parties are financial liabilities measured at amortized cost, the measurement of the advance royalty payable is disclosed in Note 5.

Credit risk

Credit risk arises from the potential for non-performance by counterparties of contractual financial obligations. The Company's exposure to credit risk is on its cash and receivables. The Company has concentration of risk with respect to cash being held with one large Canadian financial institution. The Company's credit risk is mitigated by maintaining its financial liquid assets with highly reputable counterparties. The maximum exposure to credit risk is equal to the carrying value of the financial assets noted above.

Liquidity risk

Liquidity risk is the risk that the Company cannot meet its obligations as they fall due. The Company manages liquidity risk by preparing and maintaining cash forecasts, which illustrate cash spent to date and the Company's cash needs over the short term. Contractual undiscounted cash flow requirements for financial liabilities as at June 30, 2026 are presented in Note 8.

The recoverability of the amounts shown for mineral properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production, all of which are uncertain.

10. FINANCIAL RISK MANAGEMENT (CONTINUED)

Financial instrument risk exposure (continued)

Market risk

Market risk is the risk that the fair market value of the Company's financial instruments will significantly fluctuate due to changes in market prices. The value of the financial instruments can be affected by changes in interest rates, foreign exchange rates and equity and commodity prices. The Company is exposed to market risk in its cash. The Company manages market risk by investing funds with a reputable financial institution that provides competitive rates of return.

Interest rate risk is the risk that the future cash flows from a financial instrument will fluctuate due to changes in market interest rates. Based on amounts outstanding as at June 30, 2026, a 1% change in interest rates on the Company's cash in bank accounts would result in a change of approximately $493,000 in interest earned on an annualized basis.

Fair Value

A three-level hierarchy for fair value measurements exists based upon the significance of inputs used in making fair value measurements:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 – Inputs for the asset or liability that are not based on observable market data.

Fair value is based on available public market information or, when such information is not available, estimated using fair valuation techniques (including option pricing models and present value models) which include assumptions concerning the amount and timing of future cash flows and/or debt conversions, discount rates which factor in the appropriate credit risk, as well as historical volatility rate assumptions as applicable. The carrying values of cash, receivables, prepaid expenses and deposits, accounts payable and accrued liabilities, amounts due to related parties, and advance royalty payable approximate their fair values due to their short-term nature.

11. SUBSEQUENT EVENT

a) Subsequent to period-end, the Company issued 885,333 common shares for proceeds of $125,857 pursuant to the exercise of stock options.