

Certificate of Continuance

Certificat de maintien

Business Corporations Act

Loi sur les sociétés par actions

MONGOOSE MINING LTD.

Corporation Name / Dénomination sociale

1000284485

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en
vigueur le

August 12, 2022 / 12 août 2022

/s/ "V. Quintanilla-W."

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

The Certificate of Continuance is not complete
without the Articles of Continuance

Certified a true copy of the record of the
Ministry of Government and Consumer Services.

/s/ "V. Quintanilla-W."

Director/Registrar



Le certificat de maintien n'est pas complet s'il ne
contient pas les statuts de maintien

Copie certifiée conforme du dossier du
ministère des Services gouvernementaux et des
Services aux consommateurs.

/s/ "V. Quintanilla-W."

Directeur ou registrateur



Articles of Continuance

Business Corporations Act

1. Corporation Name
Mongoose Mining Ltd.

2. Date of Incorporation/Amalgamation
January 16, 2019

3. Name of jurisdiction the corporation is leaving
Canada - British Columbia

4. The continuance was authorized by home jurisdiction on
July 16, 2022

5. The corporation is continued in Ontario under the name
MONGOOSE MINING LTD.

6. Registered Office Address
77 King Street West, 3000, Toronto, Ontario, Canada, M5K 1G8

7. Number of Directors
Minimum/Maximum

Min 1 / Max 10

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 /s/ "V. Quintanilla-W."

Director/Registrar, Ministry of Government and Consumer Services

8. The director(s) is/are:

Full Name John ALLAN
[REDACTED: Personal Address]

Address for Service

Full Name Matthew ALLAS
Address for Service [REDACTED: Personal Address]

Full Name David N. ALWARD
Address for Service [REDACTED: Personal Address]

Full Name Terence COUGHLAN
Address for Service [REDACTED: Personal Address]

Full Name Steve CUMMINGS
Address for Service [REDACTED: Personal Address]

Full Name Gerasimos (gerry) SKLAVOUNOS JR.
Address for Service [REDACTED: Personal Address]

Full Name John VAN DRIESUM
Address for Service [REDACTED: Personal Address]

9. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter

"None":

None.

10. The classes and any maximum number of shares that the corporation is authorized to issue:

An unlimited number of Common Shares and an unlimited number of Preferred Shares

11. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors' authority with respect to any class of shares which may be issued in series. If there is only one class of shares, enter "Not Applicable":

1. The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows: (a) The holders of the Common Shares shall be entitled to vote at all meetings of the shareholders of the Corporation, other than at meetings of the holders of other share classes meeting separately as a class, and at all such meetings each such holder shall have one vote for each Common Share held. (b) Subject to the restrictions appearing in the conditions attaching to any other class of shares of the Corporation, the holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and

payable at such times and at such place or places in Canada as the board of directors may from time to time determine, and subject as aforesaid the board of directors may in its sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation. (c) In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets or property of the Corporation amongst its shareholders for the purpose of winding up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive the assets or property of the Corporation upon such a distribution in priority to the Common Shares, be entitled to receive all remaining property and assets of the Corporation properly distributable to the shareholders of the Corporation. 2. The rights, privileges, restrictions and conditions attaching to the Preferred Shares are as follows: 2.1 The Preference Shares may, at any time, and from time to time, be issued in one or more series, each series to consist of such number of shares as may, before the issue thereof, be fixed by the directors of the Corporation. The directors of the Corporation may, before issuance and subject as hereinafter provided, determine the designation, rights, privileges, restrictions and conditions attaching to the Preference shares of each series including, without limiting the generality of the foregoing: (a) the rate, amount or method of calculation of any dividends, whether cumulative, non-cumulative or partially cumulative, and whether such rate, amount or method of calculation shall be subject to change or adjustment in the future, the currency or currencies of payment, the date or dates and place or places of payment thereof and the date or dates from which any such dividends shall accrue and any preference of such dividends; (b) any rights of redemption and/or purchase and the redemption or purchase prices and terms and conditions of any such rights; (c) any rights of retraction vested in the holders of Preference and the prices and terms and conditions of any such rights and whether any other rights of retraction may be vested in such holders in the future; (d) any voting rights; (e) any conversion rights; (f) any rights to receive the remaining property of the Corporation upon dissolution, liquidation or winding-up and the amount and preference of any such rights; (g) any sinking fund or purchase fund; and (h) any other provisions attaching to any such series of the Preference shares. The whole subject to the issue by the Director appointed under the Business Corporations Act (Ontario) (the "Act") of a certificate of amendment in respect of articles of amendment in prescribed form to designate a series of Preference shares.

12. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

No securities of the corporation, other than non-convertible debt securities, if any, shall be transferred without (i) the express approval of the board of directors of the Corporation, to be signified by a resolution duly passed at a meeting of the board of directors or by instrument or instruments in writing signed by all of the directors, or (ii) the express approval of the shareholders of the Corporation entitled to vote at a meeting to be signified by an ordinary resolution duly passed at a meeting of the shareholders or by instrument or instruments in writing signed by the holders of at least a majority of the shares of the Corporation entitled to vote on the resolution at a meeting of the shareholders.

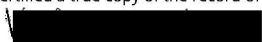
13. Other provisions

None.

14. The corporation is to be continued under the Business Corporations Act to the same extent as if it had been incorporated under this Act.

15. The corporation has complied with subsection 180(3) of the Business Corporations Act.

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 /s/ "V. Quintanilla-W."
Director/Registrar, Ministry of Government and Consumer Services

The articles have been properly executed by the required person(s).

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Supporting Document -Constating Document from Governing Jurisdiction

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/s/ "V. Quintanilla-W."

Director/Registrar, Ministry of Government and Consumer Services

Supporting Information - Nuans Report Information

Nuans Report Reference #

121629805

Nuans Report Date

June 23, 2022

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 /s/ "V. Quintanilla-W."

Director/Registrar, Ministry of Government and Consumer Services