



**ANNUAL INFORMATION FORM
FOR THE FINANCIAL YEAR ENDED
JUNE 30, 2022**

November 14, 2022

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EXPLANATORY NOTES

Unless otherwise stated with a specified date, the information in this annual information form (the “**Annual Information Form**” or “**AIF**”) is stated as of the financial year end of June 30, 2022. Unless otherwise indicated, references herein to “\$” or “dollars” are to Canadian dollars.

The information presented herein reflects the details of the financial year ended June 30, 2022 of Sanu Gold Corp. (the “**Corporation**”). Unless otherwise noted or the context otherwise indicates, the “Corporation”, “we”, “us” and “our” refer to Sanu Gold Corp.

For an explanation of the capitalized terms and expressions and certain defined terms, please refer to the “Glossary of Terms” at Appendix “A” and “Glossary of Technical Terms” at Appendix “B” of this Annual Information Form.

Scientific and Technical Information

Scientific and technical information relating to the Banta Baye Property contained in this Annual Information Form is derived from, and in some instances is a direct extract from, and based on the assumptions, qualifications and procedures set out in, the technical report (the “**Technical Report**”) entitled “Technical Report NI 43-101 for the Banta Baye Gold Project, Republic of Guinea” with an effective date of May 30, 2022, prepared by Michael Cantey, B. Sc. and Siaka Diawara, B.Sc. (the “**Authors**”) and peer reviewed by Beau Nicholls, B. Sc. Reference should be made to the full text of the Technical Report, which is available for review under the Corporation’s profile on SEDAR at www.sedar.com.

Forward-Looking Statements

Except for statements of historical fact relating to the Corporation, certain statements in this Annual Information Form may constitute forward-looking information, future oriented financial information, or financial outlooks (collectively, “**forward-looking information**”) within the meaning of Canadian securities laws. Forward-looking information may relate to this Annual Information Form, the Corporation’s future outlook and anticipated events or results and, in some cases, can be identified by terminology such as “may”, “will”, “could”, “should”, “expect”, “plan”, “anticipate”, “believe”, “intend”, “estimate”, “projects”, “predict”, “potential”, “targeted”, “possible”, “continue”, or the negative of those word or other similar expressions concerning matters that are not historical facts and include, but are not limited in any manner to, those with respect to commodity prices, capital and operating expenditures, the timing of receipt of permits, rights and authorizations, and any and all other timing, development, operational, financial, economic, legal, regulatory and political factors that may influence future events or conditions, as such matters may be applicable. In particular, this Annual Information Form contains forward-looking statements pertaining to the following:

- the principal business carried on and intended to be carried on by the Corporation;
- the use of knowledge of management of the Corporation to leverage the attributes of the Banta Baye Property; and
- expectations generally regarding the ability and intention to raise further capital for corporate purposes.

Such forward-looking statements are based on a number of material factors and assumptions, and include the ultimate determination of mineral resources, if any, the availability and final receipt

of required approvals, licenses and permits, sufficient working capital to develop and operate any proposed mine, access to adequate services and supplies, economic conditions, commodity prices, foreign currency exchange rates, interest rates, access to capital and debt markets and associated costs of funds, availability of a qualified work force, and the ultimate ability to mine, process and sell mineral products on economically favourable terms. While the Corporation considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect. Actual results may vary from such forward-looking information for a variety of reasons, including but not limited to risks and uncertainties disclosed in this Annual Information Form. Forward-looking statements are based upon management's beliefs, estimates and opinions on the date the statements are made and the Corporation does not intend, and undertakes no obligation to update any forward-looking information to reflect, among other things, new information or future events, other than as and to the extent required by Canadian securities laws. Investors are cautioned against placing undue reliance on forward-looking statements. See "*Risk Factors*".

Presentation of Financial Information

The Corporation presents its financial statements in Canadian dollars. All dollar figures in this Annual Information Form are in Canadian dollars, unless otherwise indicated. All of the financial data contained in this Annual Information Form relating to the Corporation and Gainde have been prepared using IFRS.

CORPORATE STRUCTURE

Name, Address and Incorporation

The Corporation was incorporated on September 25, 2018 under the *Business Corporations Act* (British Columbia) under the name Hibiki Capital Corp. The Corporation changed its name to "Sanu Gold Corp." on April 29, 2021. The head office of the Corporation is located at Suite 918, 1030 West Georgia Street, Vancouver, British Columbia V6E 2Y3. The registered and records office is located at Suite 1008, 550 Burrard Street, Vancouver, British Columbia V6C 2B5.

Intercorporate Relationships

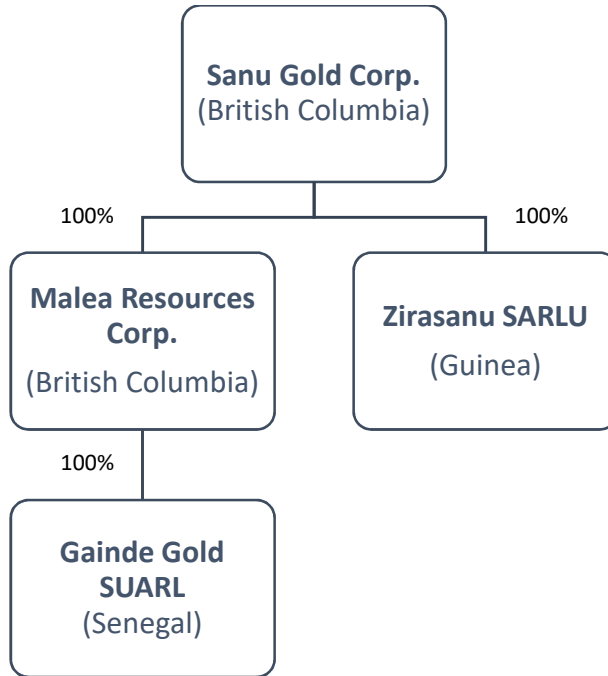
The Corporation has three wholly-owned subsidiaries, Malea Resources Corp. ("**Malea**"), Gainde Gold SUARL ("**Gainde**"), and Zirasanu SARLU ("**Zirasanu**").

Malea was incorporated under the *Business Corporations Act* (British Columbia) on June 23, 2021.

Gainde is a "société unipersonnelle à responsabilité limitée" that was incorporated under the laws of Senegal on April 3, 2018. Gainde initially held the interests in the Corporation's mineral exploration projects, which interests were subsequently assigned to Zirasanu.

Zirasanu is a "société à responsabilité limitée unipersonnelle" that was incorporated under the laws of Guinea on February 4, 2022. Gainde assigned to Zirasanu its interests in the Technical and Financial Partnership Agreement, Daina Partnership Agreement and Diguifara Partnership Agreement.

The current organizational structure of the Corporation is as follows:



GENERAL DEVELOPMENT OF THE BUSINESS

Three Year History

Financial year Ended June 30, 2020

At June 30, 2020, the Corporation had cash of \$627 and accounts payable and accrued liabilities of \$10,389 with contractual maturities of less than one year. The Corporation had an accumulated deficit of \$11,762. The comprehensive loss for the fiscal year was \$1,011 with \$628 in total assets.

At June 30, 2020 the Corporation had \$2,000 of loans payable to an arm's length party that was unsecured, non-interest bearing, and with no fixed terms of repayment.

Financial year Ended June 30, 2021

On June 15, 2021, the Corporation completed a non-brokered private placement of 10,500,000 Common Shares at a price of \$0.02 per Common Share for gross proceeds of \$210,000. See "Prior Sales".

On June 24, 2021, the Corporation completed a non-brokered private placement of 4,225,000 Common Shares at a price of \$0.05 per Common Share for gross proceeds of \$211,250. See "Prior Sales".

At June 30, 2021, the Corporation had cash of \$694,113 and accounts payable and accrued liabilities of \$138,669 with contractual maturities of less than one year. The Corporation had an accumulated deficit of \$37,729, share capital of \$416,001, and subscriptions received of \$402,525 amounting to a net shareholders' equity of \$780,797. The comprehensive loss for the fiscal year

was \$25,967 with \$1,022,966 in total assets.

During the year ended June 30, 2021, the Corporation received loans of \$100,000, \$25,000, and \$1,500 from an arm's length party under the same terms as the \$2,000 loan outstanding at June 30, 2020. On June 24, 2021, \$25,000 of the loan was settled through the issuance of 500,000 Common Shares at a cost of \$0.05 per share, as part of the June 24, 2021 private placement discussed above.

Prior to entering into the Share Exchange Agreement for the acquisition of Gainde on July 2, 2021, the Corporation had advanced \$350,570 to Gainde which carried interest at 5% per annum, payable upon repayment of the loan.

Financial Year Ended June 30, 2022

On July 2, 2021, \$100,000 of the loan owing by the Corporation was settled through the issuance of 1,000,000 common shares at a cost of \$0.10 per share, as part of the July 2, 2021 private placement. The remaining \$3,500 of the loans were repaid on November 25, 2021.

On July 2, 2021, the Corporation completed a non-brokered private placement of 6,975,000 Common Shares at a price of \$0.10 per Common Share for gross proceeds of \$697,500.

On July 2, 2021 the Corporation and its wholly-owned subsidiary Malea, entered into a share exchange agreement with the shareholders of Gainde (the "**Share Exchange Agreement**"), whereby the Corporation purchased all of the issued and outstanding shares of Gainde. The shareholders of Gainde at the time were Fatou Sylla Gueye (now a director of the Corporation), Martin Pawlitschek (now the CEO and a director of the Corporation) and Dusko Ljubojevic. The transaction resulted in Gainde becoming a wholly-owned subsidiary of the Corporation effective October 21, 2021.

The Share Exchange Agreement was an arms' length transaction. It was negotiated by arms' length business parties. There was no independent valuation completed. Each of the parties to paid their own costs and expenses to negotiate and prepare the Share Exchange Agreement and carry out the transaction therein. The Corporation issued 16,300,000 Common Shares as consideration shares under Share Exchange Agreement.

On December 8, 2021, the Corporation issued an aggregate of 9,875,000 Subscription Receipts at a price of \$0.33 per Subscription Receipt and received gross proceeds of \$3,258,750 from the sale of the Subscription Receipts pursuant to the Subscription Receipt Financing. The gross proceeds from the sale of the Subscription Receipts were deposited in escrow and held by the Escrow Agent, with such Escrowed Funds not to be released until the satisfaction of the Escrow Release Conditions at which time the balance of the Escrowed Funds together with the interest earned therein will be accessible by the Corporation in accordance with the terms of the Subscription Receipt Agreement. As described below, the Escrow Release Conditions were met and the net proceeds released to the Corporation on June 28, 2022.

On December 8, 2021, the Corporation issued an aggregate of 10,125,000 Special Warrants at a price of \$0.33 per Special Warrant and received gross proceeds of \$3,341,250 from the sale of the Special Warrants pursuant to the Special Warrant Financing. Finder's fees of \$44,510 were paid to certain finders in connection with the Special Warrant Financing.

On January 7, 2022, the Corporation issued an aggregate of 341,000 Special Warrants pursuant

to the Crowdfunding Distribution. Under the Crowdfunding Distribution, the Corporation issued 191,000 Special Warrants at a price of \$0.33 per Special Warrant and received gross proceeds of \$63,030. Also under the Crowdfunding Distribution, the Corporation issued 150,000 Special Warrants at a deemed price of \$0.33 per Special Warrant to Vested Technology Corp., as compensation for it providing the crowdfunding portal used for the Crowdfunding Distribution.

On June 23, 2022, the Corporation received a final receipt from the British Columbia Securities Commission for the Final Prospectus and became a reporting issuer in British Columbia, Alberta and Ontario. On June 28, 2022, the Corporation's Subscription Receipts converted into 9,875,000 Common Shares with net proceeds of \$3,254,006.18 released to the Corporation by the Escrow Agent. A further 10,466,000 Common Shares were issued on the conversion of outstanding Special Warrants.

Events Subsequent to Financial Year ended June 30, 2022

The Corporation's Common Shares listed on the Canadian Securities Exchange ("**Exchange**") on July 12, 2022.

On September 12, 2022, the Corporation announced that it had retained Renmark Financial Communications Inc. to provide investor relations services.

On September 15, 2022, the Corporation announced that it had acquired an initial 51% interest in each of the Banta Baye Property, Daina Property and Diguifara Property. At the same time, the Corporation also announced that Gainde had assigned its interests in the Technical and Financial Partnership Agreement, Daina Partnership Agreement and Diguifara Partnership Agreement to Zirasanu, a wholly-owned subsidiary of the Corporation.

On October 6, 2022, the Company qualified to trade on the OTCQB market ("**OTCQB**") in the United States.

BUSINESS OF THE CORPORATION

The Corporation

The Corporation is a junior mining, exploration and development company that has interests in three drill ready gold exploration projects in Guinea, West Africa. The Corporation's primary project is the Banta Baye Property, as discussed further below. The other projects are known as the Diguifara Property and the Daina Property. The principal business carried on and intended to be carried on by the Corporation is the exploration for and development of base and precious mineral resources in Guinea. All of the Corporation's exploration projects are held through Zirasanu, as Zirasanu was assigned such interests by Gainde, both wholly-owned subsidiaries of the Corporation.

The Corporation intends to consider and follow the recommendations included in the Technical Report in exploring and developing the Banta Baye Property. See "*Banta Baye Property*". The Corporation will also conduct exploration on the Daina Property and the Diguifara Property.

The Corporation was listed on the Exchange on July 12, 2022 (the "**Listing Date**") under the symbol "SANU" and on October 6, 2022, the Company qualified to trade on the OTCQB under the symbol "SNGCF".

Gainde History and Banta Baye Property

Gainde is a “société à responsabilité limitée” currently focusing its exploration activities on precious metals in Guinea, West Africa. Gainde was established under the laws of Senegal on April 3, 2018.

The operating and investment activities of Gainde were funded by loans provided by the founding shareholders, as well as cash loans provided by the Corporation, which from January 1, 2021 to September 30, 2021 totaled of XOF 336,368,451 (CAD \$756,360). Gainde had a cash balance (i.e. working capital) of XOF 38,880,145 (CAD \$87,426) at the end of the period which is the result of cash loans advanced by the Corporation.

Gainde's expected cash resources are sufficient to meet its working capital and mineral property requirements for the next year (from September 30, 2021), however Gainde has no source of revenue and therefore management will continue to seek new sources of capital to maintain its operations and to further the development and acquisition of its mineral properties.

During the period January 1, 2021 to September 30, 2021 Gainde incurred a net loss of XOF 150,857,569 (CAD \$339,219), compared to a net loss over the same period in 2020 of XOF 83,381,469 (CAD \$187,492). The increase in the loss for the period in 2021 was primarily the result of the increased commercial activity and associated expenditures in relation to negotiations, legal costs, due diligence cost and independent experts reports required to secure the Technical and Financial Partnership Agreement, the Daina Partnership Agreement and the Difufara Partnership Agreement.

Furthermore, Gainde completed significant investments into the exploration permits of its Guinea partners Ressources Mining SARL (“**Ressources Mining**” or “**RMS**”), Mansa Sanou Exploration, SARLU and Nature Exploration & Discovery, SARLU, for a total of XOF 200,711,360 (CAD \$451,321). The investments were made across the three permits, but with the bulk (54%) going towards the Banta Baye Property.

On July 19, 2020, Gainde entered into a binding and exclusive option deed (the “**Option Deed**”) with the owners of the permit, Ressources Mining, whereby Gainde was granted exclusive rights to acquire 85% of Ressources Mining's exploration permit for the Banta Baye Property located in Guinea, West Africa. Subsequently the companies completed and signed a full technical and financial partnership agreement (the “**Technical and Financial Partnership Agreement**”) which was signed on February 15, 2021, amended on March 18, 2021 and approved by the Minister of Mines on March 19, 2021.

Gainde has the right to acquire up to 85% interest, upon completion of a Definitive Feasibility Study, in Ressources Mining, by funding a staged work program with key minimum milestone definitions. On a formal decision to mine, Ressources Mining would be required to fund its share of mine construction or elect to dilute to a 1.5% Net Smelter Royalty. Further details of the Technical and Financial Partnership Agreement and Option Deed are set out below.

Stage 1

A 51% interest can be earned by completing a minimum work program to the value of U.S. \$400,000 within 18 months of signing of a formal joint venture agreement or contract. The formal JV agreement will define a minimum work commitment which will include geochemical sampling, geological mapping, auger or RAB drilling, RC drilling, and diamond drilling, sample analysis and

geophysical surveys. Gainde has the right to direct the work program and its priorities, while RMS personnel and its contractors will carry out the exploration and administrative management.

The option will expire if Gainde fails to fulfill the minimum expenditure requirements and drilling commitments. This 51% interest has been earned, as announced by the Corporation on September 15, 2022.

Stage 2

A 75% interest can be earned by investing a further U.S. \$600,000 into the exploration and development of the permit within 18 months of meeting the stage 1 earn-in requirements. The program will include further drilling, mapping, potentially trenching as well as geochemical and geophysical surveys. A partial completion of the stage 2 earn-in expenditure will earn Gainde a pro-rated additional interest.

Stage 3

An interest of 80% can be earned by Gainde by funding additional exploration and evaluation programs to the value of U.S. \$1,000,000 or by completing a maiden resource estimate and a preliminary economic assessment within 18 months of the completion of the stage 2 earn-in.

Completion of a Definitive Feasibility Study

Gainde has the right to earn an additional 5% stake, for a total of 85%, by completing a Definitive Feasibility Study.

Decision to Mine

On completion of a suitable economic feasibility study RMS can apply for the exploitation permit. On granting of the exploitation permit the government of Guinea will be entitled in a 15% interest in the joint venture company. The agreement stipulates that RMS and Gainde will dilute their interests on a pro-rata basis to accommodate the government interest.

RMS will be required to fund its share of the mine construction capital expenditure or alternatively can elect to dilute to a 1.5% Net Smelter Royalty.

Payments

During the earn-in phase of the Option Deed, Gainde is required to make the following payments to RMS:

1. U.S. \$5,000 on signature of the Option Deed. This payment has already been made.
2. U.S. \$5,000 after the initial three months of exclusivity, to extend the exclusivity by a further three months. This payment has already been made. This payment will be treated as an advance on subsequent payments.
3. U.S. \$20,000, minus any amounts paid under item 2 above, are due on signature of a formal joint venture agreement.
4. U.S. \$55,000 are due on Gainde completing its stage 1 earn-in phase.

The owner of the permits retains the rights to alluvial gold within the top 14m of the surface and by prior agreement with Gainde and the companies as to the delimitation of the perimeters of any alluvial exploitation areas.

Daina Property

The Corporation has an interest in the Daina Property through a technical and financial partnership agreement between Gainde and the owner of an exploration permit for the Daina project, Mansa Sanou Exploration, SARLU (the “**Daina Partnership Agreement**”). The Daina Partnership Agreement is dated April 29, 2021. Gainde assigned its interest in the Daina Partnership Agreement to Zirasanu.

The terms of the Daina Partnership Agreement are effectively identical to those of the Banta Baye Technical and Financial Partnership Agreement. Please refer to the description of the Banta Baye Technical and Financial Partnership Agreement set out above. A 51% interest has been earned in the Daina Property, as announced by the Corporation on September 15, 2022.

The Corporation commenced certain exploration activities (termite mound sampling, field mapping, rock chip sampling, auger drill program, RC drill program) on the Daina Property in calendar Q1, Q2 and Q3 2022.

Diguifara Property

The Corporation has an interest in the Diguifara project through a technical and financial partnership agreement between Gainde and the owner of an exploration permit for the Diguifara project, Nature Exploration & Discovery, SARLU (the “**Diguifara Partnership Agreement**”). The Diguifara Partnership Agreement is dated April 29, 2021. Gainde assigned its interest in the Diguifara Partnership Agreement to Zirasanu.

The terms of the Diguifara Partnership Agreement are effectively identical to those of the Banta Baye Technical and Financial Partnership Agreement. Please refer to the description of the Banta Baye Technical and Financial Partnership Agreement set out above. A 51% interest has been earned in the Diguifara Property, as announced by the Corporation on September 15, 2022.

The Corporation commenced certain exploration activities (termite mound sampling, field mapping, rock chip sampling, auger drill program) on the Diguifara project in calendar Q1, Q2 and Q3 2022.

Specialized Skills and Knowledge

Successful exploration, development and operation of the Corporation’s projects will require access to personnel in a wide variety of disciplines, including geologists, geophysicists, engineers, drillers, managers, project managers, accounting, financial and administrative staff, and others. Since the project locations are also in jurisdictions familiar with and friendly to resource extraction, management believes that the Corporation’s access to the skills and experience needed for success is sufficient.

Competitive Conditions

The Corporation competes for financing with other exploration companies, many of whom have more advanced properties. There is no assurance that additional capital or other types of

financing will be available to the Corporation if needed or that, if available, the terms of such financing will be favourable to the Corporation. See “*Risk Factors*”.

Business Cycles

The mining business is subject to mineral price and investment climate cycles. The marketability of minerals and mineral concentrates is also affected by worldwide economic and demand cycles. In recent years, the significant demand for minerals in some countries (notably China and India) has driven increased commodity prices. It is difficult to assess if the current commodity price trends are long-term trends, and there is uncertainty as to the recovery, or otherwise, of the world, and particularly the Chinese economy. If the global economic conditions weaken and commodity prices decline as a consequence, a continuing period of lower prices could significantly affect the economic potential of the Corporation’s Banta Baye Property, Daina Property and Diguifara Property.

Economic Dependence

As the Corporation’s business is at the exploration stage, the Corporation’s business is not substantially dependent on any sales contract such as a contract to sell the major part of its products or services or to purchase the major part of its requirements for goods, services or raw materials, or on any franchise or license or other agreement to use a patent, formula, trade secret, process or trade name upon which its business depends. However, the Corporation is dependent on the Technical and Financial Partnership Agreement, the Daina Partnership Agreement and the Diguifara Partnership Agreement through which the Corporation and Zirasanu derive their interests in their mineral exploration properties.

Environmental Protection

Environmental risk is inherent with mineral exploration operations. The current and future operations of the Corporation and Zirasanu require permits from various governmental authorities. Such operations are governed by laws and regulations that govern exploring, prospecting, mining, development, production, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, mine safety, and other matters. There can be no assurance that all permits that the Corporation requires for future exploration and development of its mineral exploration properties will be obtainable on reasonable terms or that such laws and regulations would not have an adverse effect on the operations of the Corporation.

The legal framework governing this area is constantly developing, therefore the Corporation is unable to fully ascertain any future liability that may arise from the implementation of any new laws or regulations, although such laws and regulations are typically strict and may impose severe penalties (financial or otherwise). The proposed activities of the Corporation, as with any exploration, may have an environmental impact which may result in unbudgeted delays, damage, loss and other costs and obligations including, without limitation, rehabilitation and/or compensation. There is also a risk that the operations of the Corporation and financial position may be adversely affected by the actions of environmental groups, artisanal miners, community groups or any other group or person opposed in general to the activities of the Corporation.

Employees

The Corporation currently has one consultant and no direct employees.

Foreign Operations

The Corporation's exploration activities are located in Guinea, West Africa. Zirasanu, which holds the interests in the Corporation's mineral exploration projects, through the Technical and Financial Partnership Agreement, the Daina Partnership Agreement and the Diguifara Partnership Agreement was established under the laws of Guinea.

MINERAL PROPERTIES

The following is a description of the Corporation's current mineral properties and the nature of the Corporation's interests in such properties.

For the purposes of mineral project disclosure required to be included in this Annual Information Form, the Banta Baye Property is the Corporation's sole material project.

Banta Baye Property

Current Technical Report

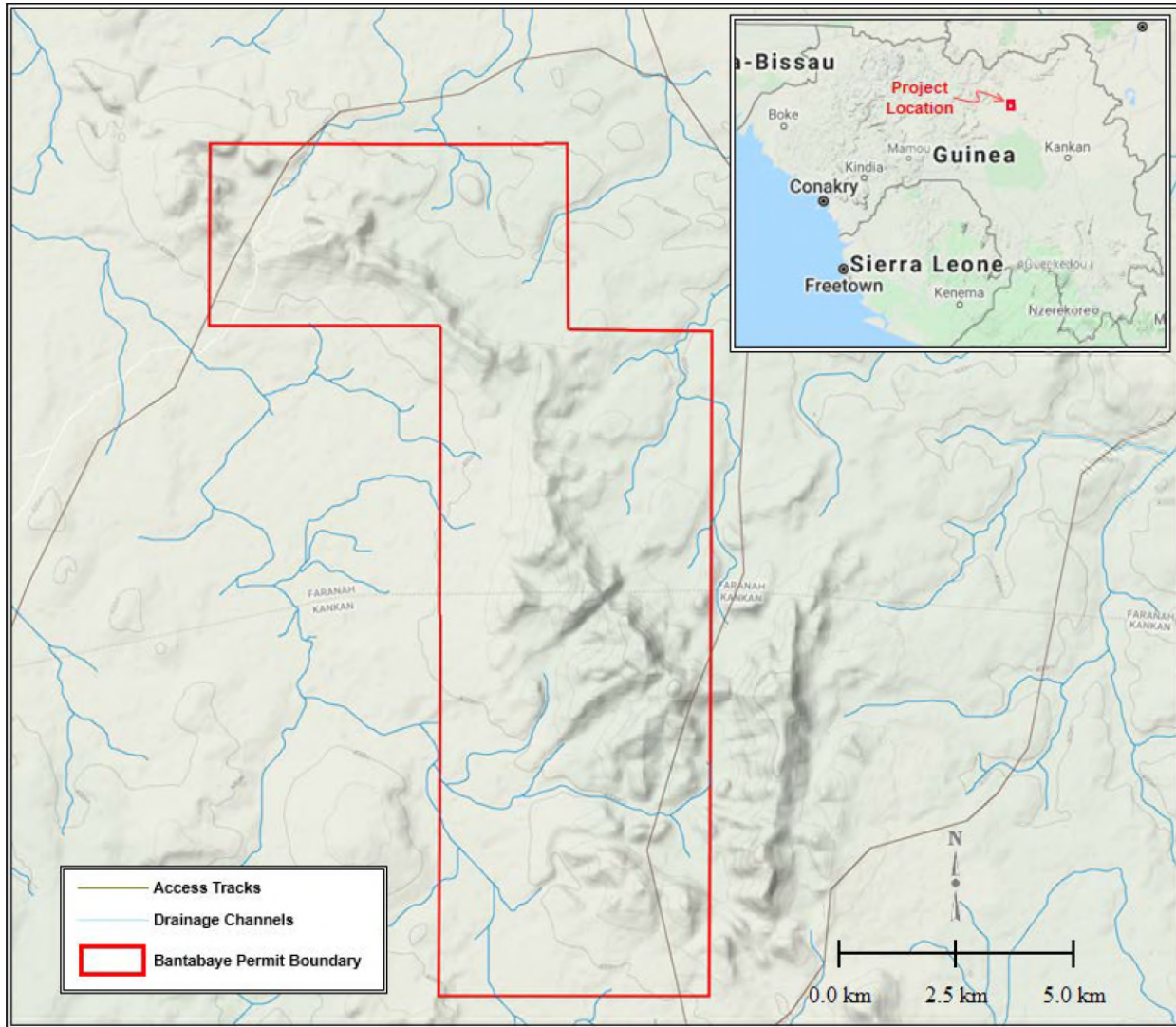
Unless otherwise stated, the information that follows in this section relating to the Banta Baye Property is derived from, and in some instances is an extract from, the Technical Report. The Technical Report was prepared for the Corporation by the Authors. The Authors reviewed and approved the scientific and technical information contained in this Prospectus and are "qualified persons" and "independent" of the Corporation within the meanings of National Instrument 43-101 – *Standards for Disclosure for Mineral Projects* ("NI 43-101").

The following information is based on the assumptions, qualifications and procedures which are set out in the Technical Report and are not fully described herein. The following information does not purport to be a complete summary of the Technical Report. Reference should be made to the full text of the Technical Report, which has been filed with certain Canadian securities regulatory authorities pursuant to NI 43-101 and is available for review under the Corporation's profile on SEDAR at www.sedar.com.

Property Description and Location

The Banta Baye Property covers a total surface area of 99.9 km² and is located approximately 70 km to the northwest of the Kouroussa township of the Republic of Guinea.

Figure 1: Banta Baye Permit (Sahara, 2020)



Environmental Liabilities

The Authors of the Technical Report state that they are not aware, nor were they made aware, of any environmental liabilities associated with the Banta Baye Property.

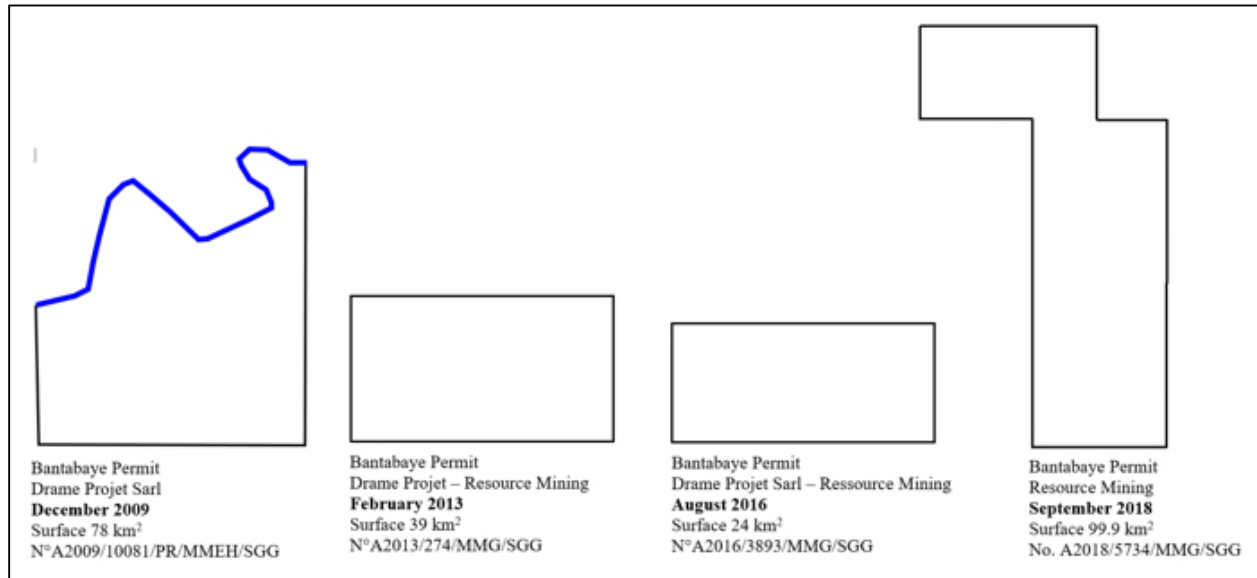
Permitting

The permit in respect of the Banta Baye Property (the “**Banta Baye Permit**” or the “**Permit**”) is located in the prefecture of Kouroussa in the Republic of Guinea, for which the exploration permit N° A2018 /5734 / MMG / SGG dated September 12, 2018 has been granted to the company Ressources Mining SARL (“**Ressources Mining**” or “**RMS**”). The Permit covers a surface area of 99.6 km² and documentation for the renewal was lodged prior to September 11, 2021 for renewal of a further two years. The Permit can be renewed for an additional and final two year period prior to September 11, 2023.

The Banta Baye Permit was first granted to Drame Project SARL by decree

N°A2009/10081/PR/MMEH/ SGG in December 2009. The Permit covered a surface area of 78km² and was valid for two years renewable. On February 25, 2013, the Permit was renewed by Arrete N°A2013/ 274/MMG/SGG for a further two-year period and the surface area reduced to 39km². On August 5, 2016, the Permit was renewed by Arrete N°A2016/3893/MMG/SGG for a further two-year and the surface area reduced to 24 km². In September 2018, the Ministry of Mines approved the surface extension of the Permit from 24km² to 99.9km².

Figure 2: Banta Baye Permit – Summar of Tenement Status



On 19 July 2020, Gainde entered into a binding and exclusive Option Deed with the owners of the Permit, RMS, whereby Gainde was granted exclusive rights to acquire 85% of RMS's Banta Baye Permit. Subsequently, the companies completed and signed a full Technical and Financial Partnership Agreement which was signed on 15 February 2021 and approved by the Minister of Mines 19 March 2021.

Gainde (as the Technical and Financial Partnership Agreement was assigned to Zirasanu) has the right to acquire up to 85% interest, upon completion of a Definitive Feasibility Study, in RMS, by funding a staged work program with key minimum milestone definitions. On a formal decision to mine RMS would be required to fund its share of mine construction or elect to dilute to a 1.5% Net Smelter Royalty.

Stage 1

A 51% interest can be earned by completing a minimum work program to the value of US \$400,000 within 18 months of signing of a formal joint venture agreement or contract. The formal joint venture agreement defines a minimum work commitment which includes geochemical sampling, geological mapping, auger or RAB drilling, RC drilling, and diamond drilling, sample analysis and geophysical surveys. Gainde has the right to direct the work program and its priorities, while RMS personnel and its contractors will carry out the exploration and administrative management.

The option will expire if Gainde fails to fulfill the minimum expenditure requirements and drilling commitments. A 51% interest has been earned as announced by the Corporation on September

15, 2022.

Stage 2

A 75% interest can be earned by investing a further US \$600,000 into the exploration and development of the Permit within 18 months of meeting the stage 1 earn-in requirements. The program will include further drilling, mapping, potentially trenching as well as geochemical and geophysical surveys. A partial completion of the stage 2 earn-in expenditure will earn Gainde a pro-rated additional interest.

Stage 3

An interest of 80% can be earned by Gainde by funding additional exploration and evaluation programs to the value of US \$1,000,000 or by completing a maiden resource estimate and a preliminary economic assessment (“**PEA**”) within 18 months of the completion of the stage 2 earn-in.

Completion of a DFS

Gainde has the right to earn an additional 5% stake, for a total of 85%, by completing a Definitive Feasibility study.

Decision to Mine

On completion of a suitable economic feasibility study RMS can apply for the exploitation permit. On granting of the exploitation permit the Government of Guinea will be entitled in a 15% interest in the joint venture company. The agreement stipulates that RMS and Gainde will dilute their interests on a pro-rata basis to accommodate the government interest.

RMS will be required to fund its share of the mine construction capital expenditure or alternatively can elect to dilute to a 1.5% Net Smelter Royalty.

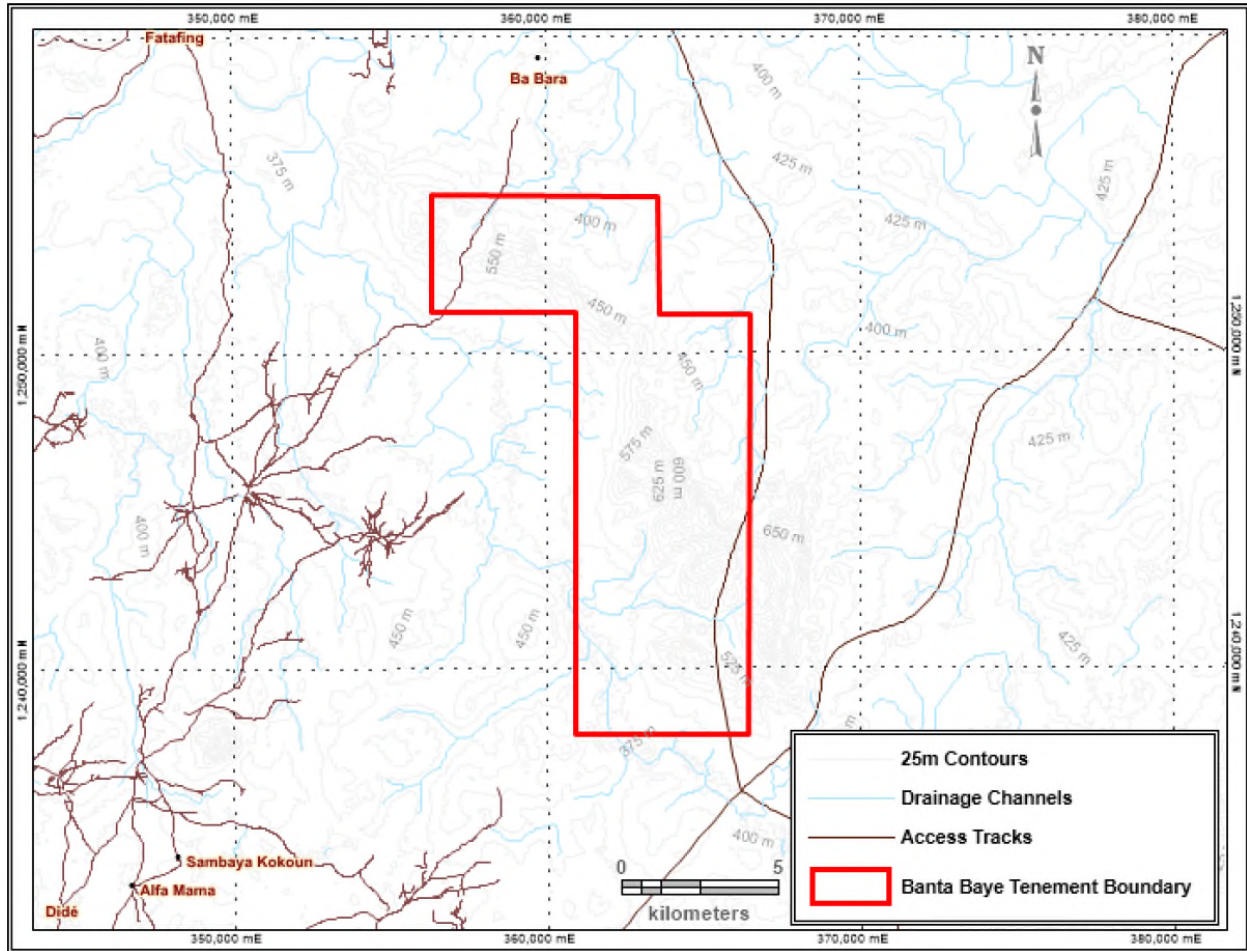
Payments

During the earn-in phase of the Option Deed, Gainde is required to make the following payments to RMS:

- 1) US \$5,000 on signature of the Option Deed agreement. This payment was made.
- 2) US \$5,000 after the initial three months of exclusivity, to extend the exclusivity by a further three months. This payment will be treated as an advance on subsequent payments. This payment is completed.
- 3) US \$20,000 minus any amounts paid under 2.) are due on signature of a formal Joint Venture agreement. This payment is completed.
- 4) US \$55,000 are due on Gainde completing its stage 1 earn-in phase.

The owner of the permits retains the rights to alluvial gold within the top 14 m of the surface and by prior agreement with Gainde and the companies as to the delimitation of the perimeters of any alluvial exploitation areas.

Figure 3: Banta Baye Permit Map



Royalties

The following duties, taxes, fees and contributions are imposed on all mining substances extracted and on the holders of mining titles and their direct subcontractors (*Article 158*):

- Fixed fees and duties.
- Surface royalties.
- Taxes on mining substances.
- Export taxes on artisanal products.
- Tax on industrial and commercial benefits. Tax on dividends (IRVM).
- Lump-sum (VF).
- Contribution for professional training. Single tax on vehicles.
- Contributions for social security.
- Registration tax on imports at 0.5% of their C.I.F value.
- Import tax at the flat rate of 5.6%.

The Authors are not aware, nor have there been made aware, of any other agreements that have a material influence on the potential prospectivity of the Property.

The holders of mineral rights are subject to several fees and taxes (*Mineral and Mining Act 2006, Articles 22-25*):

- An annual mineral right fee and the payment shall be made to the Minerals Commission.
- A holder of a mining lease, restricted mining lease or small-scale mining lease shall pay royalty in respect of minerals obtained from its mining operations.
- A holder of a mining lease, restricted mining lease or small-scale mining Permit shall pay royalty that may be prescribed in respect of minerals obtained from its mining operations to the Republic, except that the rate of royalty shall not be more than 6% or less than 3% of the total revenue of minerals obtained by the holder.

Other Significant Factors

As far as known to Sahara, all permits required to undertake exploration activities on the Property have been obtained. To the extent known to Sahara, there are no other significant factors and risks that may affect access, title, or the right or ability to perform work on the Property. Though there is significant artisanal mining activity, artisanal miners use hand tools and are limited to shallow workings, not utilising heavy equipment, not impeding exploration activities, and can be removed with the cooperation of community leaders and local authorities as the project progresses.

Accessibility, Physiography & Climate, Local Resources, and Infrastructure

Property Access

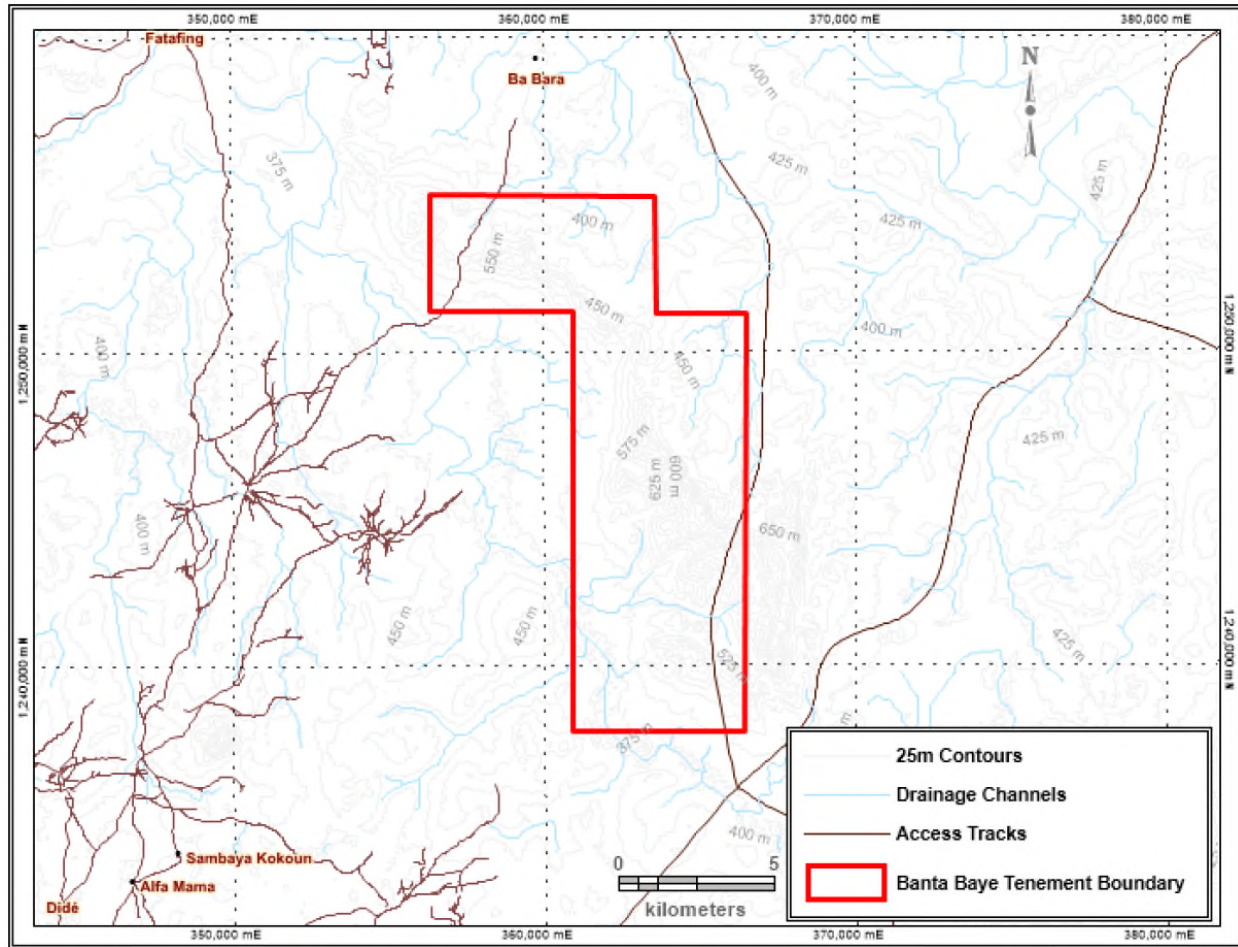
The best road access to the Banta Baye Permit is from the Capital city of Mali, Bamako, is via the 516 km long drive into the permit area. Access from Bamako is via an international highway from Bamako to Kouroussa, a total distance of 422 km. The rest of the access route from Kouroussa is along dirt tracks through the town Alfa Mama to access the permit area from the western side.

Kouroussa and the Banta Baye Permit can also be accessed from the Capital of Guine, Conakry, via national road one which is currently undergoing extensive road works and secondary unpaved roads to the permit areas. The Tinkisso River passes close to the Permit and inhibits access to the Permit during the wet season when only small vehicles and loads can be transported by small barges across the river. During the dry season there is a ford that allows vehicles and trucks to cross the river and reach the Banta Baye Property.

Physiography & Climate

According to the Shuttle Radar Topographic Mission data (SRTM 1-arc Second), the elevations over the Property area ranges approximately between 360 m and 665 m above sea level. The Permit area is drained by a series of rivers and streams prominent among them is the Tinkisso River that drains the northern and western portions of the permit area that limits access during the raining season.

Figure 4: Banta Baye Permit - Physiography (Sahara, 2020)



The general climate over the Kouroussa Region is Savanna and it supports a wide range of subsistence and cash crop farming, producing rice, groundnuts, onions and millet, as well as supporting larger scale cotton farming and cattle ranching by both locals and semi-nomadic Fula people whose largest population centers is in the nearby Fouta Djallon highlands.

The climate is wet-and-dry tropical, with well-defined monsoonal rainy seasons. The annual raining season over the permit area typically extends between June to October while the dry season is typically between November to May. Average temperatures range between a maximum of 37°C and a minimum average of 21°C.

Local Infrastructure and Services

The Banta Baye Property is located approximately 50 km from the Kouroussa township which has a population of approximately 39,611 inhabitants (2014 estimates). Kouroussa is a significant mining town with limited supporting infrastructure such as reliable electricity supply, commercial banks and commercial analytical laboratories (the closest certified analytical laboratory is located in Bamako in Mali).

History

Systematic exploration over the Banta Baye Permit area commenced in 2011 when Resource

Mining Sarl picked up the Permit. The following summarizes all exploration activities to date.

Exploration by Resource Mining Sarl (2011)

The initial sampling program covered the entire Permit on a sampling grid of 1,000 x 80 m from which a total 1,071 samples were collected. Samples were analyzed using “LeachWell geochemical analysis LWL69M” at the SGS Laboratory in Ouagadougou, Burkina Faso. Returned assay values range between 5 and 470 ppb Au.

Exploration by Resource Mining Sarl (2012)

An infill geochemical termite mound and soil sampling was undertaken in 2012 by Resource Mining Sarl. It covered the southern portion of the Permit area on a grid pattern of 200 x 50 m from which a total of 2,976 samples were collected. Significant assay values returned range between 5 ppb and 2 g/t Au.

Interpretation of the integrated regional geophysical lineaments derived from regional radiometric and magnetic maps and the regional geological and structural maps indicate good correlation between the mapped thrust faults and fold structures in the metasedimentary and metavolcanic units and the gold anomalies.

Figure 5 below shows the distribution of the historical work completed relative to the current Banta Baye Permit area. *Figure 6* below shows the interpretation of assay results over the Permit area.

Figure 5: Distribution of Sampling Completed Relative to Current Banta Baye Permit (Sahara, 2020)

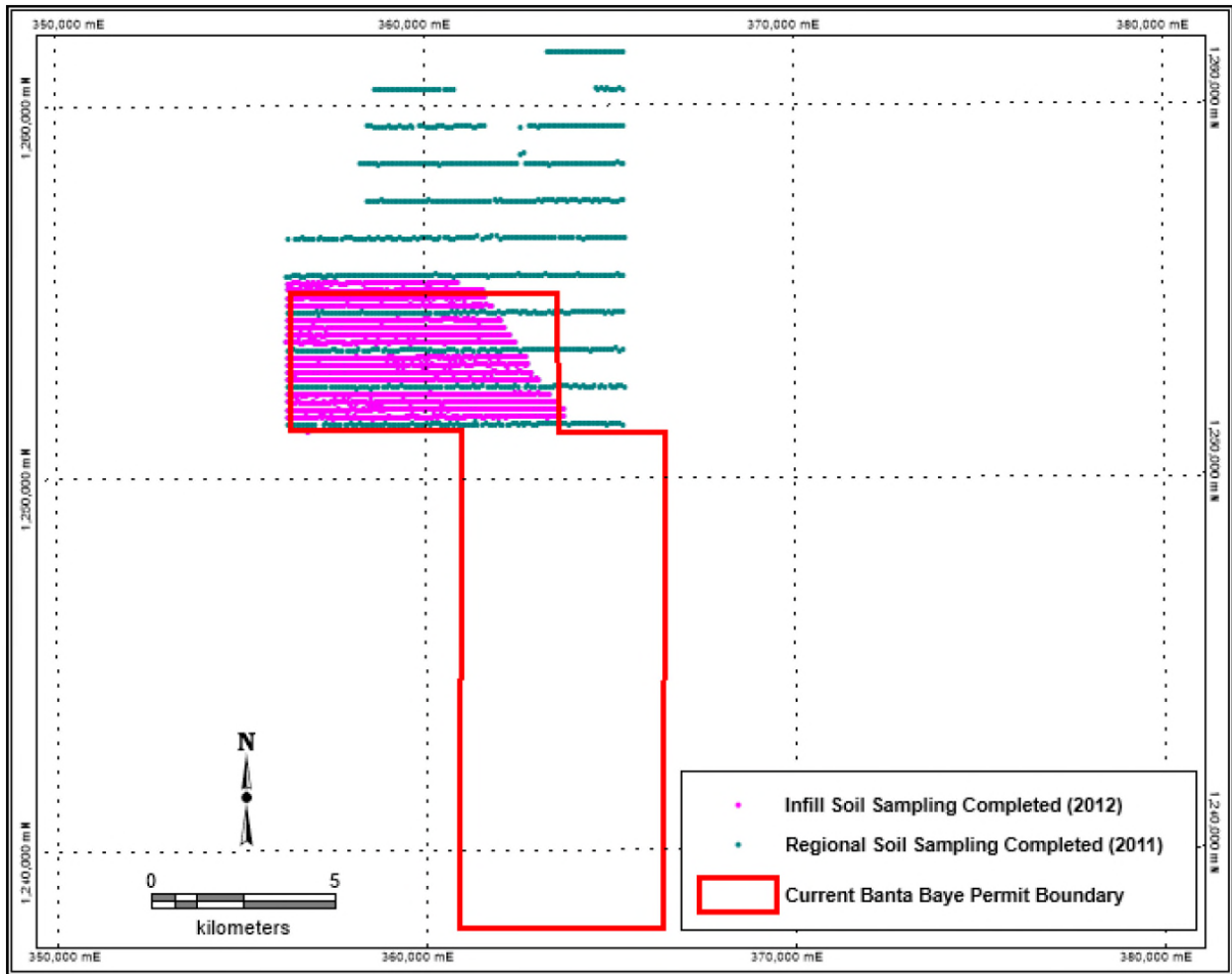
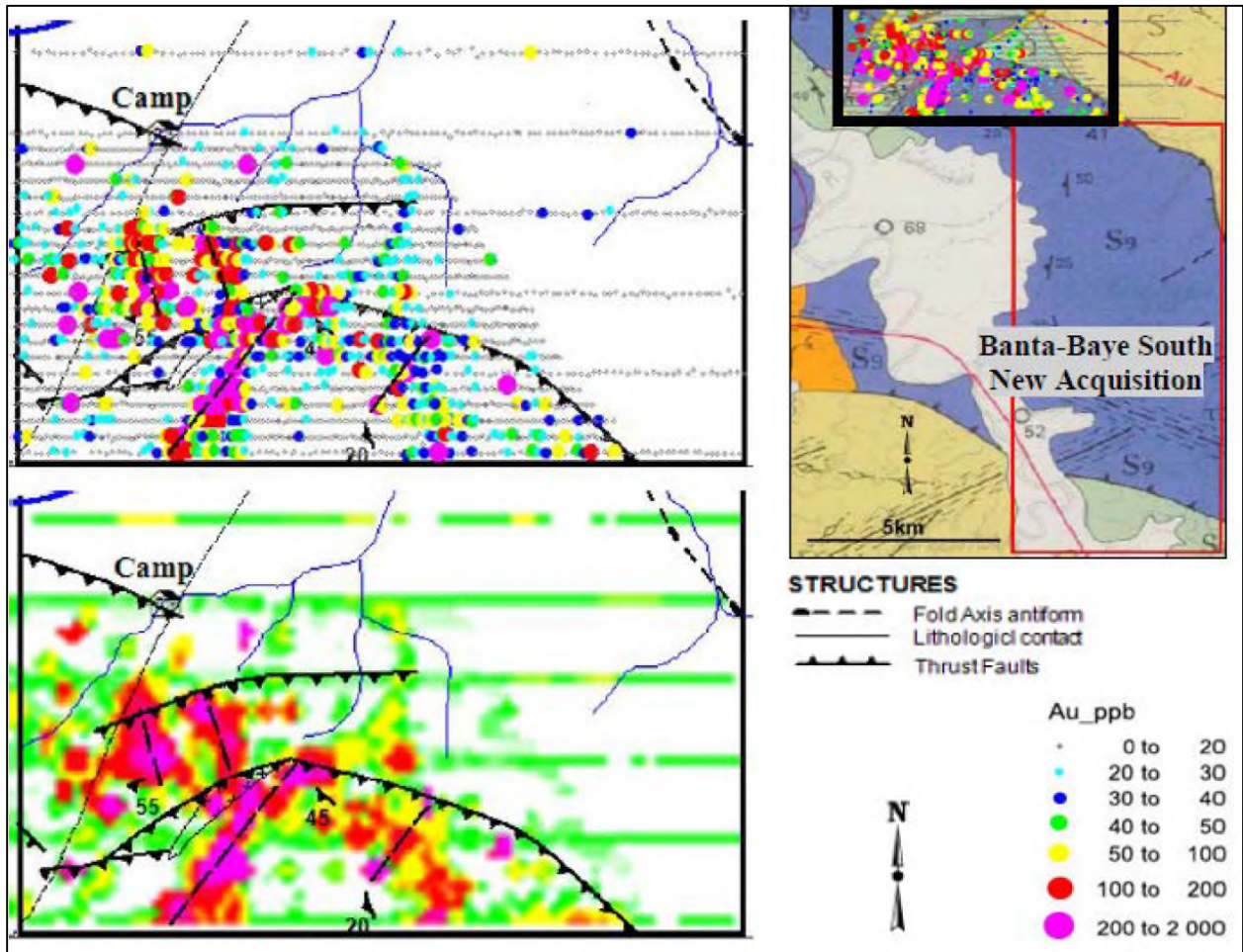


Figure 6: Interpretation of Soil Geochemical Sampling Results (Alamako Technical Summary, 2020)



Historical Mining

No large-scale gold mining has been undertaken within the Property. But there is evidence of significant artisanal mining activity over the Permit area as shown in *Figure 7* below.

Figure 7: Evidence of Artisanal Activity on the Banta Baye Permit (Sahara Site Visit, 2020)



Historical Resource Estimates

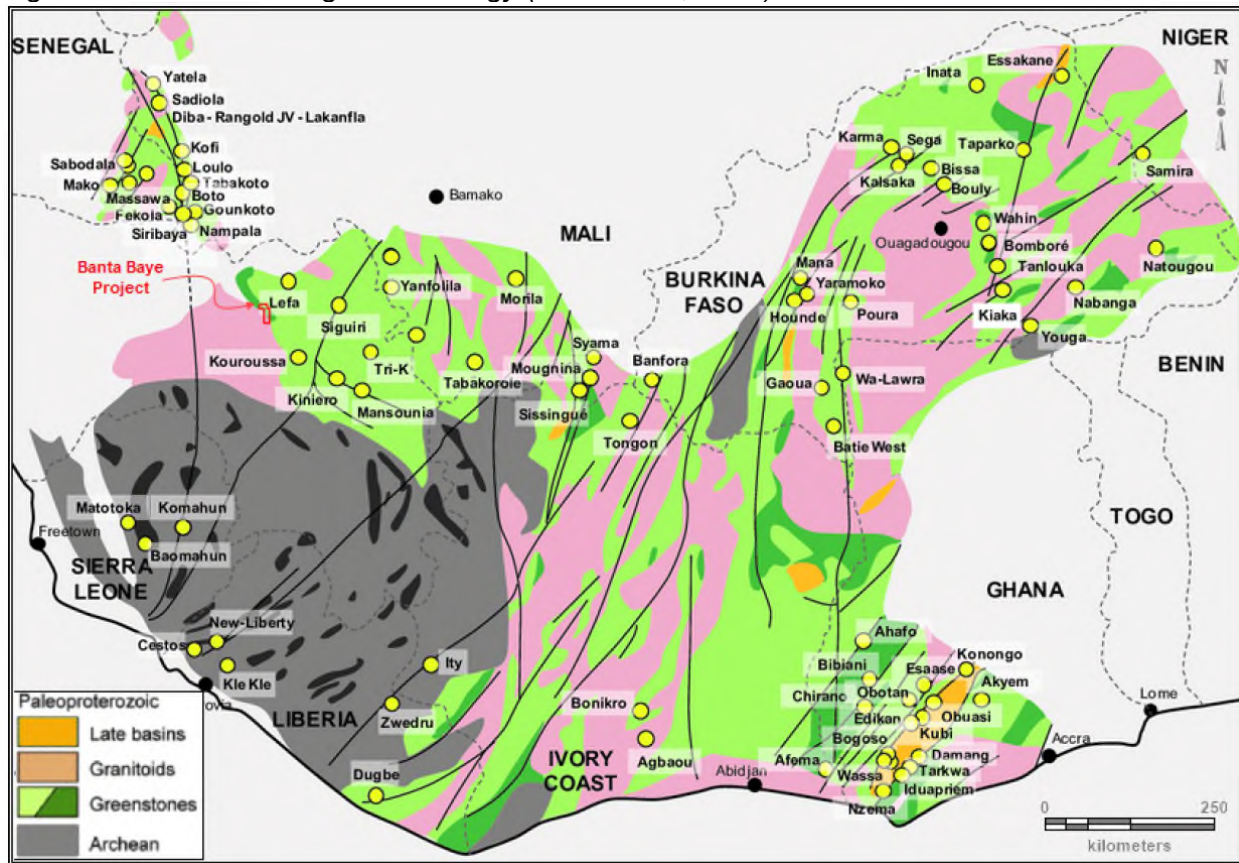
No historical resource estimates have been completed at this stage.

Geological Setting and Mineralization

Regional Geology

The eastern half of Guinea is dominated by rocks of the Kenema-Man domain and the Paleoproterozoic Birimian System. Neoproterozoic and Paleozoic sediments with a basal tillite and overlying sandstones, marls and quartzites form significant portions of northern Guinea. There is a narrow strip of Neogene marine and alluvial sediments along the coastal areas of Guinea.

Figure 8: West Africa Regional Geology (Milesi et al., 2004)



Crystalline basement rocks in the western part of the Rokelide Orogen are categorized in the Forecariah Group, which is considered to range from Neoproterozoic (2,700 Ma) to Paleoproterozoic (2,000 Ma) age. The Forecariah Group is composed of a variety of gneisses, schists, migmatites and mylonites metamorphosed to amphibolite and granulite facies. It is subdivided into the Kissi Kissi Formation, the Forecariah Formation, the Mahera Formation, and the Kounsouta Formation. The Ouankifondi Group has been considered to be distinct from the Forecariah Group because of structural contrasts. To the east of the Ouankifondi Group is a sequence of volcano-sedimentary rocks known as the Bania Group. It is composed of andesites, diorites and spilites and exhibits pillow lavas at Mt. Binia. The Bania Group has sometimes been correlated with the Ouankifondi Group, while other authors consider it to be equivalent to the Kolente Group, which ranges from Neoproterozoic to early Paleozoic. The Walidiala Group in northern Guinea are also of Neoproterozoic age and are characterized by a basal tillite. Microfossils recovered from dolomites immediately overlying this tillite place the upper part of the Walidiala Group and the Mali Group into the Cambrian. Hence the Kolente Group, exposed in southern Guinea and also characterized by a basal tillite, probably straddles the Neoproterozoic-Cambrian boundary.

The Kolente Group is generally composed of greenish clastics and sands near the base of the sequence, the latter becoming finer grained towards the top. It overlies unconformably the metamorphic complex of the Bania and Ouankifondi Groups. Red sandstones and conglomerates of the Taban Group outcrop in several small basins in Guinea immediately south of the Bove Basin. These strata lie unconformably on metamorphic rocks of the Forecariah and Ouankifondi Groups. The Taban Group is of fluvial origin and is interpreted to be post-orogenic molasse,

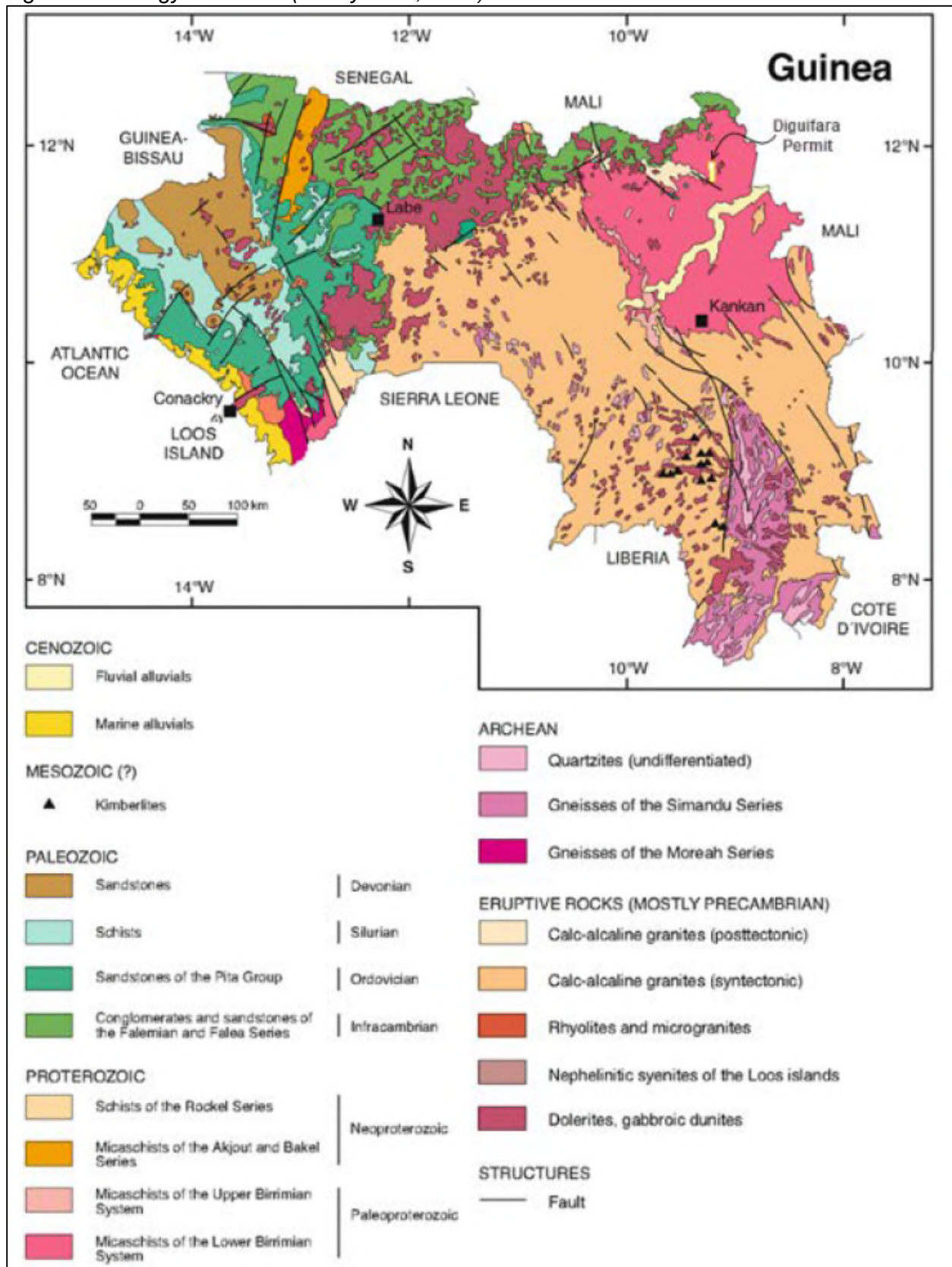
which may represent the southernmost extent of the post-orogenic molasse of the Youkounkoun Group of Guinea north of the Bove Basin, which covers the greatest part of western Guinea. The rock sequences of the Bove Basin have been subdivided into three groups.

The Pita Group is the lowest and subdivided into the Kindia Formation at the base and the following Mount Gangan Formation. The Kindia Formation is made mostly up of white, conglomeratic sandstones, probably representing an alluvial plain. The Mount Gangan Formation consists of sandstones with isolated, angular quartz pebbles and argillites with isolated quartz clasts looking like a diamictite. No fossils have been found in the Pita Group, but it appears to be more ancient than the following Telimele Group, which has been dated as early Silurian (Llandovery), due to the occurrence of graptolites. The lower part of the Telimele Group is composed mainly of argillites and siltstones, also including levels of green and pyritic sandstones. 15 fossiliferous layers with graptolites and microfossils have been identified. The upper part of the Telimele Group begins with a sequence of sandstones, containing sometimes brachiopods. In the higher part of this succession black and grey shales are rich in various marine fossils, indicating a late Silurian (Ludlow) to early Devonian (Gedinnian) age. The following Bafata Group is subdivided into three formations: The lower formation is composed of sandstones, intercalated by argillaceous and silty levels, containing brachiopods and sometimes trace fossils.

The middle formation begins with a thick yellow sandstone level with brachiopods of Eifelian age. It is followed by pink siltstones including brachiopods of Givetian age. The upper formation is composed of argillites and siltstones, also containing brachiopods, which indicate a Frasnian and Famennian age. The environment of the Bafata Group was apparently shallow marine.

Figure 9 below is a summary map of the geology of Guinea as modified after Anonymous 1998.

Figure 9: Geology of Guinea (Anonymous, 1998)



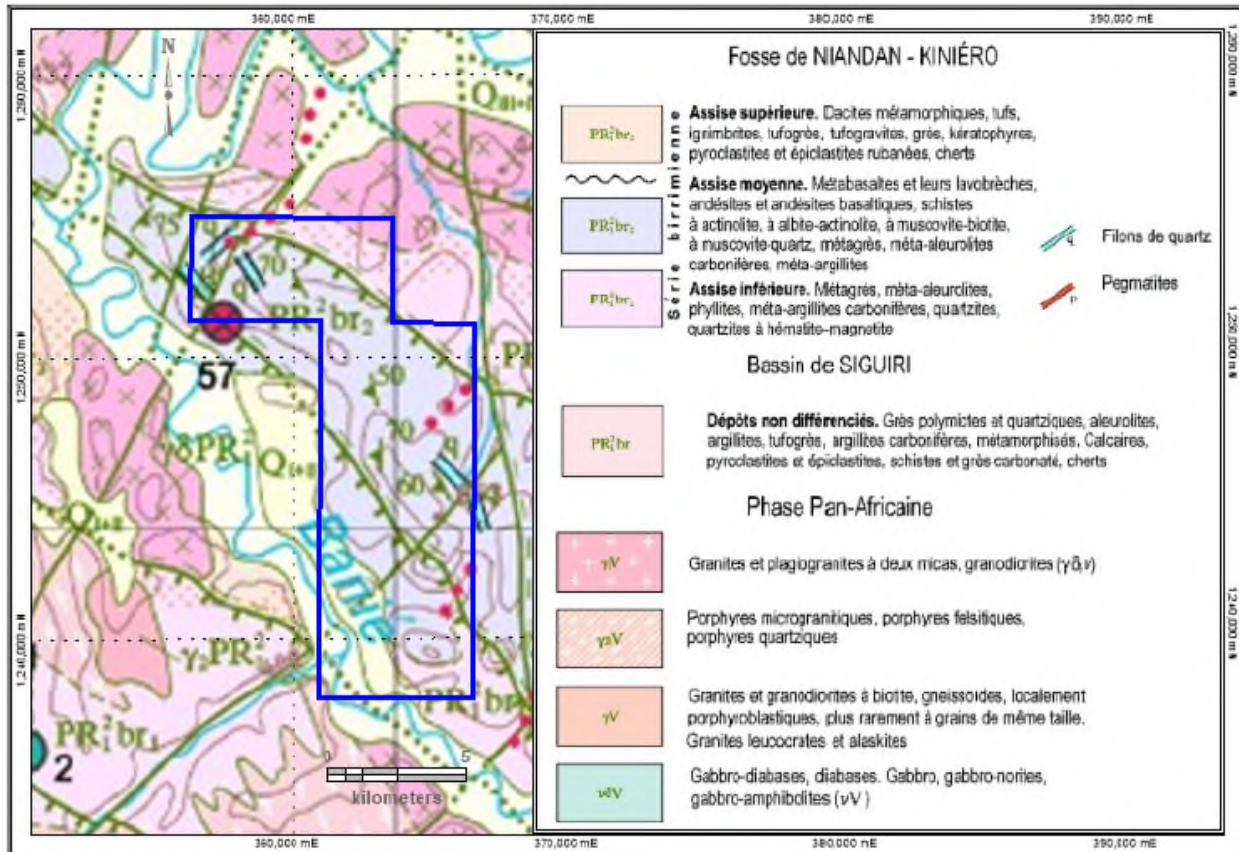
Banta Baye Property Geology

The Permit area consists of late Archean to Paleoproterozoic rocks subdivided into 3 packages:

- Late Archean to early Paleoproterozoic faulted and folded basement complex composed of migmatites, amphibolites and quartzites metamorphosed from upper amphibolite to granulite facies.
- Paleoproterozoic sedimentary and volcanoclastic rocks of the Siguri Basin composed of weakly metamorphosed and moderately to highly deformed pyroclastic and acid lava siltites, argillite and feldspathic sandstone, mafic to ultramafic volcanic, epiclastic sandstone, and cherts. These rocks unconformably overlie the Archean basement complex.
- Paleoproterozoic Birimian granitic rocks composed of biotite granite, monzonite intrusive that intrude the Archean basement and rocks of the Siguri Basin.

These rocks are overlain by recent alluvium deposits north of the Permit along the Tinkisso River.

Figure 10 – Banta Baye Property Geology (BRGM 2004)

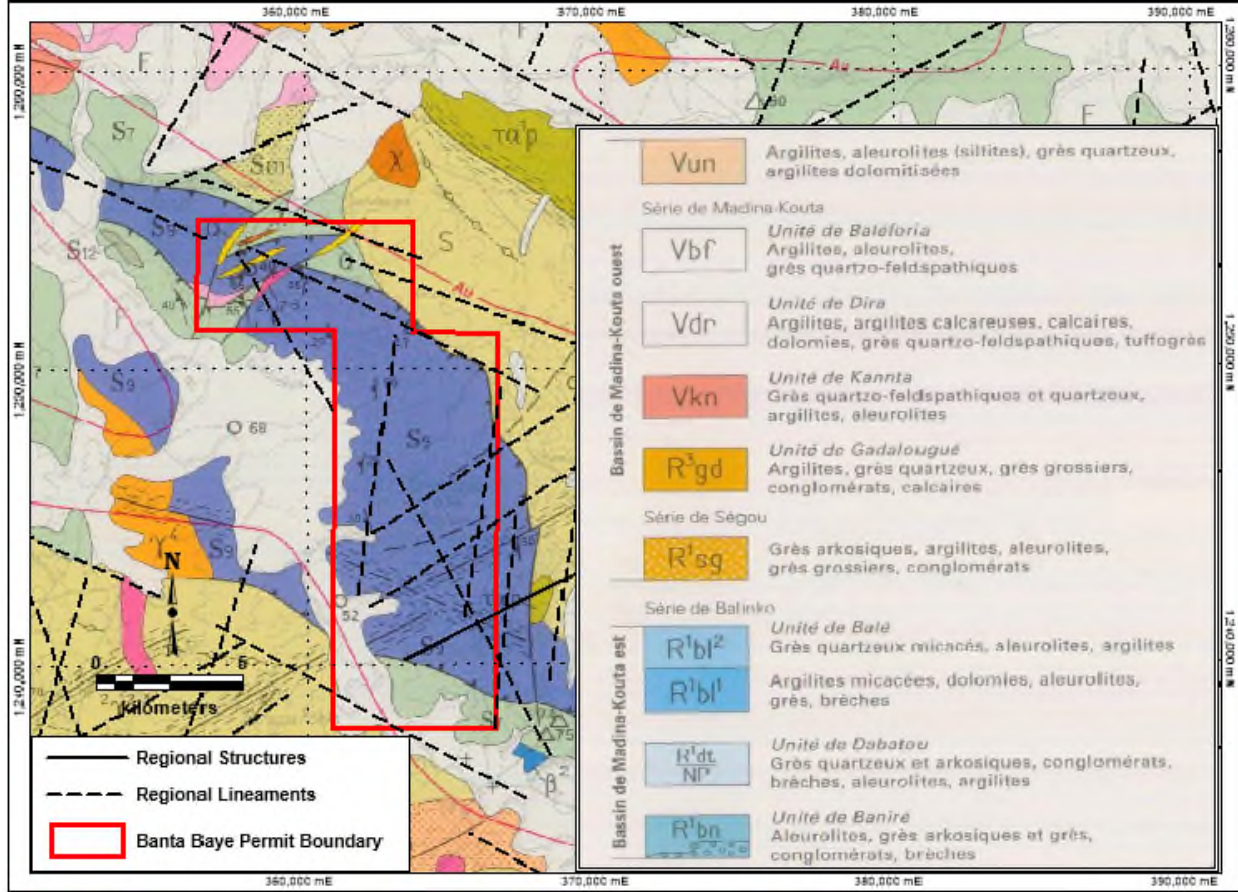


Structure

The underlying rocks have been deformed by the Birimian compressional tectonism resulting in the formation of a complex system of NE to NW-striking thrust faults and shear zones in the sedimentary and volcanoclastic rocks. The NE- and NW-striking fracture systems are favorable brittle-ductile to brittle structural traps that host the gold mineralization. In the Banta-Baye Permit

area, the gold mineralization is exposed by several old artisanal workings by local population that exploited free gold in quartz veins. *Figure 11* below summarizes the regional interpreted structures over the Banta Baye Permit area.

Figure 11 – Regional Interpreted Structures Over BRGM Geology Map (2004)

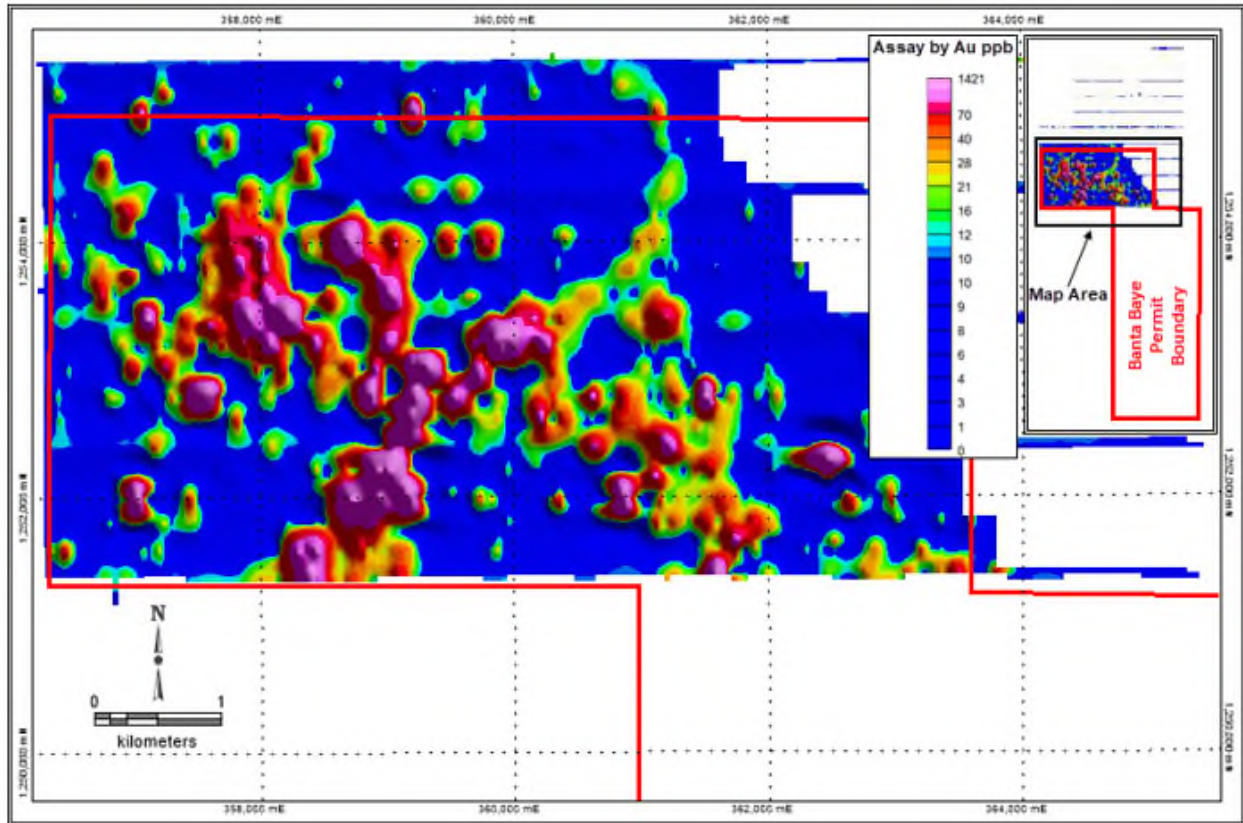


Mineralization

Typical gold mineralization within the region, is exemplified by NordGold's Lefa gold Mine that is located approximately 50 km to the northeast of the Banta Baye Permit. Gold at the Lefa Mine is mainly associated with mesothermal, fractured and vein style mineralization. The mineralization is preferentially situated in the more permeable, altered, coarser grained sediments, within and/or adjacent to ENE oriented structures, and more consistently NNW trending vein/fracture zones similar to that controlling the mineralization in the Banta Baye Property.

Figure 12 below summarizes the interpreted gold anomaly from soil geochemical surveys completed over the Banta Baye Property.

Figure 12 – Interpreted Au Results over Banta Baye Property (Sahara, 2020)



Gold mineralisation over the Banta Baye Project from recent exploration activities was believed to be hosted in altered sedimentary and volcanoclastic rocks in fault zones. Gold associated with quartz veins typically occur in zones of breccia and is likely disseminated into the host rock. Investigations from local miners revealed that gold is frequently visible as coarse-grained gold nuggets in quartz-veins and can be easily recovered from panning saprolitic material.

Deposit Types

The deposit type identified in the Siguri region is a Mesothermal or shear-zone hosted orogenic-type gold deposits that are a distinctive class of gold deposit and form an integral part of the tectono-metamorphic evolution of the West African Shield. Orogenic gold deposits are almost exclusively associated with auriferous quartz-carbonate veins indicating veining in the presence of supra-lithostatic fluid pressures (Ridley and Diamond, 2000). Quartz veining testifies to the structurally controlled fluid infiltration over a broad range of upper- to mid-crustal pressures and temperatures, between about 200 - 650°C and 1-5 kbar (Goldfarb et al., 2001) emphasizing the significance of deformation, most commonly in the form of shear zones. These structures control fracture-controlled fluid-flow and gold mineralization, focusing large volumes of hydrothermal fluids required for an economic-grade mineralization (Sibson and Scott., 1998).

Formation of mesothermal orogenic-type gold deposits involves structural and regional tectonic conditions that allow the accumulation of fluids over-pressured to near-lithostatic values and their intermittent release through fault-valve action (Sibson and Scott, 1998). The deformation of rocks creates regional hydraulic gradients that may trigger fluid migration. Fluid movement in the largely impermeable wall-rocks is largely determined by fracture permeability. Veining is recorded over

a wide range of metamorphic conditions but is favored under brittle-ductile and commonly greenschist-facies conditions (Goldfarb et al., 2005). The relationship between deformation in brittle-ductile terrains and fluid flow explains the close spatial association between auriferous vein systems and shear zones in volcano-sedimentary terrains (Robert and Poulsen, 2001). Fluid flow and mineralization are commonly localized around second- and higher-order shear or fault zones adjacent to first-order structures (Groves et al., 1998). These structures developed late in the overall tectono-metamorphic evolution of the host terrain and commonly involve a compressional or transpressional component. High-angle reverse faults are regarded as particularly important targets (Sibson and Scott, 1998), favoring the development of temporarily supra-lithostatic fluid pressures leading to fracturing and associated destabilization of gold complexes from the hydrothermal fluid.

Exploration

Systematic exploration over the Banta Baye Permit area commenced in 2011 when Resource Mining Sarl picked up the Permit. The following summarizes all exploration activities till date.

Exploration by Resource Mining Sarl (2011)

The initial sampling program covered the entire Permit on a sampling grid of 1,000 x 80 m from which a total 1,071 samples were collected. Samples were analyzed using "LeachWell geochemical analysis LWL69M" at the SGS Laboratory in Ouagadougou, Burkina Faso. Returned assay values range between 5 and 470 ppb Au.

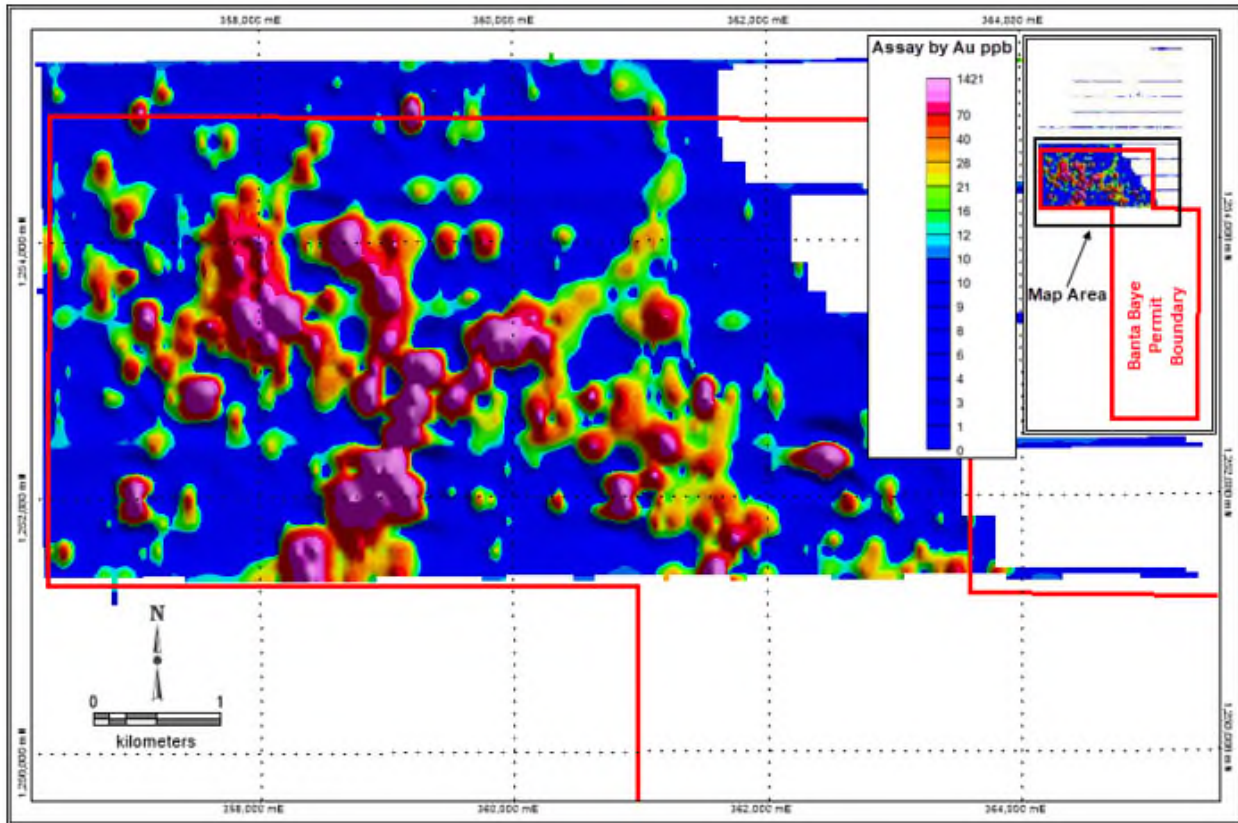
Exploration by Resource Mining Sarl (2012)

An infill geochemical termite mound and soil sampling was undertaken in 2012 by Resource Mining Sarl. It covered the southern portion of the Permit area on a grid pattern of 200 x 50 m from which a total of 2,976 samples were collected. Significant assay values returned range between 5 ppb and 2 g/t Au.

Interpretation of the integrated regional geophysical lineaments derived from regional radiometric and magnetic maps and the regional geological and structural maps indicate good correlation between the mapped thrust faults and fold structures in the metasedimentary and metavolcanic units and the gold anomalies.

Figure 13 below shows the interpretation of assay results over the Permit area.

Figure 13 – Banta Baye Property Targets from Soil Geochemistry



Recent Exploration by Ressources Mining (June 2021)

Exploration activities comprising termite mound sampling, soil geochemical sampling, rock chip sampling, structural and geological mapping was undertaken between May to June 2021 on the Banta Baye Property.

Termite Mound, Soil and Grab Sampling

A total of 3,392 samples (Including QAQC samples) were collected on a 400m x 50 m sampling grid within the southern sections of the Banta Baye Property. A total of 123 rock chip samples were collected from weathered outcrops over the area.

Pit Sampling

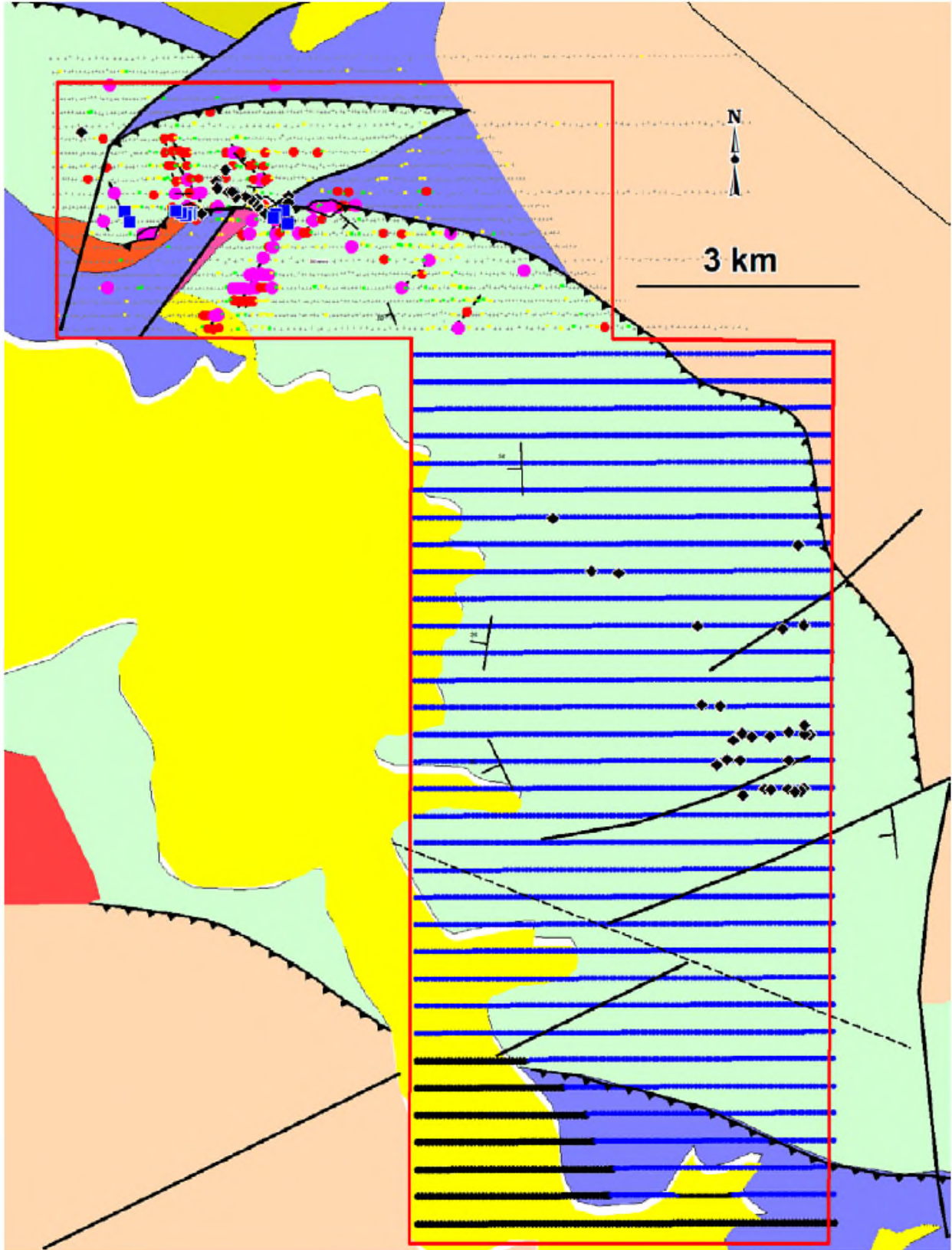
A total of 18 recent artisanal mining pits were sampled over the period. The average depths of the pits sampled ranged between 5 to 20 m. An average of 3 channel samples were collected from each pit and the material sampled comprised mineralized saprolite and fresh rock that was considered representative of material mined by the local artisanal miners. *Figure 14* below shows some samples collected from the pits.

Figure 14 – Summary of Pit Samples Collected (Ressources Mining SARL, 2021)



Figure 15 below summarizes the locations of the termite mound samples, the rock chip samples and the pit samples that were collected during the recent campaign.

Figure 15 - Summary of Termite Mound Sampling, Grab Sampling and Pit Sampling Completed over Mapped Geology



During the sampling activities, significant artisanal mining activities was observed over the permit

area. Most of the artisanal activities observed are relatively recent (post 2016) and mainly occur in areas where historical geochemical anomalies had been defined. The artisanal workings observed comprise pits, trenches and galleries that range in depth between 5 to 80 m. Some artisanal mining activities observed are summarized in *Figure 16* below.

Figure 16 - Summary of Artisanal Mining Activities Observed over the Banta Baye Permit Area



Geomorphology and Regolith Mapping

Geomorphological and regolith mapping was undertaken over the northern portion of the Banta Baye Permit. The results of the regolith mapping program suggests that laterites cover approximately 70% of the Permit area. The regolith mapping revealed the occurrence of four types of regolith regimes as follows:

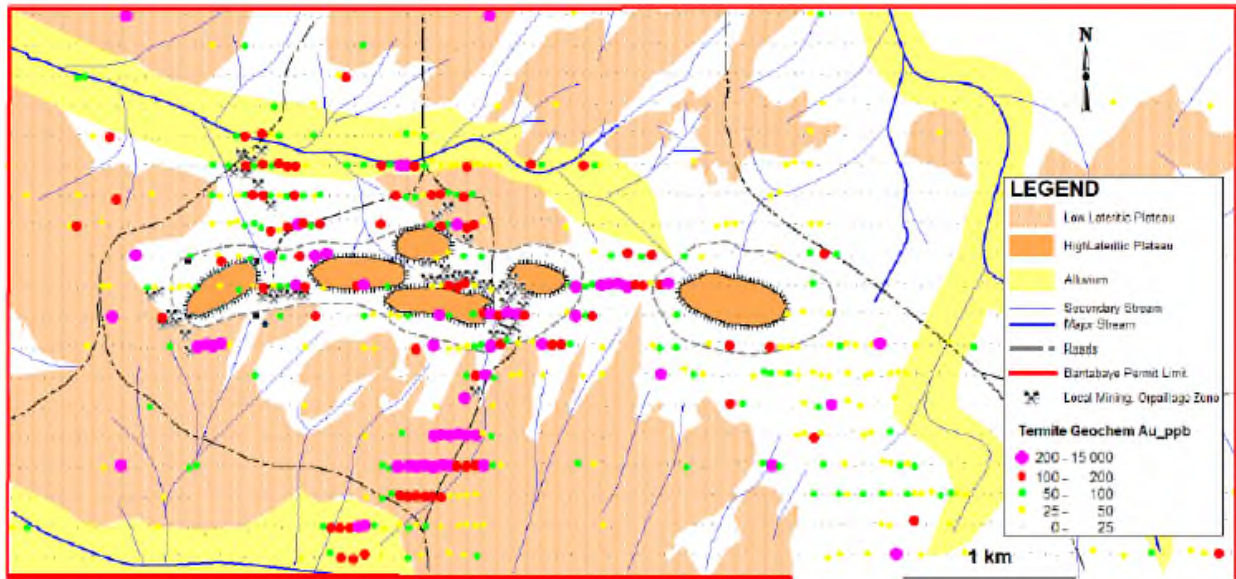
- High Laterite Plateau: High plateaus are the oldest laterite formations and are characterized by plateaus and hilltop carapaces formed from ferricrete with little overburden. The high lateritic plateaus cover nearly 10% of the Permit area. The laterite is brown or light brown, porous, more permeable and usually vermicular. In places it can be massive embedding pisolites. The high plateau is present in the central part of the mapped area and coincides with zones of fault thrusting in the geology map.
- Low Laterite Plateau: These are fairly widespread within the permit area and present some features that indicate a fair bit of material transportation. It is essentially made up of lateritic crusts, locally bearing a poorly developed silty-clay soil enclosing some laterite rock chip pebbles and blocks. It is very hard, dark consisting mainly of hematite and goethite and composed of pisolites with abundant rounded rock fragments.
- Erosional Regime: These are areas where rocks outcrop and are generally the plateau slope and low hill areas. The origin of the regolith material in this regime is in-situ. These areas constitute zones of active erosion and residual units in place (mottled-zone and possibly saprolite). These areas cover approximately 10% of the Permit area.
- Depositional Regime of Alluvium and Colluvium: Alluvium occurs along main rivers and is composed of fine-grained white to gray clayey material. Colluviums accumulate at the base of plateau slope by mass wasting or sheet erosion. The alluvium unit is widespread in the permit and is composed of alluvial plain of the Tinkisso river and along secondary rivers. It is composed of thick layers of fine distal sediments. The alluvial plain completely masks the geochemistry of the underlying rock. It represents about 5% of the Permit area.

Figure 17 - Typical Low Laterite Plateau over the Banta Baye Permit Area



The resulting regolith map compiled over the northern portions of the Banta Baye Permit is summarized in *Figure 18* below.

Figure 18 - Summary of Regolith Map Completed



Geological And Structural Mapping

Rocks within the Banta Baye Permit have been deformed by the Birimian compressional tectonism. A system of east-west to east northeast-striking thrust faults and folds deformed rocks within the Permit. These thrust faults affected the Paleoproterozoic sedimentary and volcanoclastic rocks of the Siguiri Basin and rocks of the Archean Basement Complex.

Field measurements and geological and structural observations revealed the occurrence of two styles of structures that control the gold mineralization in the Banta Baye Permit:

- East-west to east northeast-striking and shallowly south-dipping shear zones forming dilation zone systems or Fault Jogs along the main eastwest trending thrust fault zone. Four main eastwest to east northeast-trending dilation sites along the thrust fault zone are identified in the area. Detailed field structural measurements indicate that these fault jogs are shallowly southerly dipping and have strike consistent with the main thrust fault zone. Field observations suggest that thrusting of the volcanoclastic rocks (in the hanging-wall site of the fault) on the sedimentary sequence (in the foot-wall side of the fault) was likely associated strike-slip movement and fracturing with probable syntectonic granitic intrusions.

Figure 19 - Interpreted Geological and Structural Map of the Banta Baye Permit Showing Sampling Completed

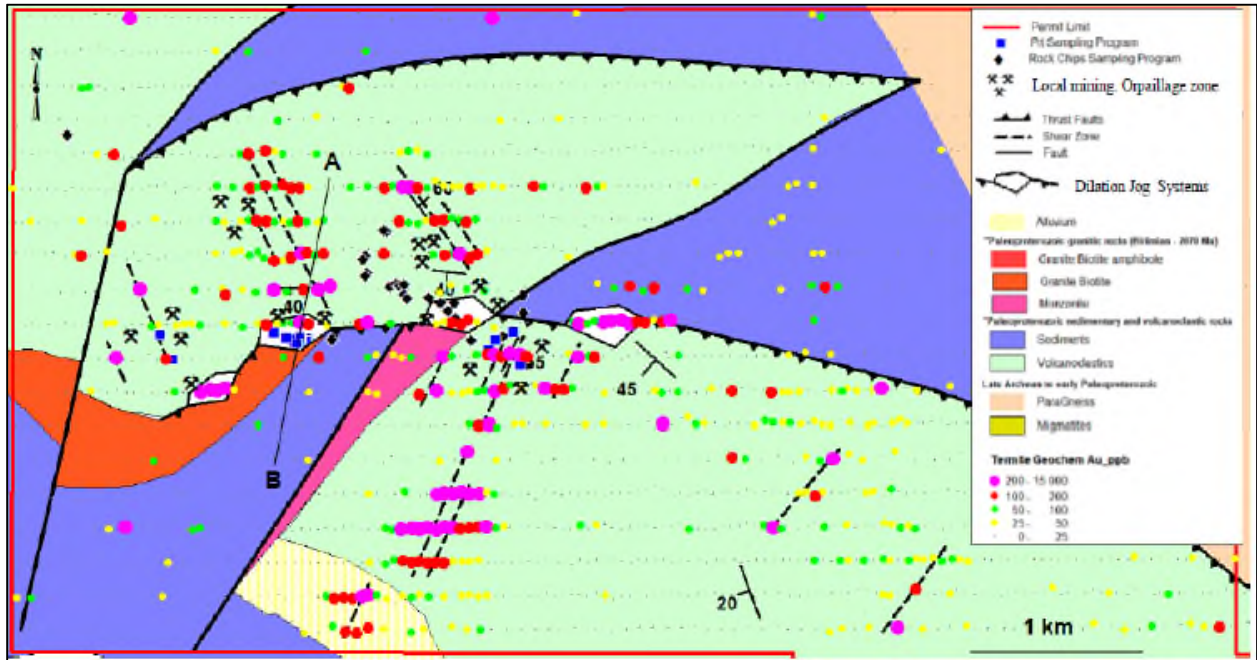
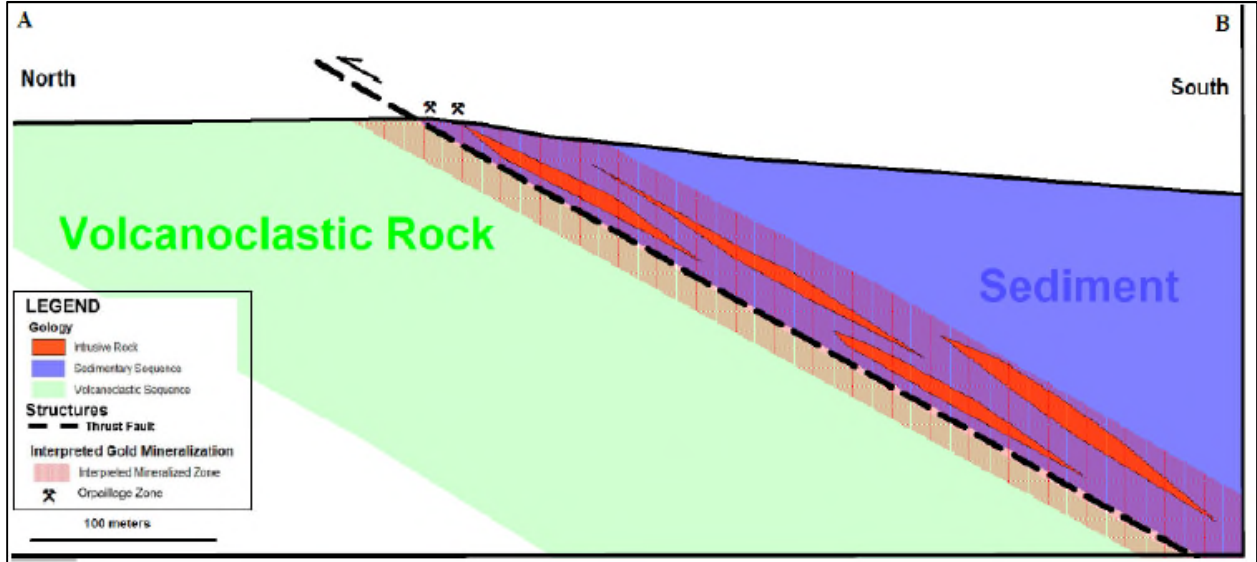
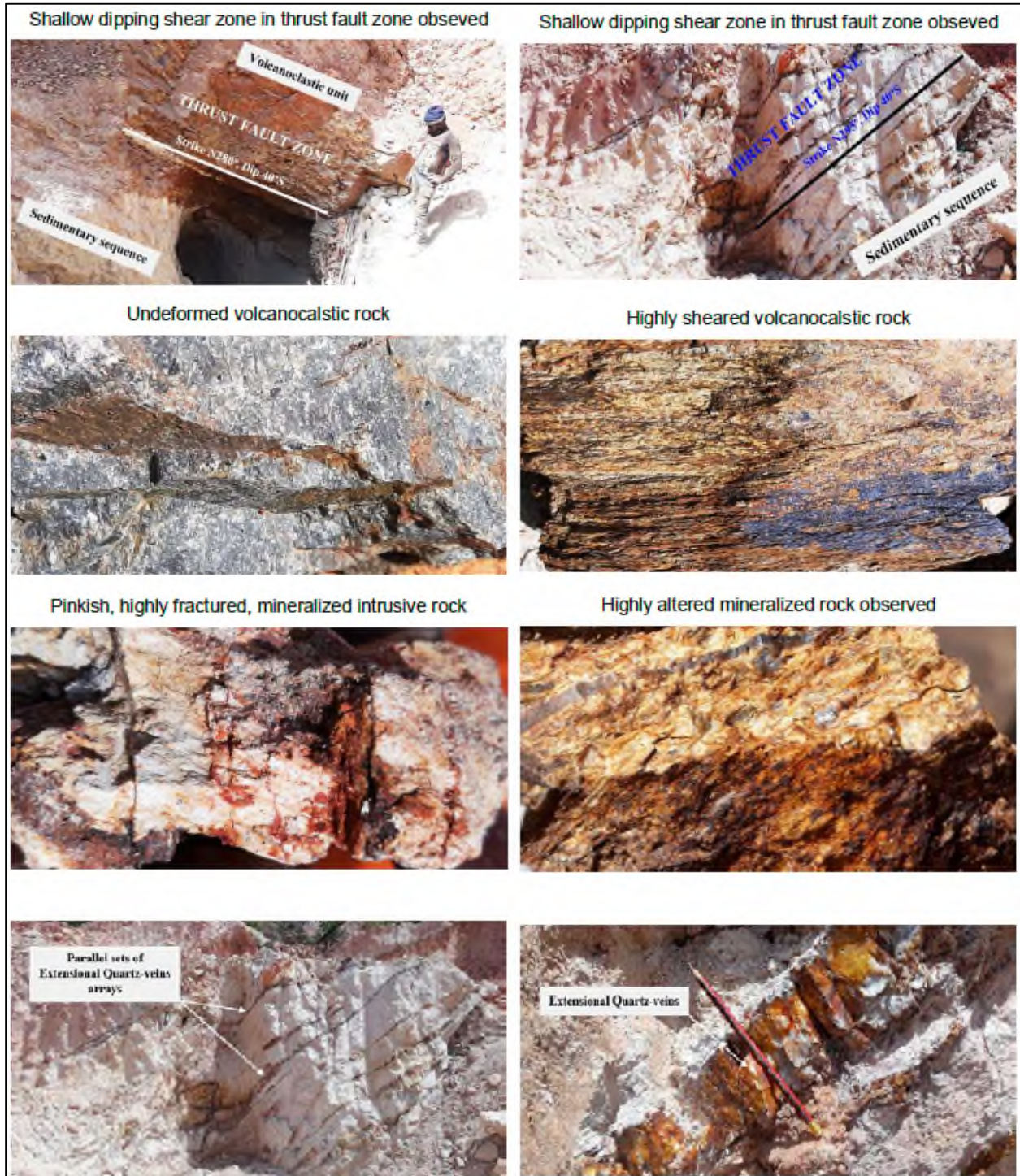


Figure 20 - Interpreted Geological Cross-Section over the Mapped Section of the Banta Baye Permit



A summary of outcrops that depicted the shallowly, south-dipping shear zones forming dilation zone systems or Fault Jogs along the main eastwest trending thrust fault zone are shown in Figure 21 below.

Figure 21 - Summary of Outcrops Observed showing Shear Zones, Dilation Zones and Thrust Faulting



North northeast and northwest-striking and moderately easterly dipping strike-slip shear zone systems respectively south and north of the main thrust fault zone. A system of NNE and NW-striking and moderately easterly-dipping strike-slip shear zones occur respectively south and north of the thrust fault zone and are developed within the sequence of greenschist facies of

sandstone, siltstone, and volcanoclastic layers that host the gold mineralization. Structural measurements taken on the south of the fault thrust zone indicate that the structure strikes N20° and constantly dips 50 to 55° toward east. There is a general broad gold geochemical response trending north-easterly, and spatially associated with the NNE-striking and ESE-dipping fault systems.

Field observations indicate that the shear zone displays an ESE-dipping foliation (S1) and NNE-trending elongation lineation defined by boudinaged siltstone layers. The deformation fabric is heterogeneously developed due to rheological heterogeneities. The shear strain is more localized into relatively weak rock types such as the siltstone, which has a more pronounced penetrative foliation and exhibits boudinage features. The more competent sandstone and volcanoclastic rocks display brittle features including veining and brecciation. The brecciated rock is strongly hydrothermally altered, and likely hosts the gold mineralization that is targeted by the local miners.

Geological And Structural Interpretations

Field investigations, geological and structural relationships demonstrate that the Banta Baye Permit is a typical shear-zone-controlled, orogenic-type gold mineralization, hosted in greenstone folded and faulted sedimentary and volcanoclastic successions of the Sigiiri Basin.

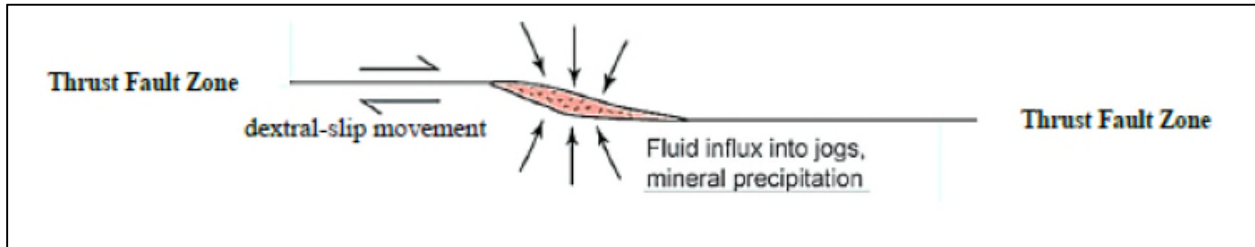
Interpretation of the mapped structural elements and the surface gold geochemistry suggest that the area was affected by at least two major episodes of deformation related to the West African Birimian tectonic.

The first deformation D1 that affected the area involved a regional NE-SW-directed shortening transpressional deformation. This phase was accompanied by massive EW- to ENE-thrusting, folding and faulting across the Banta Baye Property.

The thrust fault zone would form during this phase involving thrusting of the volcanoclastic sequence over the sedimentary unit. The NNE and NW-trending fracture systems respectively south and north of the thrust fault zone likely formed from fold-hinge fracturing during progressive compressional deformation. This event was likely associated with granite intrusions. The pink granite intrusive rock west of the thrust fault zone would have been syn-tectonic formed during D1 deformation following sinistral strike-slip movement along the thrust fault zone.

The second D2 deformation is regionally associated with the ca. 2.0 Ga NW-SE-oblique transpressional deformation. This deformation involved brittle-ductile reactivation of the early EW- to ENE-striking thrust fault zone. Orientation of the regional-scale NW-SE compressional stress field indicates that the Thrust Fault Zone would have experienced a reverse-dextral strike-slip motion accommodating the NW-SE compression of the D2 deformation. The brittle component of the fault, which 'brittily' deformed competent lithologies such as the sandstone of the sedimentary sequence and the volcanoclastic unit created dilation and extension areas (at fault jogs, bends, bumps or branches etc.) along the thrust fault zone during dextral-slip movement, which are favourable structural traps for hydrothermal mineralizing fluid flow, fluid/rock interaction, hydrothermal alteration, and gold mineralization.

Figure 22 - Typical Dilation Zone Formed Along the Thrust Fault Zone During Dextral Strike Slip Reactivation of the Birimian D2 Deformation



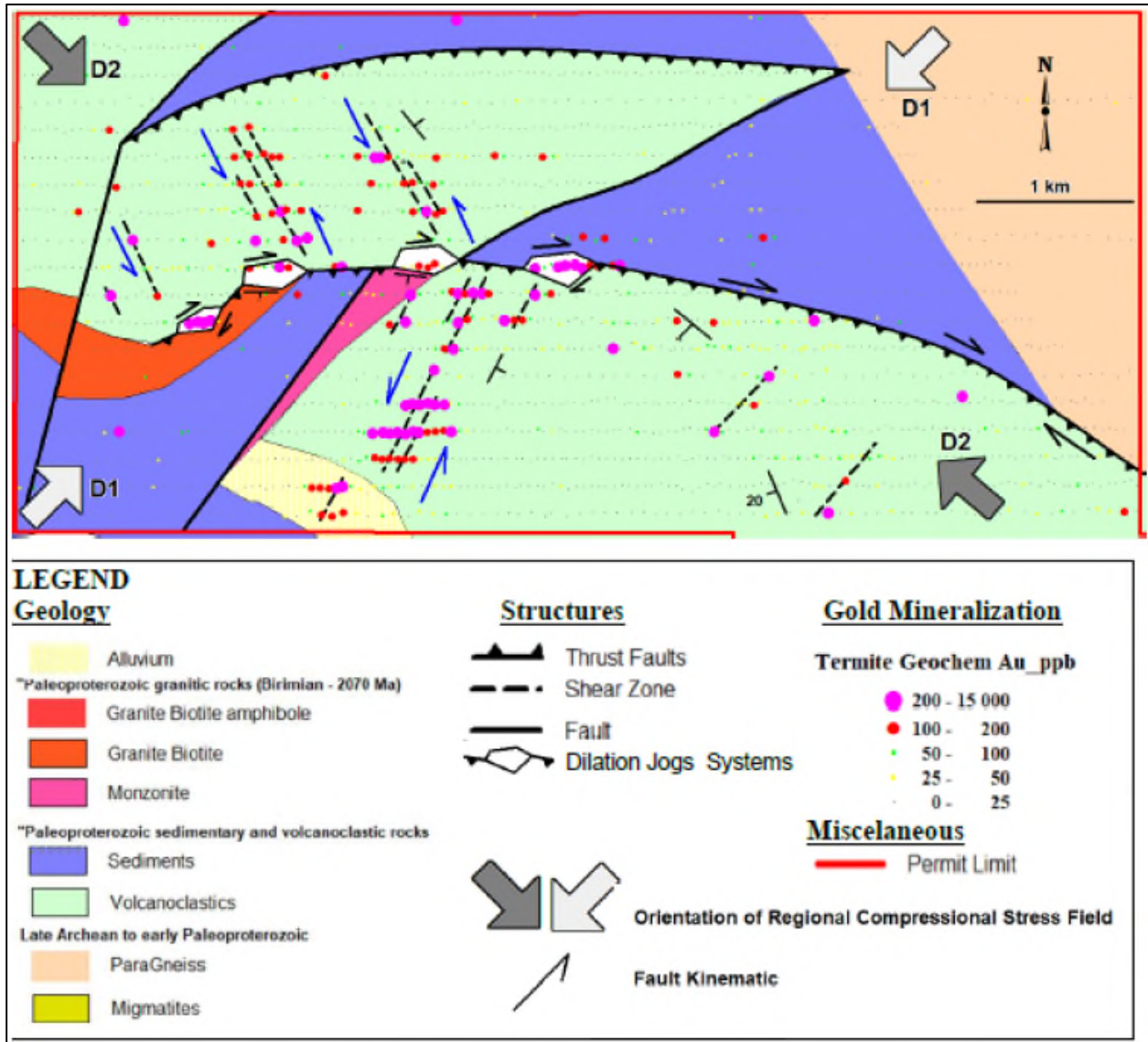
The second deformation D2 involved also a brittle-ductile reactivation of the NNE and NW-striking and moderately easterly-dipping fracture systems respectively south and north of the Thrust Fault Zone. Orientation of the NW-SE compressional stress field and the fracture arrays suggest that these fracture systems experimented a reverse-sinistral strike-slip reactivation during D2 deformation.

The gold anomaly structure south of the Thrust Fault Zone displays en-echelon sigmoid-shaped structure forming extension-dilation systems and suggesting a lateral sinistral sense of movement during reactivation consistent with the NW-SE-simple-shear transpressional deformation during D2.

These extension-dilation fault systems are favorable structural sites for hydrothermal mineralizing fluid flow, alteration, and gold deposition. The NNE and NW-striking gold structures are estimated to have a strike length more than 5 km from surface geochemistry survey and local mining pits. Visible gold is frequently observed in quartz-veins and zones of breccia by local miners and the extensive artisanal mining of these structures indicate that gold could be free within the rocks and can be recovered easily by gravity concentration.

Figure 23 below summarizes the structural interpretation of the gold mineralization within the Banta Baye Permit area.

Figure 23 - Structural Interpretation of the Gold Mineralization in the Banta Baye Permit Area



Exploration Results

Pit Sampling:

Channel sampling undertaken within recent artisanal pits returned highly significant gold values ranging between 0,06 and 18,3 g/t Au. A summary of significant results returned are presented in Figure 24 below.

Figure 24 - Summary of Significant Results from Recent Artisanal Mining Pits

Sample ID	UTM-X	UTM-Y	Au ppm	Depth	Sample Pit Description
RBANT 0201	358 089	1 253 113	18.3	8m	Altered sediments associated with quartz-veins stockwerks
RBANT 0197	358 095	1 253 109	12.9	6m	Volcanosediments rock with quartz-veins stockwerks
RBANT 0198	358 095	1 253 109	10.2	6m	Altered Saprolite with limonite and boxwerks
RBANT 0199	358 095	1 253 109	8.42	6m	Altered Saprolite with limonite and boxwerks
RBANT 0202	358 089	1 253 113	6.82	8m	Altered sediments associated with quartz-veins stockwerks
RBANT 0044	359 352	1 252 954	5.92	10m	Altered sediments
RBANT 0208	358 050	1 253 097	4.55	20m	Altered Saprolite associated with quartz-veins stockwerks
RBANT 0204	358 078	1 253 100	4.47	12m	Altered sediments associated with quartz-veins stockwerks
RBANT 0207	358 050	1 253 097	3.93	20m	Altered Saprolite associated with quartz-veins stockwerks
RBANT 0040	357 891	1 253 150	2.89	12m	Saprolite limonite with stockwerks of quartz-veinlets
RBANT 0200	358 089	1 253 113	2.85	8m	Altered sediments associated with quartz-veins stockwerks
RBANT 0046	359 352	1 252 954	2.54	10m	Altered sediments
RBANT 0045	359 352	1 252 954	2.49	10m	Altered sediments
RBANT 0206	358 050	1 253 097	2.37	20m	Altered Saprolite associated with quartz-veins stockwerks
RBANT 0210	358 050	1 253 111	1.58	26m	Altered Saprolite associated with quartz-veins stockwerks
RBANT 0066	359 206	1 253 102	1.32	5m	Altered Saprolite associated with quartz-veins stockwerks and boxwerks
RBANT 0041	359 314	1 253 150	1.22	10m	Altered sediments associated with quartz-veins stockwerks
RBANT 0205	358 078	1 253 100	1.06	12m	Altered sediments associated with quartz-veins stockwerks

Figure 25 below shows some samples of altered volcanoclastic rocks that were sampled from recent artisanal pits that returned significant results for Au.

Figure 25 - Samples of Altered Volcanoclastic Rocks that Returned Significant Results for Au from Pit Samples



Rock and Geochemical Sampling:

Recent grab sampling undertaken within over the Banta Baye North prospect returned significant

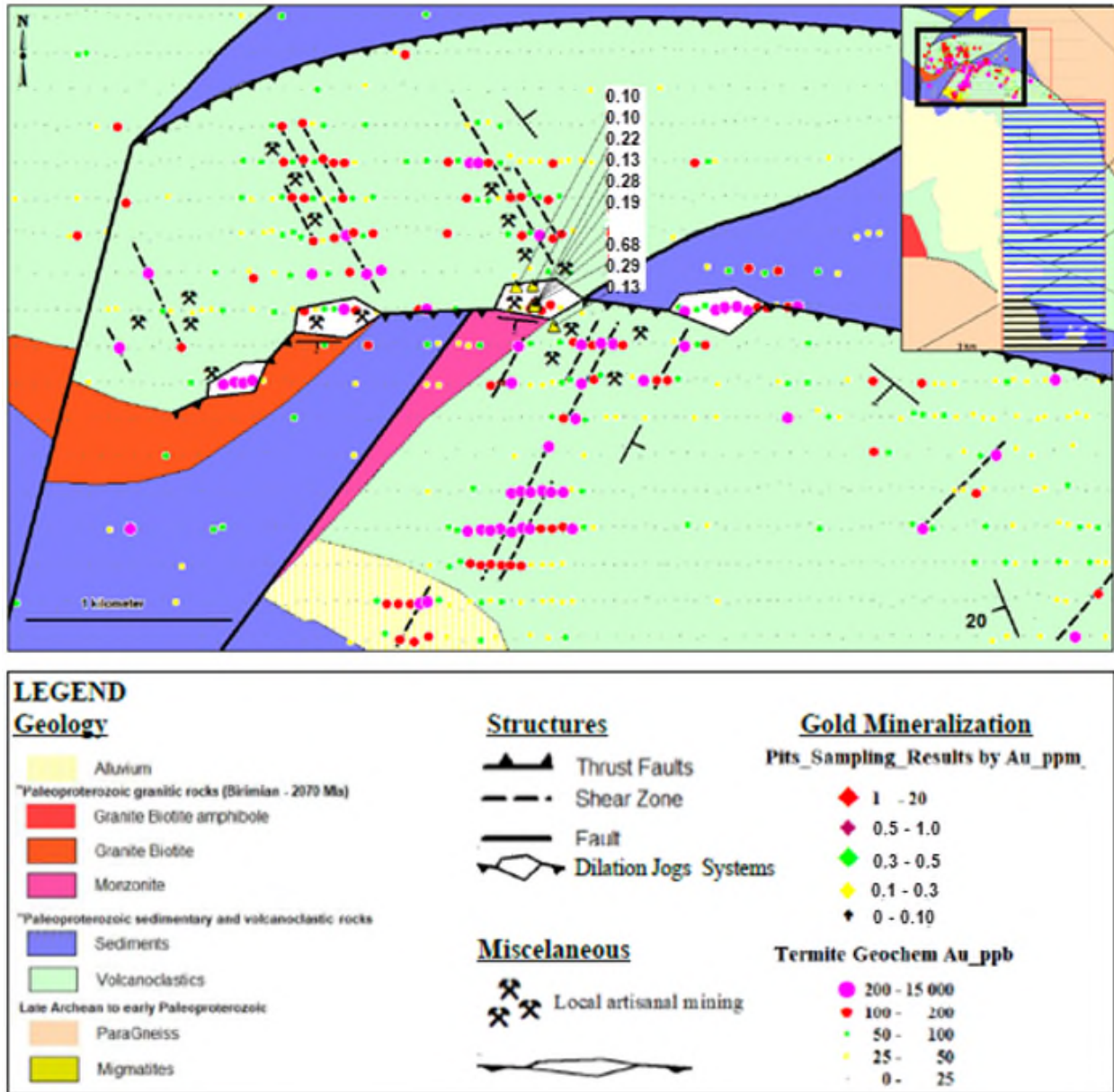
gold values between 0 and 0.68 g/t Au. A summary of significant results returned are presented in *Figure 26* below.

Figure 26 - Summary of Significant Results from Grab Sampling Completed

Sample ID	UTM-X	UTM-Y	Au ppm	Outcrop Descriptions
RBANT-0189	358964	1253215	0.68	Altered Argillite associated with quartz-veinlets
RBANT-0188	358962	1253215	0.29	Altered Argillite associated with quartz-veinlets
RBANT-0190	358970	1253216	0.28	Altered Argillite associated with quartz-veinlets
RBANT-0078	358980	1253230	0.22	Quartz-veins stockwerk in sediments
RBANT-0183	358975	1253228	0.19	Altered Argillite associated with quartz-veinlets
RBANT-0072	359066	1253103	0.13	Altered sediments associated with quartz-veins
RBANT-0187	358968	1253210	0.13	Altered Argillite associated with quartz-veinlets
RBANT-0235	363676	1247786	0.13	Altered sediments associated with oxidized quartz-veinlets
RBANT-0073	358965	1253321	0.11	Quartz-veins
RBANT-0083	358884	1253319	0.10	Oxidized quartz-vein in altered sediments
RBANT-0185	358968	1253210	0.10	Altered Argillite associated with quartz-veinlets
RBANT-0234	363676	1247786	0.10	Altered sediments associated with oxidized quartz-veinlets

Figure 27 below summarizes the locations of significant grab sample results returned.

Figure 27 - Summary Locations of Significant Grab Sample Results



Drilling

No drilling activities have been undertaken over the Permit area.

Sample Collection, Preparation and Security

The following procedures were used for the soil and termite mound sampling by Alamako and Ressources Mining during their respective exploration campaigns undertaken. Sahara have reviewed and consider the procedures below as adequate for the level of exploration work completed.

Termite Mound Sampling

- The location of the termite mounds to be sampled are recorded with a hand-held GPS.
- The dimensions of the termite mounds are measured and recorded including their morphology that are described with terms such as collapsed, mushroom, cathedral, bulbous, etc.
- The regolith regime of the termite mound is described, and the mound colour recorded. The mound sampling is undertaken by channel-sampling the mound from top to bottom on multiple sides until a sample size of approximately 5 kg of sample material is collected.
- Samples collected are bagged in appropriately labelled bags and packaged for sample analysis. Conventional soil samples are collected from locations where termite mounds are not available.
- All samples collected were submitted to SGS laboratory in Ouagadougou, Burkina Faso for Au analysis by LeachWELL analysis LWL69M.

Sample Preparation

All sample preparation was carried out at the SGS Laboratory in Ouagadougou, Burkina Faso.

- Samples are dried for a minimum of 8 hrs in a drying oven.
- Sample crushing is undertaken using a Jaw Crusher to a 2 mm size.
- Pulverisation is undertaken using the LM5 with 90-95% of the sample must pass through the 75 µm mesh.
- 2 kg of the pulp is taken for LeachWELL analysis.

Sample Analysis

LeachWell (LWL69M) analysis is done using 2 kg of sample material. Each sample is placed in a plastic bottle with 3000ml water together with NaCN and leachWELL. LeachWELL is an additive which accelerates the process. The samples are bottle rolled to agitate the solution with the sample for up to 24 hours, if "leachWELL" has been added then the time is reduced to 12 hours. The sample solution (liquor) is decanted into a test tube up to the 50ml mark. A duplicate 50ml liquor can be taken from the bottle at this stage for internal laboratory checking. Di-iso butyle ketone (DIBK) is added to the liquor in the test tube and shaken for 2 minutes. The gold is transported within the liquor to the ketone layer, this is then analysed by AAS.

The following sample preparation, analysis and security procedures were undertaken by Ressources Mining during the recent sampling campaign.

Pit and Grab Sampling

A total of 3 samples were systematically collected over one-meter intervals from the bottom of the selected pits from saprolite or fresh rock material. Samples of 3 to 4 kg weight are collected into labelled plastic sampling bags with the pre-numbered sample ticket stapled inside and clearly labelled with the sample number in indelible marking pen. The bag is securely tied and segregated into larger plastic bags.

The pit and rock chip samples are collected and bagged from the field and delivered to the Ressources Mining Camp yard facility for stockage before chipped to the SGS pulp preparation laboratory in Bamako, Mali. The shipment is accompanied with an instruction letter and an exportation authorization with a complete list of the samples. The entire procedure is undertaken

by national geologists and is closely supervised by experienced geological personnel.

Details of the geological, structural and alteration features and location of rock chip and pit samples are recorded in the field. This data is directly transferred into an Excel Spreadsheet Database by national geologists and validated by the senior expatriate geology manager.

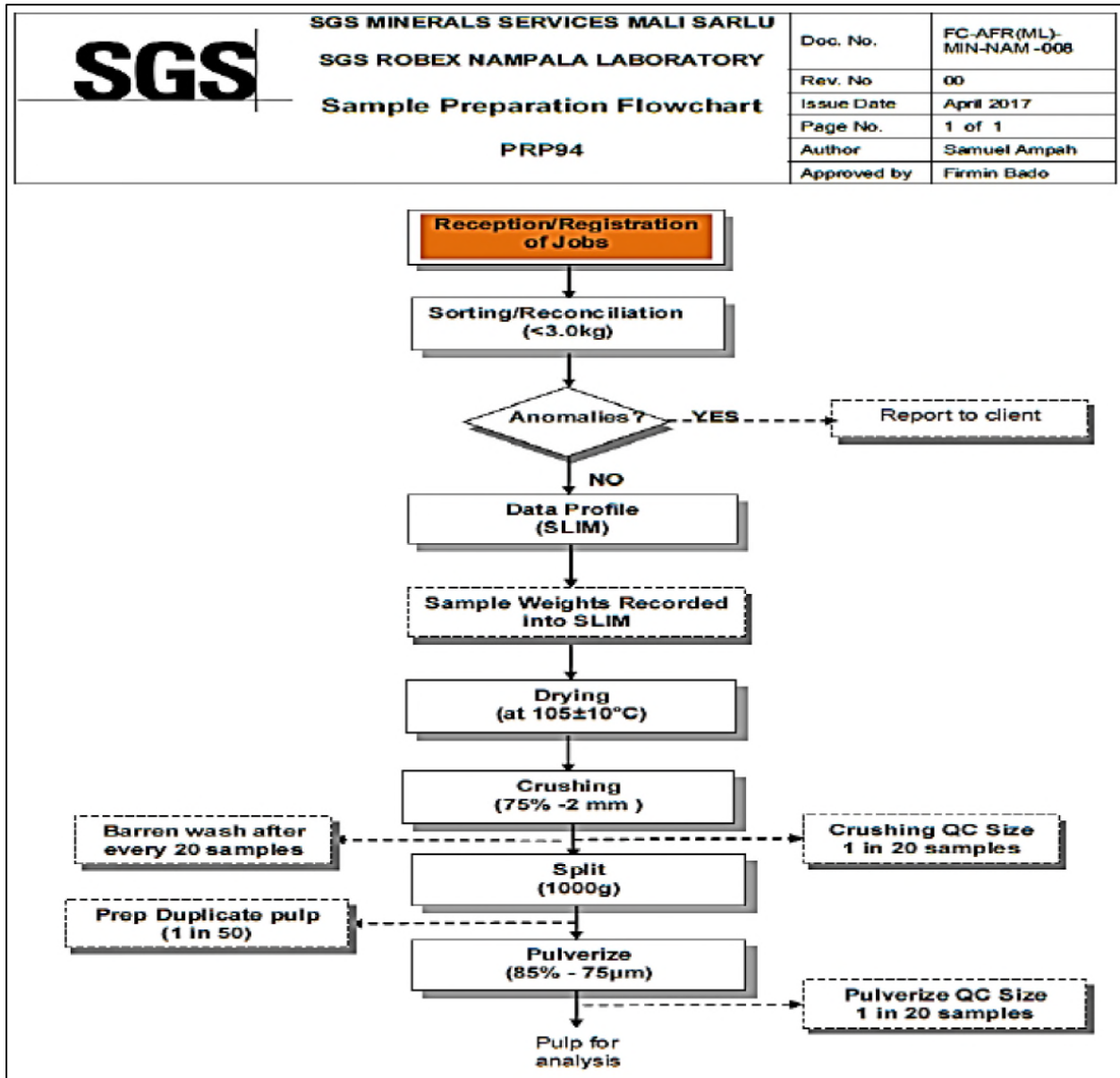
Field Quality Control Protocols

Ressources Mining established a Quality Control program to monitor accuracy and precision of the assay results from the SGS laboratory in Mali. Control of the laboratory quality sample preparation and analytical procedures was done via the use of certified blank material, duplicate and standard samples amounting 5% of the total number of samples shipped to the laboratory. Approximately 5% (1:20) of the samples collected are duplicated in the field. Certified Reference Material (Standards) and certified blanks were inserted into the sample batches at every 20 samples.

Sample preparation and Analytical Procedures by SGS Laboratory

All samples were submitted to the SGS laboratory in Bamako (Mali) for preparation and analysis. At the SGS Laboratory, samples were prepared in accordance with SGS code PRP86 (*Figure 28*). The samples are dried and crushed, if necessary, to obtain 75% of the fraction - 2 mm, split if necessary, to obtain 1.5 kg. This quantity is pulverised entirely with LM2 to obtain 85% of the fraction < 75 micrometer. The samples are then split into 200 grams fractions. Fifty grams of this material is analyzed by Lead Fusion DIBK with AAS finish which has a detection limit of 0.01 ppm. The SGS code for the analysis is FAA505.

Figure 28: Summary of SGS Laboratory Sample Preparation Steps



Data Verification

Quality Assurance Quality Control

The Authors verified the QAQC samples used by Ressources Mining for their pit and rock chip litho-geochemical sampling programs. A review of the standard assay results reveals no apparent bias. The different standards used by Ressources Mining display a 99% correlation to the recommended values and duplicate samples have good correlation with paired-samples. The blank assaying returned samples grade below the detection limit at the 100% confidence level results.

Standard Samples

A total of 3 Certified Reference Material (Standards) types were used, these are listed as follows:

- Std Oreas 218 with grade of 0,531 g/t and a standard deviation of 0,5545
- Std Oreas 221 with grade of 1,05 g/t and a standard deviation of 0,0153
- Std Oreas 224 with grade of 2,15 g/t and a standard deviation of 0,0969

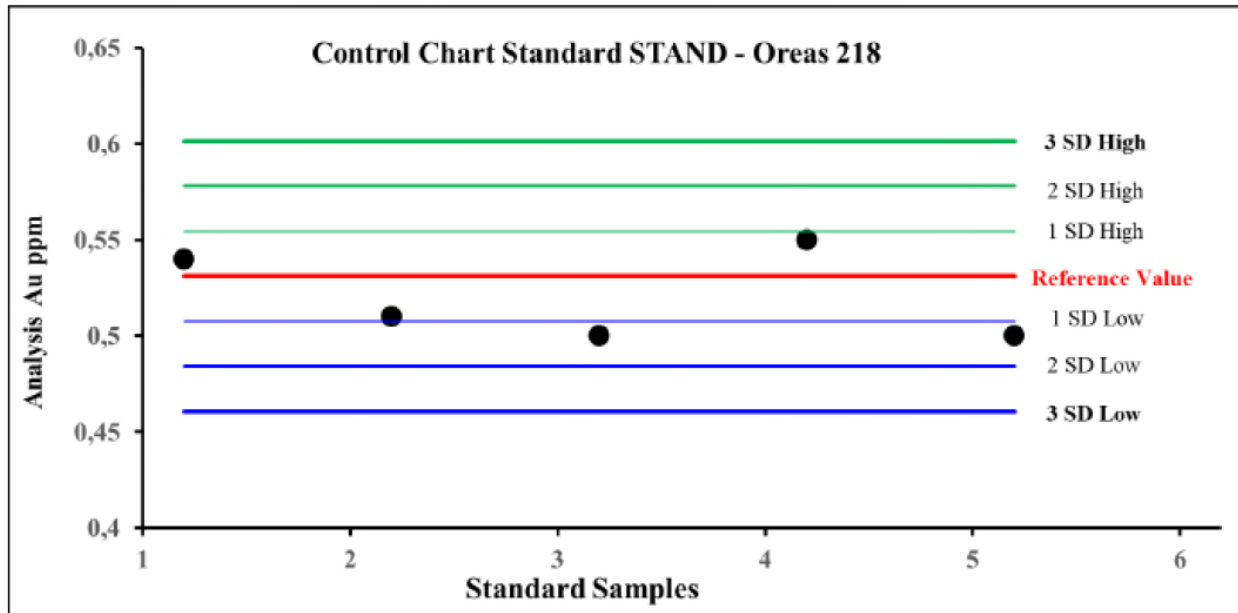
To determine whether an analytical result for a particular standard lies within acceptable limits, data was inserted into an Excel spreadsheet dedicated to that standard. A Standard Control Chart, unique for each standard was generated based on control limits. The control limits are defined as 3xSD (Standard Deviation) above and below the Mean. The “SD (Standard Deviation)” is the Standard Deviation based on the Median Moving Range and provides a robust estimate for accuracy.

The Standard Control Chart shows the standard assay results and Control Limits in graph format, as shown in the following figures. Standards that fall outside the defined tolerance 3 SD High or Low are considered as failed.

Standard Oreas 218 Control Chart

The Standard Sample Oreas 218 displays a good correlation to the recommended values and therefore a good accuracy in the sample analysis (*Figure 29*). In this Control Chart all samples plot inside the Control Limits 1 High SD and 2 Low SD indicating a good analysis accuracy.

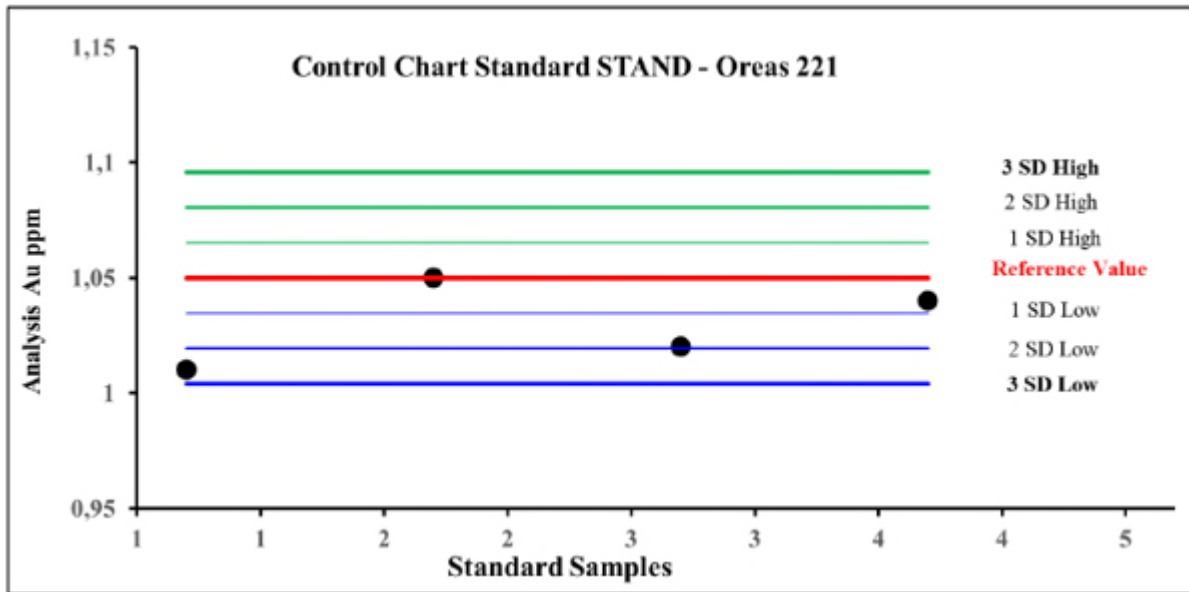
Figure 29: Standard Samples Oreas 218 Control Chart



Standard Oreas 221 Control Chart

The Standard Sample Oreas 221 displays a good correlation to the recommended values and therefore a good accuracy in the sample analysis (*Figure 30*). In this Control Chart all samples can be seen to plot between the Reference Line and the 2 SD Low Limit indicating a good analysis accuracy.

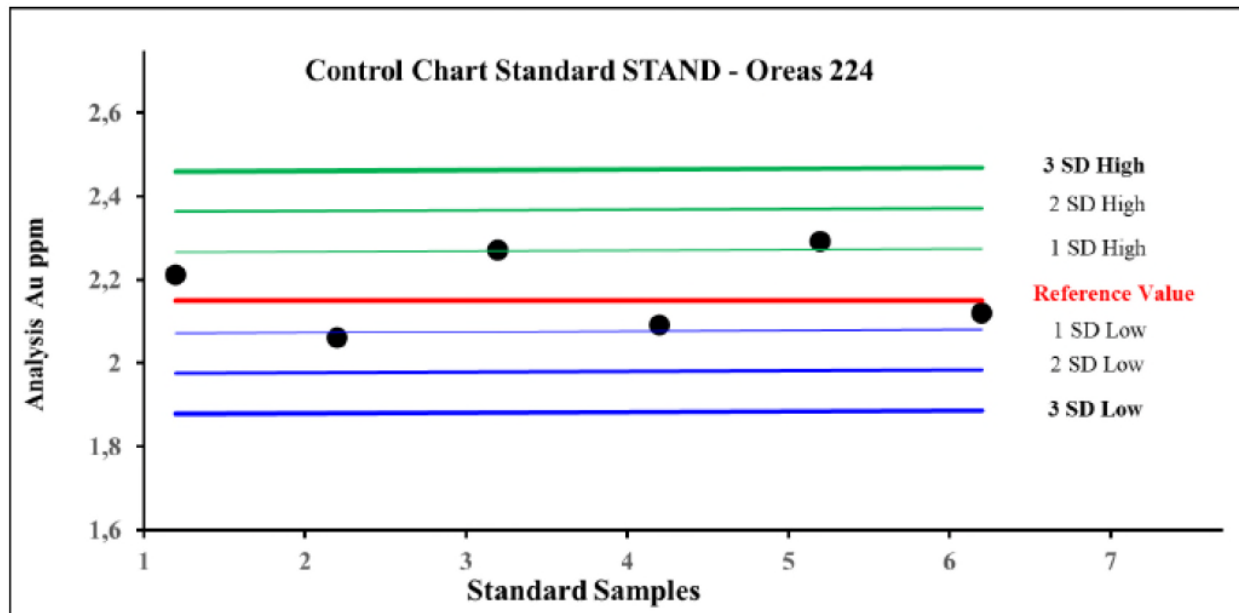
Figure 30: Standard Samples Oreas 221 Control Chart



Standard Oreas 224 Control Chart

The Standard Sample Oreas 224 displays a good correlation to the recommended values and therefore a good accuracy in the sample analysis (Figure 31). In this Control Chart all samples can be seen to plot inside the Control Limits 2 High SD and 2 Low SD indicating a good analysis accuracy.

Figure 31: Standard Samples Oreas 224 Control Chart

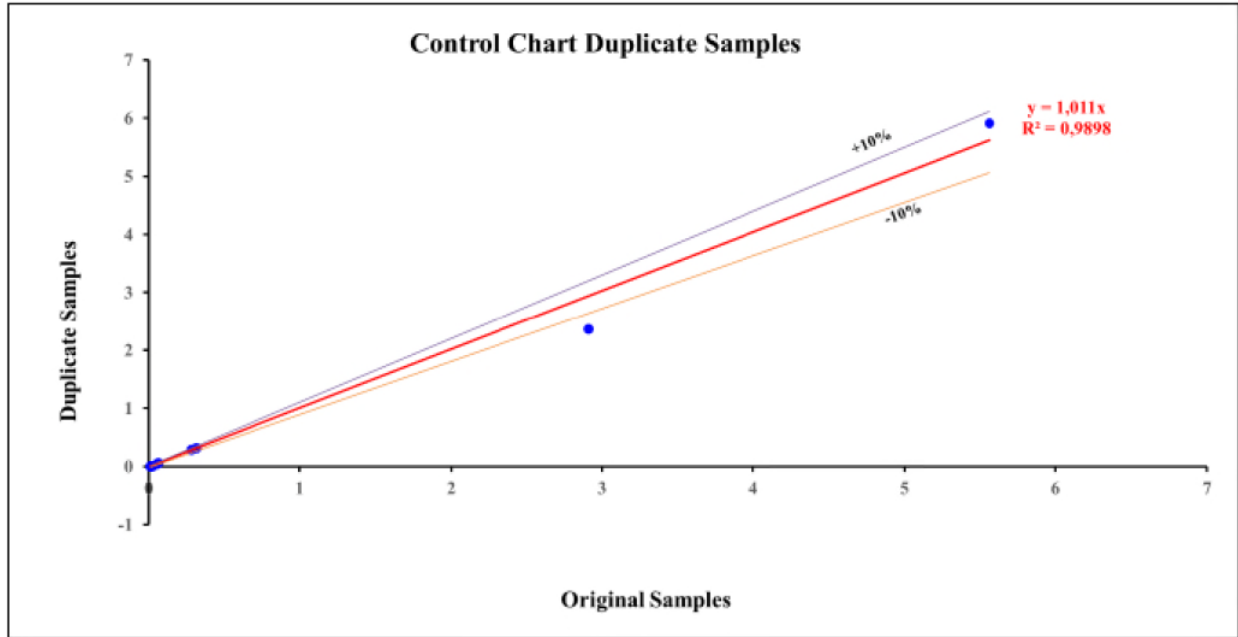


Field Duplicates

A total of 13 pit and rock chip samples were duplicated. The analysis of duplicates was used to check precision of the assay process. The plot of original and duplicate samples (Figure 32) indicates that majority of samples (99%) have good correlation with samples pairs. One sample

falls outside the 10% error limit.

Figure 32: Field Duplicate Control Chart A

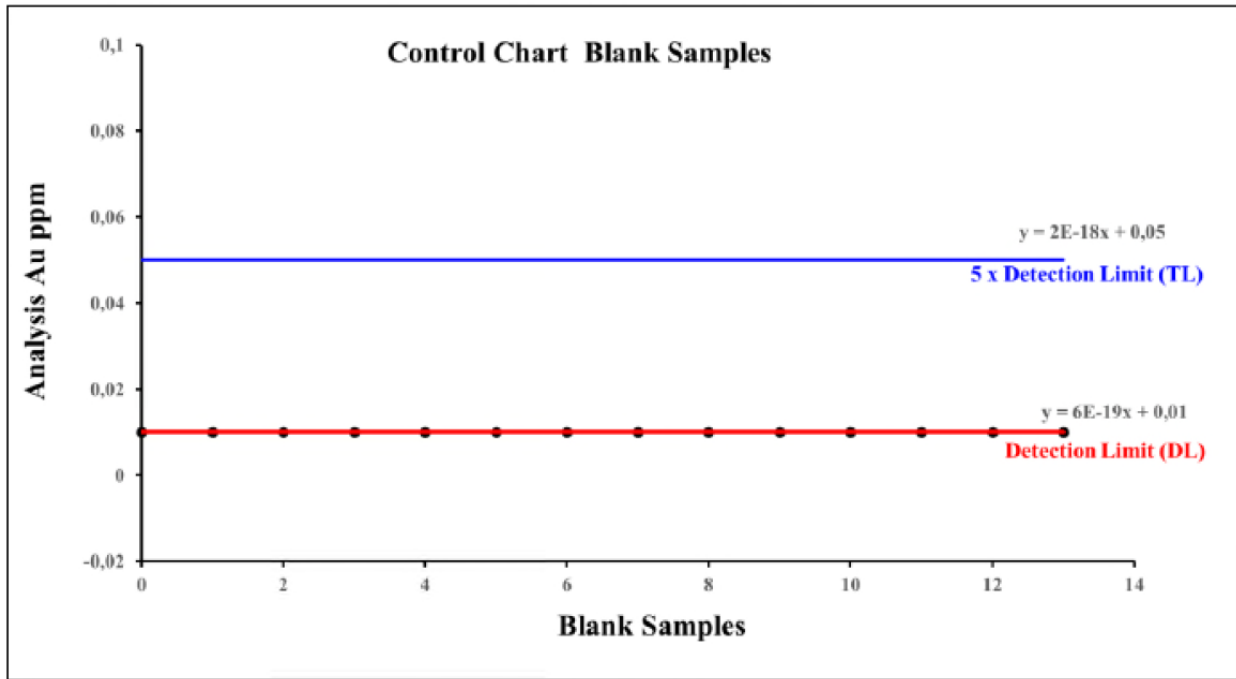


Blanks

Theoretically a blank will have a gold content below the analytical detection limit, which at most laboratories is 0.01g/t (10 ppb) for a standard Fire Assay with a 50g charge. However, instrumental and analytical errors may occur, and accidental contamination by gold-bearing material is possible, any of which, may give a result above the detection limit. For this report, an upper limit of 0.05g/t (50 ppb) Au (5 x the Detection Limit) was used for blanks i.e., results >0.05g/t are considered as failed.

A total of 13 blanks were assayed with Fire Assays to monitor gold contamination. All samples fall within the detection limit line 0.01g/t and below the tolerance detection limit of 0.05 g/t defined as less than 5 times the analytical detection limit (Figure 33). The inserted blanks indicate no issue regarding contamination.

Figure 33: Field Duplicate Control Chart B



The Authors' comments on the sample preparation, security, and analytical procedures discussed below:

- Sample collection and preparation is in line with industry-standard methods for the gold mineralization.
- All sample preparation and analyses were carried out at independent laboratories in Mali. No aspect of laboratory sample preparation or analysis was conducted by an employee, officer, director, or associate of the Corporation.
- Samples have been kept secure and were always attended to by project staff and delivered to the laboratory either directly by project staff or commercial trucking companies.
- Current sample storage procedures and storage areas are consistent with industry standards.
- The sample data collected was validated before importing into the master database.
- The QA/QC procedures and management are consistent with industry standard practice and the assay results within the database are suitable for use. The Authors have not identified any issues which could materially affect the accuracy, reliability, or representativeness of the results.
- Analysis of the CRMs and blanks show that the assay laboratory produced reliable assays with no evidence of significant and systemic contamination or bias.

Data Verification

Sahara Site Visit 2022

During the recent site visit undertaken by Sahara, traverses were undertaken to the most accessible portions of the project area to review outcropping geology, scale of artisanal activities, evidence of the recent work undertaken and to verify the evidence of mineralization over the project area.

A total of 14 samples were collected from pits and outcrops over the northern portions of the project area. The samples collected were submitted to the SGS laboratory in Bamako for Au analysis by Fire Assay (FAA505), with Atomic Absorption Spectroscopy (AAS) finish. Summary details of the samples collected, and the assay results returned are shown in *Figure 34* below. The results returned ranged between 0.17 and 3.98ppm.

Figure 34: Summary of Samples Collected During Site Visit

Sample ID	Easting	Northing	Sample type	Au ppm
BANT26951	358051	1253104	Pit sample	3.98
BANT26952	358051	1253104	Pit sample	0.38
BANT26953	358051	1253104	Pit sample	1.35
BANT26954	358072	1253119	Pit sample	1.67
BANT26955	358072	1253119	Pit sample	0.52
BANT26956	358072	1253119	Pit sample	0.43
BANT26957	357970	1253111	Pit sample	1.9
BANT26958	357970	1253111	Pit sample	1.24
BANT26959	359357	1252955	Outcrop	1.18
BANT26960	359357	1252955	Outcrop	3.76
BANT26961	359357	1252955	Outcrop	1.07
BANT26962	359213	1253030	Pit sample	0.74
BANT26963	359213	1253030	Pit sample	0.17
BANT26964	359213	1253030	Pit sample	2.49

Figure 35 below shows some samples collected and their results returned.

Figure 35: Samples Collected During Site Visit (Sahara 2022)

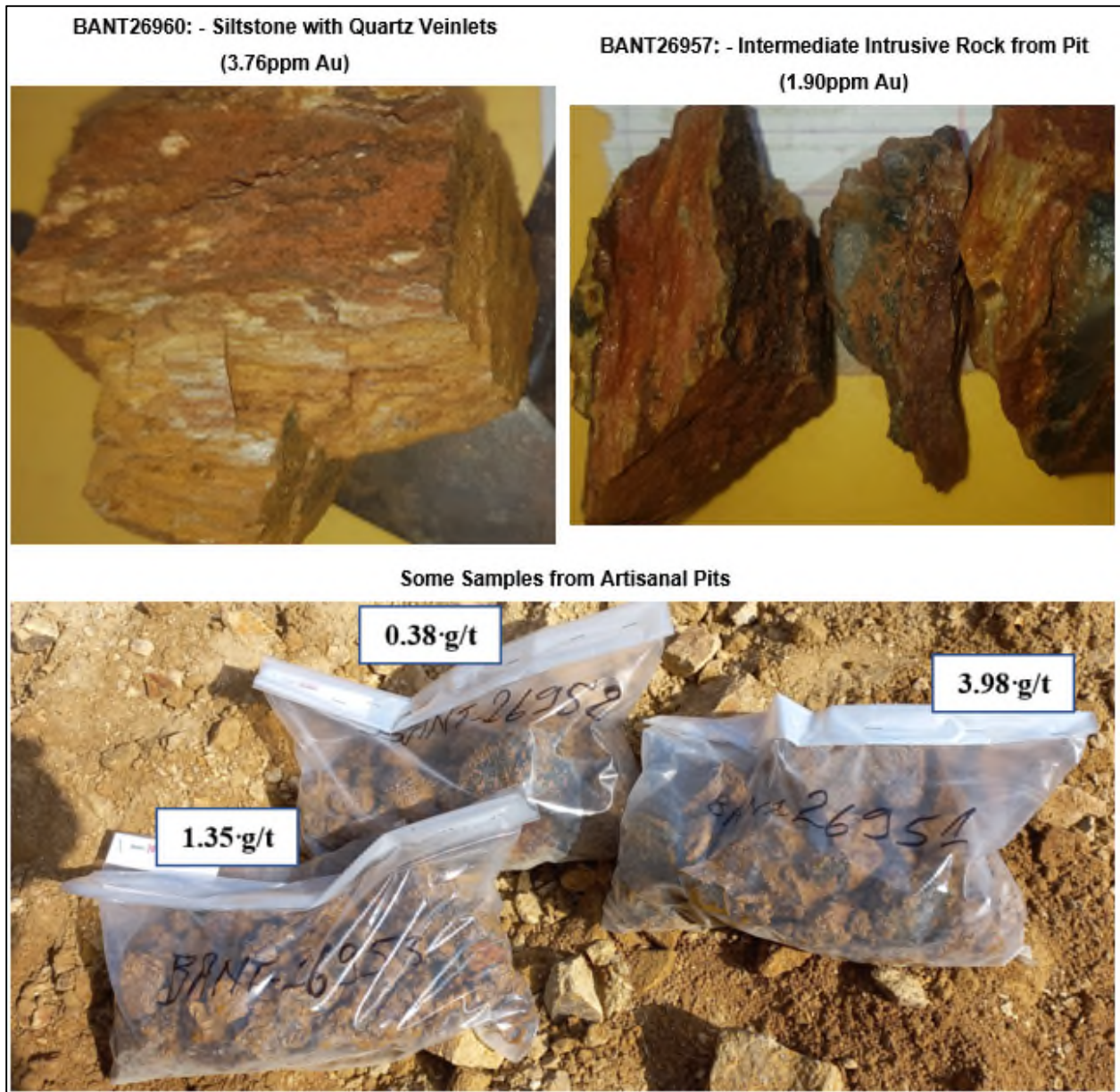
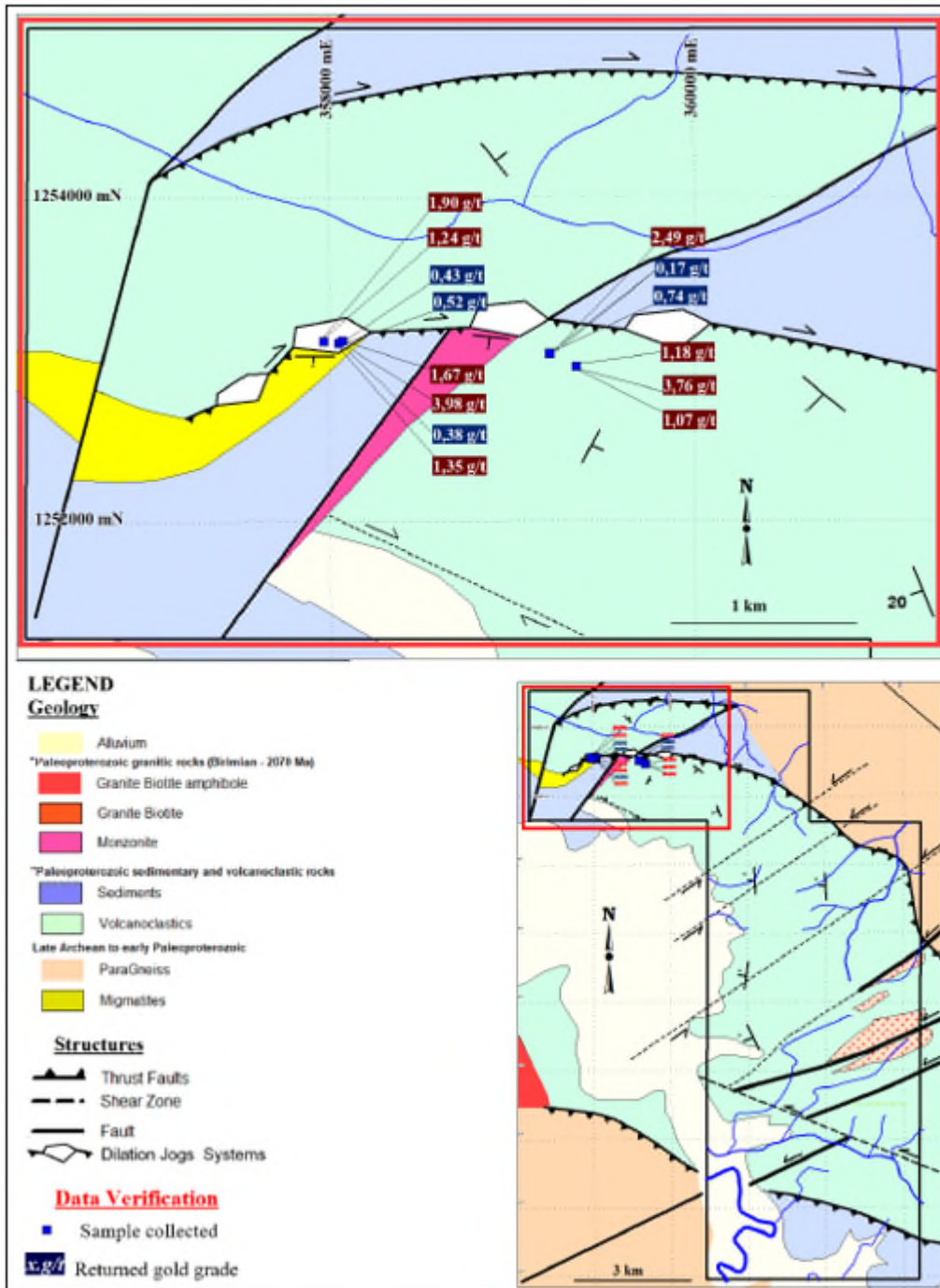


Figure 36 below summarized the locations where the samples were collected from the northern sections of the project area.

Figure 36: Summary of Site Visit Operations (Sahara 2022)



There was evidence of historical and ongoing artisanal activity observed on the project as shown in Figure 37 below.

Figure 37: Ongoing Artisanal Mining Site Observed (Sahara 2022)



The Authors was satisfied with the amount of verifiable information available and finds the level of verification undertaken adequate for the purpose of the Technical Report.

Mineral Processing and Metallurgical Testing

The Authors provide that this section is not applicable to the Banta Baye Property at this stage.

Mineral Resource and Reserve Estimates

The Authors provide that this section is not applicable to the Banta Baye Property at this stage.

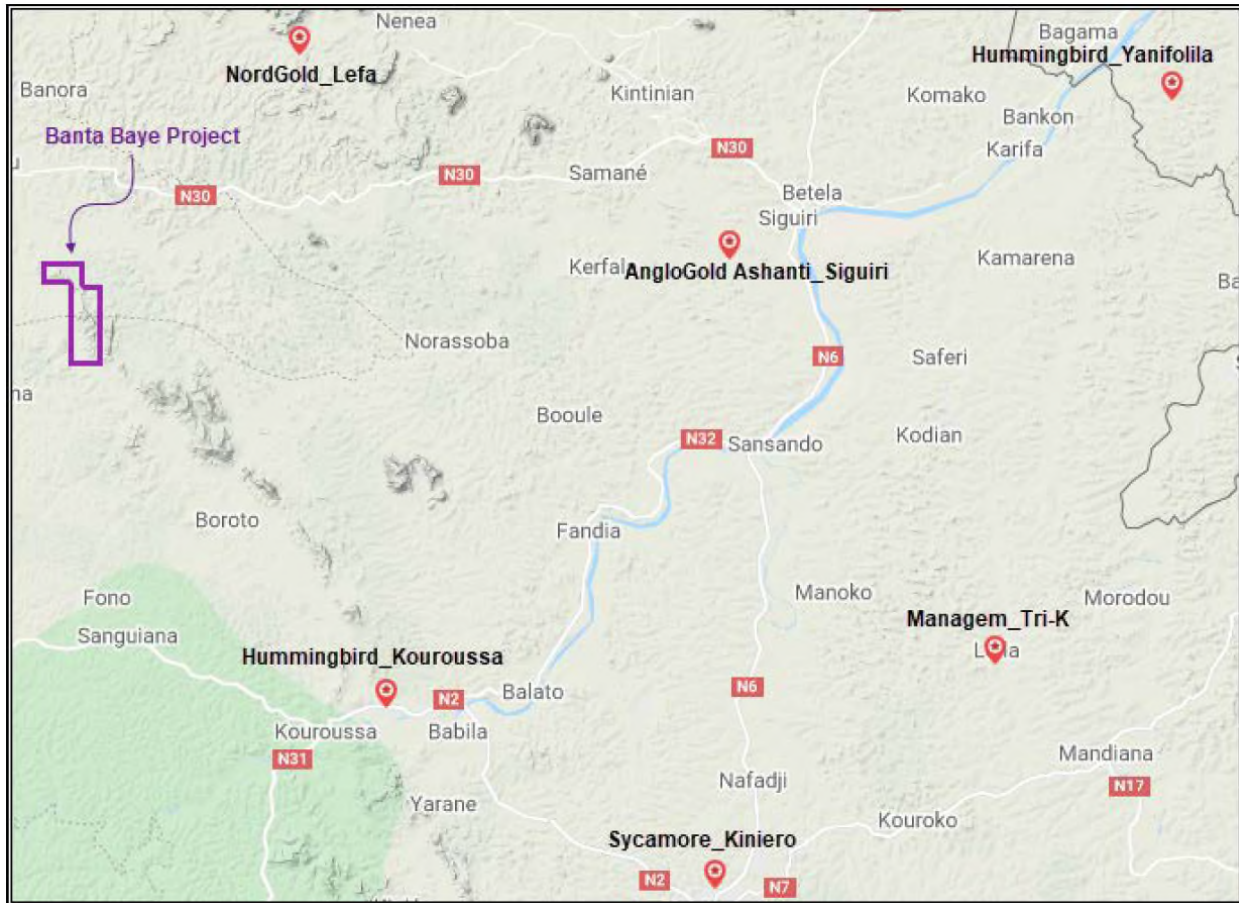
Adjacent Properties

There are six major gold projects in proximity (~within 70 to 180km) to the Banta Baye Property, these comprise the following:

- Anglo Ashanti's Siguri Gold Project
- Nordgold's Lefa Gold Project
- Hummingbird's Yanfolila Gold Project
- Hummingbird's Kouroussa Gold Project
- Managem's Tri-K Gold Project
- Sycamore Kiniero Gold Project

Their summary locations relative to the Banta Baye Property are shown below in *Figure 38*.

Figure 38: Summary Location of Adjacent Gold Projects (Sahara)

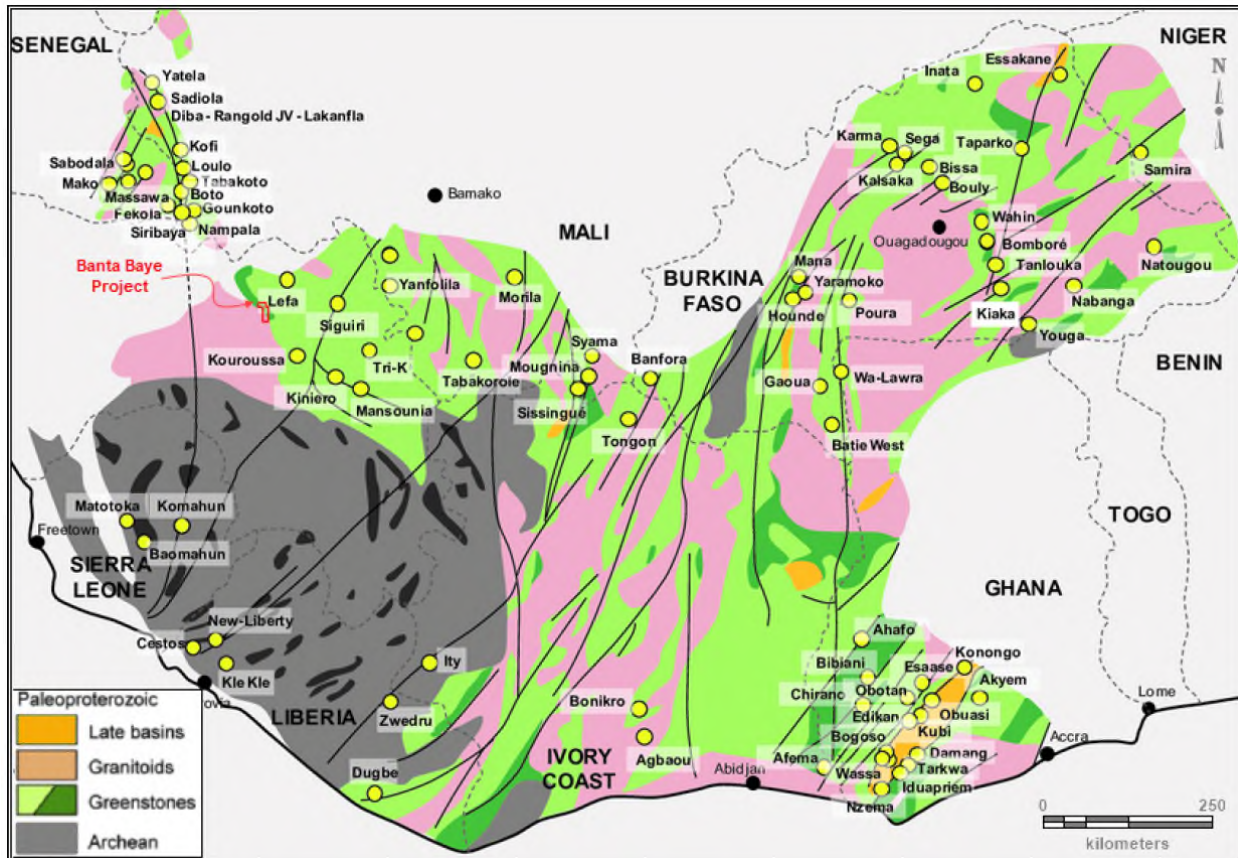


Type of Adjacent Gold Deposits

In the West African shield the control on gold mineralization within the early Proterozoic is interpreted to be related to three main tectonic events (Milési et al., 1989):

- Pre-orogenic: Pre-D1 mineralization related to early extension zones. The mineralization is: (a) stratiform Au tourmaline deposits (type 1 Au) in sedimentary settings (Loulo in Mali), (b) stratiform Fe+Cu (Faleme in Senegal) and Mn deposits (Nsuta in Ghana, Tambao in Burkina Faso), and (c) a single massive Zn-Ag sulfide deposit (Perkoa in Burkina Faso).
- Syn-orogenic: Post-D1 to syn-D2 mineralization associated with the separation and subsequent deformation both of the troughs of B2 tholeiitic volcanism (disseminated Au sulfide deposits or type 2 Au) and Tarkwaian infill extension basins and their auriferous paleo-placers (type 3 Au).
- Late-orogenic: Post peak D2/D3 mineralization with emplacement of discordant Mesothermal Au deposits as auriferous arsenopyrite, gold bearing quartz veins (type 4 Au) and gold bearing quartz veins with traces of Cu, Pb, Zn, Ag, and Bi (type 5 Au).

Figure 39: Adjacent Gold Projects Over Simplified Geology Map (Modified After Milesi et al - 2004)



Conclusions

Sahara considers the Banta Baye Property to be an early-stage gold exploration project with excellent exploration potential to define significant mineralisation with key features observed as follows:

- Sahara have gridded the soil data from historical exploration work and it has presented several gold in soil targets over a main N-NW trend and a few other trends with anomalous extents of between 2 km to 7 km in length and anomalous gold grades between 100ppm and 8,930ppm. These present significant follow-up targets.
- Channel sampling undertaken within recent artisanal pits returned significant gold values between 0 and 18.3 g/t.
- Grab sampling recently completed returned assay results between 0 and 0.68 g/t Au.
- The Banta Baye Property is located approximately 50 km from NordGold's Lefa gold mine with total measured mineral resources of approximately 86.7 Mt at 1.16g/t containing 3.24 million ounces of Au (according to 2010 estimates).
- The presence of artisanal gold mining activity shows that alluvial to residual gold is abundant within the permit.

Recommendations

Sahara have the following recommendations for the Banta Baye Property with the clear focus to

continue staged exploration to defined mineral resources over the Property. Sahara provides the following recommendations:

Stage 1:

- Undertake a Phase 1 Aircore/RC drilling program over the 5 major target anomalies defined from recent structural interpretation and the significant targets generated from pitting programs over the Banta Baye North prospect. A total of approximately 5,000 m of RC drilling has been proposed.
- Undertake an initial Auger Geochemistry drilling phase across the identified Soil anomalies on the Banta Baye North prospect. The Auger geochemistry should be taken to 100 by 25 m across defined anomalies. The Auger will enable high confident Insitu anomalies to be defined. Approximately 10,000 m will be required.
- Upon completion of the currently ongoing termite mound sampling program over the Banta Baye South prospect, an auger drilling campaign on a sampling grid of approximately 100 m x 25 will be required to enable the definition of confident targets for follow up Aircore/RC drilling. Approximately 10,000 m of auger drilling will be required.
- The Auger anomalies will then be followed up with either Aircore or RC drilling. Approximately 5,000 m of RC is planned for a first pass.

The recommendations above are all part of Stage 1.

Since the date of the Technical Report, the Corporation has conducted the following exploration work on the Banta Baye Property: the Corporation has completed an 11,756m auger drilling program and received all gold assays from such program. This has resulted in the definition of significant Km-scale gold in bedrock anomalies which are being evaluated for inclusion into an initial RC drilling program.

RISK FACTORS

The Corporation has identified the following risks relevant to its business and operations, which could materially affect the Corporation's operating results, financial performance and the value of the Common Shares. Prospective investors should carefully consider their personal circumstances and consult their broker, lawyer, accountant or other professional adviser before making an investment decision. The information below does not purport to be an exhaustive summary of the risks affecting the Corporation, and additional risks and uncertainties not currently known to the officers or directors of the Corporation or not currently perceived as being material may have an adverse effect on the business of the Corporation.

General

The Corporation is in the business of exploring mineral properties, which is a highly speculative endeavor. A purchase of any of the securities offered hereunder involves a high degree of risk and should be undertaken only by purchasers whose financial resources are sufficient to enable them to assume such risks and who have no need for immediate liquidity in their investment. An investment in the securities offered hereunder should not constitute a major portion of an individual's investment portfolio and should only be made by persons who can afford a total loss of their investment. Prospective purchasers should evaluate carefully the following risk factors associated with an investment in the Corporation's securities prior to purchasing any of the securities offered hereunder.

Insufficient Capital

The Corporation does not currently have any revenue producing operations and may, from time to time, report a working capital deficit. To maintain its activities, the Corporation will require additional funds which may be obtained either by the sale of equity capital or by entering into an option or joint venture agreement with a third party providing such funding. There is no assurance that the Corporation will be successful in obtaining such additional financing; failure to do so could result in the loss or substantial dilution of the Corporation's interest in the Banta Baye Property, Daina Property and Diguifara Property.

The continued operation of the Corporation will be dependent upon its ability to procure additional financing. The Corporation does not generate revenue and there is no timeline established as to when revenue may be generated for operations, if ever. There can be no assurance that any revenue can be generated or that other financing can be obtained. If the Corporation is unable to generate such revenue in the future or obtain such additional financing, any investment in the Corporation may be lost. In such event, the probability of resale of the Common Shares purchased would be diminished.

Exploration and Development

Resource exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but also from finding mineral deposits that, though present, are insufficient in quantity and quality to return a profit from production. The marketability of minerals acquired or discovered by the Corporation may be affected by numerous factors which are beyond the control of the Corporation and which cannot be accurately predicted, such as market fluctuations, the proximity and capacity of milling facilities, mineral markets and processing equipment, and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals, and environmental protection, the combination of which factors may result in the Corporation not receiving an adequate return of investment capital.

There is no assurance that the Corporation's mineral exploration and development activities will result in any discoveries of commercial bodies of gold or base metals. The long-term profitability of the Corporation's operations will in part be directly related to the costs and success of its exploration programs, which may be affected by a number of factors. Substantial expenditures are required to establish mineral resources and mineral reserves through drilling and subsequent economic evaluation activities and to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis.

Limited Business History

The Corporation has only recently commenced operations and has no history of operating earnings. The likelihood of success of the Corporation must be considered in light of the problems, expenses, difficulties, complications and delays frequently encountered in connection with the establishment of any business. The Corporation has limited financial resources and there is no assurance that additional funding will be available to it for further operations or to fulfill its obligations under applicable agreements. There is no assurance that the Corporation can

generate revenues, operate profitably, or provide a return on investment, or that it will successfully implement its plans.

High Risk, Speculative Nature of Investment

An investment in the Common Shares carries a high degree of risk and should be considered speculative by purchasers. There is little probability of dividends being paid on the Common Shares in the foreseeable future.

Liquidity Concerns and Future Financing Requirements

The Corporation may require additional financing in order to fund its ongoing exploration programs at the Banta Baye Property, Daina Property and Diguifara Property. The ability of the Corporation to arrange such financing in the future will depend in part upon prevailing capital market conditions, as well as the business success of the Corporation. There can be no assurance that the Corporation will be successful in its efforts to arrange additional financing on terms satisfactory to the Corporation. If additional financing is raised by the issuance of Common Shares from treasury, control of the Corporation may change and shareholders may suffer additional dilution. The further exploration and development of the Banta Baye Property, Daina Property, Diguifara Property and any other mineral properties in which the Corporation may hold an interest will also require additional equity or debt financing. Failure to obtain additional financing could result in delay or indefinite postponement of further exploration and development or forfeiture of some rights in the Corporation's mineral properties. Events in the equity market may impact the Corporation's ability to raise additional capital in the future.

If available, future equity financing may result in substantial dilution to current shareholders of the Corporation. At present, it is impossible to determine what amounts of additional funds, if any, may be required.

Banta Baye Property Interest

The Corporation, through its wholly-owned subsidiary Zirasanu, has an interest in the Banta Baye Property through the Option Deed and the Technical and Financial Partnership Agreement between Gainde and the rightsholder to the Banta Baye Permit, Ressources Mining. There is no guarantee that the agreements between Gainde (as assigned to Zirasanu) and Ressources Mining will remain in effect indefinitely and the Corporation could lose its interest in the Banta Baye Property.

There is no guarantee the Corporation will be able to raise sufficient funding in the future to explore and develop the Banta Baye Property. If the Corporation loses or abandons its interest in the Banta Baye Property, there is no assurance that it will be able to acquire another mineral property of merit or that such an acquisition would be approved by the Exchange. There is also no guarantee that the Exchange will approve the acquisition of any additional properties by the Corporation, whether by way of option or otherwise, should the Corporation wish to acquire any additional properties.

Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis. The discovery of mineral deposits is dependent upon a number of factors. The commercial viability of a mineral deposit once discovered is also dependent upon a number of factors, some

of which relate to particular attributes of the deposit, such as size, grade and proximity to infrastructure, and some of which are more general factors such as metal prices and government regulations, including environmental protection. Most of these factors are beyond the control of the Corporation. In addition, because of these risks, there is no certainty that the expenditures to be made by the Corporation on the exploration of the Banta Baye Property as described herein will result in the discovery of commercial quantities of gold or base metals.

The Corporation has no history of operating earnings and the likelihood of success must be considered in light of problems, expenses, etc., which may be encountered in establishing a business.

Financing Risks

The Corporation has no history of earnings and, due to the nature of its business, there can be no assurance that the Corporation will be profitable. The Corporation has paid no dividends on its Common Shares since incorporation and does not anticipate doing so in the foreseeable future. The only present source of funds available to the Corporation is through the sale of its securities. Even if the results of exploration are encouraging, the Corporation may not have sufficient funds to conduct the further exploration that may be necessary to determine whether or not a commercially mineable deposit exists on the Banta Baye Property, Daina Property or Diguifara Property. While the Corporation may generate additional working capital through further equity offerings or through the sale or possible syndication of its one or more of its properties, there is no assurance that any such funds will be available. If available, future equity financing may result in substantial dilution to current shareholders of the Corporation. At present it is impossible to determine what amounts of additional funds, if any, may be required.

COVID-19

The Corporation's business, operations and financial condition could be materially and adversely affected by the outbreak of epidemics or pandemics or other health crises, including the recent outbreak of COVID-19 and any variants or strains thereof. On January 30, 2020, the World Health Organization declared the outbreak a global health emergency, on March 12, 2020, the World Health Organization declared the outbreak a pandemic. To date, there have been temporary business closures, quarantines and a general reduction in consumer activity in nearly all parts of the world. The outbreak has caused companies and most international jurisdictions to impose travel, gathering and other public health restrictions. Though most jurisdictions have reduced restrictions in recent months, the duration of the various disruptions to businesses locally and internationally and the related financial impact cannot be reasonably estimated at this time. If the pandemic continues to be prolonged, including through subsequent waves, or if additional variants of COVID-19 emerge which are more transmissible or cause more severe disease, or if other diseases emerge with similar effects, the adverse impact on the economy could worsen.

Such public health crises can result in volatility and disruptions in the supply and demand for minerals, global supply chains and financial markets, as well as declining trade and market sentiment and reduced mobility of people, all of which could affect commodity prices, interest rates, credit ratings, credit risk and inflation. The risks to the Corporation of such public health crises also include risks to employee health and safety, a slowdown or temporary suspension of operations impacted by an outbreak, increased labour and fuel costs, regulatory changes, political or economic instabilities or civil unrest. The extent to which the COVID-19 pandemic continues to impact the Corporation's results, business, financial condition or liquidity will depend on future developments in Canada, the U.S. and globally, including the development and widespread

availability of efficient and accurate testing options, effective treatment options or vaccines and the spread of new variant strains of the virus. Despite the approval and distribution of vaccines by the regulatory bodies in Canada, the U.S. and other parts of the world, the ongoing evolution of the COVID-19 outbreak continues to raise uncertainty.

Negative Operating Cash Flow

The Corporation has negative operating cash flow. The failure of the Corporation to achieve profitability and positive operating cash flows could have a material adverse effect on the Corporation's financial condition and results of operations. To the extent that the Corporation has negative cash flow in future periods, the Corporation may need to deploy a portion of its cash reserves to fund such negative cash flow. The Corporation expects to continue to sustain operating losses in the future until it generates revenue from the commercial production of its properties. There is no guarantee that the Corporation will ever be profitable.

Acquisition of Additional Mineral Properties

If the Corporation loses or abandons its interest in the Banta Baye Property, Daina Property or Diguifara Property there is no assurance that it will be able to acquire another mineral property of merit. There is also no guarantee that the Exchange will approve the acquisition of any additional properties by the Corporation, whether by way of option or otherwise, should the Corporation wish to acquire any additional properties.

Uninsurable Risks

In the course of exploration, development and production of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including rock bursts, cave-ins, fires, flooding and earthquakes may occur. It is not always possible to fully insure against such risks and the Corporation may decide not to take out insurance against such risks as a result of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate any future profitability and result in increasing costs and a decline in the value of the securities of the Corporation.

Permits and Government Regulations

The future operations of the Corporation may require permits from various federal, state and local governmental authorities and will be governed by laws and regulations governing prospecting, development, mining, production, export, taxes, labour standards, occupational health, waste disposal, land use, environmental protections, mine safety and other matters. Before production can commence on any properties, the Corporation must obtain regulatory and environmental approvals. There is no assurance that such approvals can be obtained on a timely basis or at all. The cost of compliance, with changes in governmental regulations, has the potential to reduce the profitability of operations.

Environmental and Safety Regulations and Risks

Environmental laws and regulations may affect the operations of the Corporation. These laws and regulations set various standards regulating certain aspects of health and environmental quality. They provide for penalties and other liabilities for the violation of such standards and establish, in certain circumstances, obligations to rehabilitate current and former facilities and locations where operations are or were conducted. The permission to operate can be withdrawn temporarily where there is evidence of serious breaches of health and safety standards, or even permanently in the

case of extreme breaches. Significant liabilities could be imposed on the Corporation for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of acquired properties or noncompliance with environmental laws or regulations. In all major developments, the Corporation generally relies on recognized designers and development contractors from which the Corporation will, in the first instance, seek indemnities. The Corporation intends to minimize risks by taking steps to ensure compliance with environmental, health and safety laws and regulations and operating to applicable environmental standards. There is a risk that environmental laws and regulations may become more onerous, making the Corporation's operations more expensive.

Mineral Titles

Any of the Banta Baye Property, Daina Property and Diguifara Property may be subject to prior unregistered agreements, transfers or claims and title may be affected by undetected defects. There is no guarantee that title to such properties will not be challenged or impugned. The Corporation's claims may be subject to prior unregistered agreements or transfers and title may be affected by unidentified or unknown defects. If title to the Corporation's properties is disputed it may result in the Corporation paying substantial costs to settle the dispute or clear title and could result in the loss of the property, which events may affect the economic viability of the Corporation.

Fluctuating Mineral Prices and Currency Risk

The ability of the Corporation to raise funds to continue exploration of the mineral properties in which it has an interest will be significantly affected by changes in the market price for raw materials. Prices for precious and base metals fluctuate on a daily basis, have historically been subject to wide fluctuations and are affected by numerous factors beyond the control of the Corporation such as global demand growth, world mine supply dynamics, currency fluctuations, interest rate changes, capital availability, speculative activities, and political developments. The effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Corporation not being able to continue its planned exploration programs. Declining market prices for these metals could materially adversely affect the Corporation's operations and financial condition. Factors beyond the control of the Corporation may affect the marketability of metals discovered, if any. In addition, currency fluctuations may affect the cash flow which the Corporation may realize from its operations, since most mineral commodities are sold in a world market in U.S. dollars while the majority of the costs incurred by the Corporation are valued in XOF or in Canadian dollars.

Competition for Resources

The mining industry is intensely competitive in all its phases. The Corporation competes for the acquisition of mineral properties, claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees with many companies, some possessing greater financial resources and technical facilities than the Corporation. The competition in the mineral exploration and development business could have an adverse effect on the Corporation's ability to acquire suitable properties or prospects for mineral exploration in the future. In addition, the Corporation's ability to consummate and integrate effectively any future acquisitions on terms that are favourable may be limited by the number of attractive acquisition targets, internal demands on resources, competition from other mining companies and, to the extent necessary, the Corporation's ability to obtain financing on satisfactory terms, if at all.

Dependence on Management

The success of the Corporation is currently largely dependent on the performance of its directors and officers. The loss of the services of any of these persons could have a materially adverse effect on the Corporation's business and prospects. There is no assurance the Corporation can maintain the services of its directors, officers or other qualified personnel required to operate its business. As the Corporation's business activity grows, the Corporation will require additional key financial, administrative and mining personnel as well as additional operations staff. There can be no assurance that these efforts will be successful in attracting, training and retaining qualified personnel as competition for persons with these skill sets increase. If the Corporation is not successful in attracting, training and retaining qualified personnel, the efficiency of its operations could be impaired, which could have an adverse impact on the Corporation's operations and financial condition.

Dilution

Subsequent issuances of securities including, but not limited to, Common Shares and Stock Options will result in a substantial dilution of the equity interests of existing shareholders.

Tax Issues

Income tax consequences in relation to the Common Shares will vary according to the circumstances by each purchaser. Prospective purchasers should seek independent advice from their own tax and legal advisors prior to subscribing for Common Shares.

Price Volatility of Publicly Traded Securities

In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market prices of securities of many corporations have experienced wide fluctuations in price, which have not necessarily been related to the operating performance, underlying asset values or prospects of such corporations. There can be no assurance that continual fluctuations in price will not occur. It may be anticipated that any quoted market for the Common Shares will be subject to market trends generally, notwithstanding any potential success of the Corporation in creating revenues, cash flows or earnings. The value of the Common Shares distributed hereunder will be affected by such volatility.

Conflicts of Interest

Some of the directors and officers are engaged and will continue to be engaged in the search for additional business opportunities on behalf of other corporations, and situations may arise where these directors and officers will be in direct competition with the Corporation. Conflicts, if any, will be dealt with in accordance with the relevant provisions of the *Business Corporations Act* (British Columbia). Some of the directors and officers of the Corporation are or may become directors or officers of other companies engaged in other business ventures.

Stress in the Global Economy

Reduction in credit, combined with reduced economic activity and the fluctuations in global currencies, may adversely affect businesses and industries that purchase commodities, affecting commodity prices in more significant and unpredictable ways than the normal risks associated with commodity prices. The availability of services such as drilling contractors and geological service companies and/or the terms on which these services are provided may be adversely

affected by the economic impact on the service providers. The adverse effects on the capital markets generally make the raising of capital by equity or debt financing much more difficult and the Corporation is dependent upon the capital markets to raise financing. Any of these events, or any other events caused by turmoil in world financial markets, may have a material adverse effect on the Corporation's business, operating results, and financial condition.

Risks of Operating in Africa

The operations of the Corporation may be unfavourably affected by risky conditions that are acute in Africa, including corruption or perceived corruption, poor public infrastructure, unfamiliarity with local dynamics, political uncertainty, currency risks and issues from commodity dependency, security challenges and other conditions. Should such conditions arise or become more pronounced, there could be a material adverse effect on the Corporation's business, operating results, and financial condition.

DIVIDENDS AND DISTRIBUTIONS

The Corporation has not, since the date of its incorporation, declared or paid any dividends on the Common Shares and does not currently have a policy with respect to the payment of dividends. For the foreseeable future, the Corporation anticipates that it will retain future earnings and other cash resources for the operation and development of its business. As such, there are no plans to pay dividends. The payment of dividends in the future, if any, will be determined by the Board in its sole discretion on the basis of the earnings and financial requirements of the Corporation as well as other conditions existing at such time.

DESCRIPTION OF CAPITAL STRUCTURE

Common Shares

As of the date hereof, the authorized capital of the Corporation consists of an unlimited number of Common Shares, of which 58,341,001 Common Shares are issued and outstanding as fully paid and non-assessable.

The holders of Common Shares are entitled to dividends, if, as and when declared by the Board, to receive notice of and attend all meetings of shareholders, to one vote per Common Share at such meetings and, upon liquidation, to rateably receive the assets of the Corporation as are distributable to the holders of the Common Shares.

There are no pre-emptive rights, no conversion or exchange rights, no redemption, retraction, purchase for cancellation or surrender provisions. There are no sinking or purchase fund provisions, no provisions permitting or restricting the issuance of additional securities or any other material restrictions and there are no provisions which are capable of requiring a security holder to contribute additional capital.

Options

The Stock Option Plan of the Corporation provides for the grant of Stock Options to eligible individuals in accordance with the terms of the Stock Option Plan. The Stock Option Plan is the

Corporation's only equity compensation plan. It was approved by the Corporation's shareholders at its annual general meeting held on November 8, 2021.

The following information is intended to be a brief description and summary of the material features of the Stock Option Plan:

- (a) The Board has the power and authority to determine the individuals to whom awards will be granted and the nature, dates, amounts, exercise prices, vesting periods and other relevant terms of such awards, and to construe and interpret the terms of the Stock Option Plan and outstanding awards.
- (b) The Board may from time to time authorize the issuance of Stock Options to directors, officers, employees and consultants of the Corporation and its subsidiaries or employees of companies providing management or consulting services to the Corporation or its subsidiaries.
- (c) The exercise price of a Stock Option granted under the Stock Option Plan shall not be less than the greater of the closing market price of the Common Shares on: (a) the trading day prior to the date of grant of the Stock Options; and (b) the date of grant of the Stock Options. Stock Options will be exercisable over periods of up to ten years as determined by the Board.
- (d) The Stock Option Plan is a "rolling" plan whereby a maximum of 10% of the issued and outstanding Common Shares of the Corporation at the time a Stock Option is granted, less Common Shares reserved for issuance upon the exercise of Stock Options then outstanding under the Stock Option Plan, are reserved for Stock Options to be granted at the discretion of Board to eligible optionees. In addition, the number of Common Shares which may be reserved for issuance to any one individual (or company wholly owned by that individual) may not exceed 5% of the issued Common Shares on a yearly basis.
- (e) The Stock Option Plan contains no vesting requirements but permits the Board to specify a vesting schedule in its discretion.
- (f) The Stock Option Plan provides that if a change of control, as defined therein, occurs, all Common Shares subject to each outstanding Stock Option shall immediately become vested and may thereupon be exercised in whole or in part by the Stock Option holder.
- (g) The Board may, by resolution, amend or terminate the Stock Option Plan, but no such amendment or termination shall, except with the written consent of the Stock Option holders concerned, affect the terms and conditions of Stock Options previously granted under this Plan which have not then been exercised or terminated.
- (h) If a Stock Option holder holds his or her Stock Options as a director and such holder ceases to be director for any reason other than death, such director shall have rights to exercise any Stock Option not exercised prior to such termination (but only to the extent that such Stock Option has vested on or before the date the Stock Option holder ceased to be a director) within a reasonable period of time after the date of termination, as set out in the Stock Option holder's Option Certificate, such "reasonable period" not to exceed one year after termination. However, if the Stock Option holder ceases to be a director of the Corporation as a result of: (i) ceasing to meet the qualifications set forth in the *Business Corporations Act* (British Columbia); or (ii) his or her removal as a director of the

Corporation pursuant to the *Business Corporations Act* (British Columbia); or (iii) an order made by any regulatory authority having jurisdiction to so order; in which case the expiry date shall be the date the Stock Option holder ceases to be a director of the Corporation. Notwithstanding anything contained herein, in no case will a Stock Option be exercisable later than the expiry date of such Stock Option fixed by the Board at the time the Stock Option is awarded to the holder.

- (i) If an Stock Option holder holds his or her Stock Options as an employee, management company employee or consultant and such holder ceases to be an employee, management company employee or consultant for any reason other than death, such employee, management company employee or consultant shall have rights to exercise any Stock Option not exercised prior to such termination (but only to the extent that such Stock Option has vested on or before the date the Stock Option holder ceased to be so employed or provide services to the Corporation) within a reasonable period of time after the date of termination, as set out in the Stock Option holder's Option Certificate, such "reasonable period" not to exceed 90 days after termination. However, (i) if the Stock Option holder ceases to be an employee as a result of termination for cause; (ii) a management company employee of a person providing management services to the Corporation as a result of termination for cause; or (iii) an employee, management company employee or consultant of the Corporation as a result of an order made by any regulatory authority having jurisdiction to so order, in which case the expiry date shall be the date the Stock Option holder is terminated by the Corporation. Notwithstanding anything contained herein, in no case will a Stock Option be exercisable later than the expiry date of such Stock Option fixed by the Board at the time the Option is awarded to the holder.

As of the date of this Annual Information Form, there are 5,270,000 Stock Options issued and outstanding.

Optionee	Number of Stock Options	Exercise Price	Expiry Date
Present directors and/or executive officers as a group ⁽¹⁾	1,950,000	\$0.10	November 8, 2026
	1,160,000	\$0.37	August 16, 2027
Present and past employees as a group	1,200,000	\$0.10	November 8, 2026
	350,000	\$0.37	August 16, 2027
Present and past consultants as a group	550,000	\$0.10	November 8, 2026
	60,000	\$0.37	August 16, 2027

Note:

- (1) This group includes the following individuals: Martin Pawlitschek (910,000 Stock Options), Gavin Cooper (490,000 Stock Options), Vince Sorace (700,000 Stock Options), Fatou Sylla Gueye (330,000 Stock Options), Galen McNamara (280,000 Stock Options) and Fiona Childe (400,000 Stock Options).

MARKET FOR SECURITIES

Trading Price and Volume

The Corporation's Common Shares are listed for trading on the Exchange under the symbol "SANU". The Corporation started trading publically on July 12, 2022. The following table sets out the price ranges and trading volumes on the Exchange of the Common Shares since the Listing Date:

Period	High (\$)	Low (\$)	Volume
November 1 to 14, 2022	0.30	0.23	184,155
October 2022	0.46	0.27	625,254
September 2022	0.37	0.265	232,146
August 2022	0.41	0.30	1,595,076
July 12-29, 2022	0.33	0.275	1,392,416

Prior Sales

The following table summarizes issuances of securities by the Corporation for the 12-month period before the date of this Annual Information Form.

Date	Number/Type of Securities	Issue/Exercise Price per Security	Nature of Issuance
August 16, 2022	1,570,000 Stock Options	\$0.37	Stock Option Grants
June 28, 2022	9,875,000 Common Shares	N/A	On conversion of Subscription Receipts
June 28, 2022	10,466,000 Common Shares	N/A	On deemed exercise of Special Warrants
January 7, 2022	341,000 Special Warrants ⁽¹⁾	\$0.33	Crowdfunding Distribution
December 8, 2021	9,875,000 Subscription Receipts	\$0.33	Private Placement
December 8, 2021	10,125,000 Special Warrants	\$0.33	Private Placement
November 8, 2021	3,700,000 Stock Options	\$0.10	Stock Option Grants

Notes:

- (1) Includes 150,000 compensation special warrants issued in connection with the Crowdfunding Distribution.
(2) Issued pursuant to the Share Exchange Agreement. See "Business of the Corporation".

ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL RESTRICTIONS ON TRANSFER

The following table sets forth the securities of the Corporation subject to escrow or contractual restrictions on transfer, and the percentage that number represents of the outstanding securities of that class as of the date of this Annual Information Form:

Designation of class	Number of securities held in escrow or that are subject to a contractual restriction on transfer	Percentage of class
Common Shares – Escrow Agreement ⁽¹⁾	10,160,550	17.42%
Stock options – Escrow Agreement	1,755,000	47.43%
Common Shares – contractual restrictions on transfer (as described below)	21,443,750	36.76%

Note:

- (1) A total of 11,289,500 Common Shares and 1,950,000 Stock Options were deposited into escrow pursuant to the terms of an escrow agreement (the “**Escrow Agreement**”) dated February 9, 2022 among Martin Pawlitschek, Vince Sorace, Galen McNamara, Fatou Sylla Gueye and Gavin Cooper (collectively, the “**Principals**”), the Corporation and the Escrow Agent. On the Listing Date, a first release under the Escrow Agreement occurred and the remaining releases are set out below.

Date	% of Escrowed Securities Released	Number of Common Shares to be released
The Listing Date	1/10 of the escrowed securities	Already released
On the date 6 months following the Listing Date	1/6 of the remaining escrowed securities	1,693,425
On the date 12 months following the Listing Date	1/5 of the remaining escrowed securities	1,693,425
On the date 18 months following the Listing Date	1/4 of the remaining escrowed securities	1,693,425
On the date 24 months following the Listing Date	1/3 of the remaining escrowed securities	1,693,425
On the date 30 months following the Listing Date	1/2 of the remaining escrowed securities	1,693,425
On the date 36 months following the Listing Date	The remaining escrowed securities	1,693,425
		10,160,550

Other Contractual Restrictions on Transfer

5,379,000 of the Common Shares issued under the Share Exchange Agreement are subject to 18 month contractual restrictions on transfer. 4,379,000 of these restricted Common Shares are held by 34 South Advisory, a company beneficially owned and controlled by Dusko Ljubojevic, Mark Chasey, Mark Fouracre, Tony Rigden, Paul Schreibke, Christopher Sharman, Lucy Smith, David Willis and Joe Woodward. The Share Exchange Agreement provides that these Common Shares will be released from these transfer restrictions over 18 months from the Listing Date as follows: 20% three (3) months after the Listing Date, 15% six (6) months after the Listing Date, 15% nine (9) months after the Listing Date, 20% 12 months after the Listing Date, 15% 15 months after the Listing Date, and 15% 18 months after the Listing Date. 1,075,800 shares were released from restriction on October 12, 2022.

A further 2,689,500 of the Common Shares issued under the Share Exchange Agreement are held by 34 South Advisory and are subject to 36 month contractual restrictions on transfer. The Share Exchange Agreement provides that these Common Shares will be released from these transfer restrictions over 36 months from the Listing Date as follows: 10% on the Listing Date, 15% six (6) months after the Listing Date, 15% 12 months after the Listing Date, 15% 18 months after the Listing Date, 15% 24 months after the Listing Date, 15% 30 months after the Listing Date and 15% 36 months after the Listing Date. 268,950 shares were released from restriction on October 12, 2022.

Additionally 8,000,000 of the 10,500,000 Common Shares issued at a price of \$0.02 per Common Share on June 15, 2021 and the 4,225,000 Common Shares issued at a price of \$0.05 per Common Share on June 24, 2021 bear contractual restrictions on transfer. The remaining 2,500,000 Common Shares issued at \$0.02 are subject to the Escrow Agreement as they are held by a director of the Corporation.

The subscription agreements provided that the Common Shares will be released from these

transfer restrictions over 18 months from the Listing Date as follows: 20% three (3) months after the Listing Date, 15% six (6) months after the Listing Date, 15% nine (9) months after the Listing Date, 20% 12 months after the Listing Date, 15% 15 months after the Listing Date, and 15% 18 months after the Listing Date. 2,445,000 shares were released from restriction on October 12, 2022.

Additionally 6,175,000 of the 6,975,000 Common Shares issued at a price of \$0.10 on July 2, 2021 bear contractual restrictions on transfer for a period of 15 months from the Listing Date as follows: 20% three (3) months after the Listing Date, 20% six (6) months after the Listing Date, 20% nine (9) months after the Listing Date, 20% 12 months after the Listing Date, 20% 15 months after the Listing Date. The remaining 800,000 Common Shares issued at \$0.10 are subject to the Escrow Agreement as they are held by two directors of the Corporation. 1,235,000 shares were released from restriction on October 12, 2022.

DIRECTORS AND OFFICERS

The following table and notes below set forth the name, province or state and country of residence, position held with the Corporation, principal occupation during the preceding five years, date of initial appointment as a director and/or executive officer of the Corporation (if applicable) and the number of Common Shares beneficially owned by each person who is a director and/or an executive officer of the Corporation.

As of the date of this Annual Information Form, the Board consists of Vince Sorace, Martin Pawlitschek, Galen McNamara, and Fatou Sylla Gueye. Directors will be elected annually, and they are expected to hold office until the Corporation's next annual meeting of shareholders, at which time they may be re-elected or replaced.

Name and Province or State and Country of Residence	Position(s) with the Corporation ⁽¹⁾	First Appointed as Director/Executive Officer	Number of Common Shares Owned or Controlled and Percentage of Class ⁽⁴⁾
Martin Pawlitschek ⁽²⁾ Queensland, Australia	President, Chief Executive Officer and Director	October 21, 2021	2,689,500 (4.61%)
Vince Sorace British Columbia, Canada	Chair and Director	September 25, 2018	2,500,000 (4.29%)
Galen McNamara ⁽²⁾ British Columbia, Canada	Director	October 21, 2021	675,000 (1.16%)
Fatou Sylla Gueye ⁽²⁾⁽³⁾ Senegal	Director	October 21, 2021	5,100,000 (8.74%)
Gavin Cooper British Columbia, Canada	Chief Financial Officer and Corporate Secretary	October 21, 2021	400,000 (0.69%)
Fiona Childe Ontario, Canada	VP, Corporate Development and Communications	August 16, 2022	Nil

Notes:

- (1) Principal occupations in previous 5 years are disclosed under "Biographical Information" below.
- (2) Member of the Audit Committee.

- (3) Chair of the Audit Committee.
- (4) Percentage is based on 58,341,001 Common Shares issued and outstanding as of the date of this Annual Information Form.

Term of Office

The term of office of the directors expires annually at the time of the Corporation's annual general meeting. The term of office of the executive officers expires at the discretion of the Corporation's directors. None of the Corporation's directors or executive officers have entered into non-competition or non-disclosure agreements with the Corporation. They are considered independent contractors of the Corporation.

As at the date of this Annual Information Form, the directors and executive officers of the Corporation as a group beneficially own, directly or indirectly, or exercise control or direction over an aggregate of 11,364,500 Common Shares of the Corporation, which is equal to 19.49% of the Common Shares issued and outstanding.

Biographical Information

The principal occupations of each of the Corporation's directors and executive officers within the past five years are disclosed in the brief biographies set forth below.

Martin Pawlitschek, President, Chief Executive Officer and Director

Mr. Pawlitschek is the President, Chief Executive Officer and a director of the Corporation. He is also currently the Senior Vice President of Geology for a mining private equity fund. Martin Pawlitschek is an international mining professional with over 20 years of experience, who has held key management positions with a number of junior explorers, private equity investment funds, majors (BHP) and development companies (MDL, Teranga). He possesses experience from grass-roots discovery to mine development and project financing. Mr. Pawlitschek has extensive hands-on geology skills and well-rounded 360 mining development exposure through various investment and operational roles. Martin Pawlitschek is the cofounder of several resource companies in Eastern Europe and other successful exploration ventures in West Africa.

He has a Bachelor of Applied Science in Geology from the University of Technology in Sydney, Australia and a Masters of Engineering from the University of New South Wales in Australia.

Mr. Pawlitschek serves in his capacity with the Corporation on a part-time basis, devoting approximately 50% of his time to the Corporation.

Vince Sorace, Chair and Director

Mr. Sorace is the Chair and a director of the Corporation. He is also the President and CEO of Kutcho Copper Corp., Chairman of E79 Resources Corp. and Founder and Executive Chairman of MineHub Technologies Inc.

Vince Sorace is a mining and technology entrepreneur with over 30 years of international business and capital markets experience. He has founded and led several resource and technology companies with assets and operations in the U.S., Canada, Europe and Asia. He has been the founder, served as a director and held CEO positions for numerous companies with extensive experience in capital markets, operations, management and public company governance in the resource and alternative energy sectors.

Mr. Sorace serves in his capacity with the Corporation on a part-time basis, devoting approximately 5% of his time to the Corporation.

Galen McNamara, Director

Mr. McNamara is a director of the Corporation. He is also the CEO and a director of Summa Silver Corp. (TSXV:SSVR). Chairman of Angold Resources Inc. (TSXV:AAU). He is an entrepreneur and Geologist with extensive discovery and capital markets experience of over 15 years.

Galen McNamara was the co-winner 2018 PDAC Bill Dennis “Prospector of the Year” Award and 2016 Mines and Money Exploration Award. He is a former Senior Project Manager (Exploration & Development) at NexGen Energy, where he managed all field based drilling and exploration activities, instrumental role in the discovery and delineation of multiple high grade uranium zones. He has a bachelor’s and Master’s Degrees in Geology from Laurentian University.

Mr. McNamara serves in his capacity with the Corporation on a part-time basis, devoting approximately 5% of his time to the Corporation.

Fatou Sylla Gueye, Director

Ms. Gueye is a director of the Corporation. She is the founder and a director of Jiwana Resources, a private Australian mining exploration company with assets in Senegal.

Fatou Sylla Gueye has extensive experience as a senior executive in the financial services, consulting and mining industries in Australia, the United States and Africa. Her experience in the mining sector includes exploration and mining finance particularly for West African explorers and developers. Ms. Gueye has provided expert advice to numerous publicly traded and privately held mining and finance companies operating in Africa and Australia.

She has a Master’s Degree I in economic engineering from Université Grenoble Alpes in France and a Master’s Degree II in economic engineering jointly from Exeter University in England and Université Grenoble Alpes in France.

Ms. Gueye serves in her capacity with the Corporation on a part-time basis, devoting approximately 50% of her time to the Corporation.

Gavin Cooper, Chief Financial Officer and Corporate Secretary

Mr. Cooper is the Chief Financial Officer and Corporate Secretary of the Corporation. Mr. Cooper is a Chartered Professional Accountant with extensive experience in all aspects of corporate and financial management. For the past 35 years, Mr. Cooper has been providing strategic and financial advice and corporate administration services and has held senior positions with a number of public and private companies with local and international operations. He is currently the CFO of Gold Bull Resources Corp., Kutcho Copper Corp., and MineHub Technologies Corp. and acts as CFO, corporate secretary and director of various other public and private companies.

Mr. Cooper holds a Hons. Bachelor of Accounting from the University of South Africa and is a member of the Chartered Professional Accountants of British Columbia.

Mr. Cooper serves in his capacity with the Corporation on a part-time basis, devoting approximately 20% of his time to the Corporation.

Fiona Childe, VP Corporate Development and Communications

Dr. Childe is a professional geoscientist with 25 years of experience in the natural resource sector, capital markets, corporate development and communications. Throughout her career, she has worked with both private and publicly listed mining companies on a range of commodities throughout the Americas and Africa. She recently consulted to Mineros SA through its successful IPO (initial public offering) on the Toronto Stock Exchange and previously served as vice-president of corporate communications at Tau Capital Corp. through the \$450-million acquisition of AfriOre Ltd. by Lonmin PLC. She holds a PhD in geology from the mineral deposit research unit at the University of British Columbia.

Cease Trade Orders, Bankruptcies, Penalties or Sanctions and Conflicts Of Interest

Cease Trade Orders

No director or executive officer of the Corporation (nor any personal holding corporation of any of such persons) is, as of the date of this Annual Information Form, or was within 10 years before the date of this Annual Information Form, a director, CEO or CFO of any corporation (including the Corporation), that: (i) was subject to an Order that was issued while the director or executive officer was acting in the capacity as a director, CEO or CFO; or (ii) was subject to an Order that was issued after the director or executive officer ceased to be a director, CEO or CFO and which resulted from an event that occurred while that person was acting in the capacity as a director, CEO or CFO.

An "Order" means a cease trade order, an order similar to a cease trade order or an order that denied the relevant corporation access to any exemption under securities legislation, in each case that was in effect for a period of more than 30 consecutive days.

Bankruptcies

No director or executive officer of the Corporation (nor any personal holding corporation of any of such persons), or shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, (i) is as of the date of this Annual Information Form or has been within 10 years before the date of this Annual Information Form, a director or executive officer of a corporation (including the Corporation) that while that person was acting in such capacity or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or (ii) has within the 10 years before the date of this Annual Information Form become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or has been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of such director, executive officer or shareholder.

Penalties or Sanctions

No director or executive officer of the Corporation (nor any personal holding corporation of any of such persons), or shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, has been subject to: (i) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or (ii) any other

penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Conflicts of Interest

To the knowledge of the Corporation, there are no known existing or potential conflicts of interest between the Corporation and its directors or officers as a result of their outside business interests except that certain of the Corporation's directors and officers serve as directors and officers of other companies, which means that a conflict may arise between their duties to the Corporation and their duties as a director or officer of such other companies.

PROMOTERS

Martin Pawlitschek, the President, Chief Executive Officer and a director of the Corporation, may be considered to be a promoter of the Corporation in that he took the initiative in founding Gainde, and Gainde's business (as assigned to Zirasanu) is the business of the Corporation. The following table sets out the number and percentage of each class of voting securities and equity securities of the Corporation beneficially owned, or controlled or directed, directly or indirectly by Martin Pawlitschek.

Name	Designation of Class	Number of Securities	Percentage of Class
Martin Pawlitschek	Common Shares	2,689,500	4.61% ⁽¹⁾
	Stock Options	910,000	17.26% ⁽²⁾

Notes:

(1) Percentage of class is based on 58,341,001 Common Shares issued and outstanding as of the date of this Annual Information Form.

(2) Percentage is based on 5,270,000 Stock Options issued and outstanding as of the date of this Annual Information Form.

Additional information about Martin Pawlitschek is disclosed elsewhere in this Annual Information Form in connection with his capacity as an officer and a director of the Corporation. See "*Directors and Officers*".

Other than as disclosed in this Annual Information Form, Martin Pawlitschek has not received, directly or indirectly, anything of value, including money, property, contracts, options or rights of any kind from the Corporation, and the Corporation has not received any assets, services or other consideration from Martin Pawlitschek in return.

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

Other than as disclosed elsewhere in this Annual Information Form, there are no legal proceedings material to the Corporation to which the Corporation is or was a party, or of which its property is or was the subject matter, since the date of the Corporation's incorporation and the Corporation knows of no such proceedings to be currently contemplated.

There have been no penalties or sanctions imposed against the Corporation by a court or regulatory body, and the Corporation has not entered into any settlement agreements before any court relating to provincial or territorial securities legislation or with any securities regulatory authority, as of the date of this Annual Information Form or since its incorporation.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Other than as disclosed elsewhere in this Annual Information Form, no director, executive officer or principal shareholder or any of their respective associates or affiliates has any material interest, direct or indirect, in any transaction within the period from the date of incorporation to the date of this Annual Information Form, or in any proposed transaction, which has materially affected or is reasonably expected to materially affect the Corporation or any of its subsidiaries.

Related Party Transactions of the Corporation

During the year ended June 30, 2022, the Corporation paid or accrued consulting fees of \$169,357 to its CEO, Martin Pawlitschek; \$30,000 to its CFO, Gavin Cooper; \$93,963 to a director, Fatou Sylla Gueye; and \$30,000 to its chairman, Vince Sorace.

During the year ended June 30, 2022, the Corporation incurred stock-based compensation expense of \$86,993 related to stock options granted to officers and directors of the Corporation.

As at June 30, 2022, the Corporation had \$31,320 payable to a company with a common director, which has been included in accounts payable in its financial statements for the period.

TRANSFER AGENT AND REGISTRAR

The registrar and transfer agent of the Corporation is Odyssey Trust Company, located at United Kingdom Building, 350-408 Granville Street, Vancouver, British Columbia V6C 1T2.

MATERIAL CONTRACTS

Except for contracts entered into in the ordinary course of business, the only material contracts which the Corporation has entered into since its incorporation are the Share Exchange Agreement (dated July 2, 2021), the Subscription Receipt Agreement (dated December 8, 2021), the Escrow Agreement (dated February 9, 2022) and, entered into by Gainde, the Technical and Financial Partnership Agreement (dated February 15, 2021, amended on March 18, 2021 and approved by the Minister of Mines on March 19, 2021).

A copy of these material contracts are available under the Corporation's profile on SEDAR at www.sedar.com.

INTERESTS OF EXPERTS

Davidson & Company LLP audited the financial statements of the Corporation for the financial year ended June 30, 2022. Davidson & Company LLP have advised the Corporation that they are independent of the Corporation in accordance with the Rules of Professional Conduct of the Chartered Professional Accountants of British Columbia

Dale Matheson Carr-Hilton Labonte LLP audited the financial statements of the Corporation for the financial years ended June 30, 2021 and 2020. Dale Matheson Carr-Hilton Labonte LLP have advised the Corporation that they are independent of the Corporation in accordance with the Rules of Professional Conduct of the Chartered Professional Accountants of British Columbia.

Grant Thornton Senegal audited the financial statements of Gainde for the financial years ended December 31, 2020 and 2019. Grant Thornton Senegal have advised the Corporation that they independent of Gainde in accordance with the Code of Ethics for Senegal Professional Accountants. To the best knowledge of the Corporation, as at the date hereof, the Grant Thornton Senegal does not beneficially own, directly or indirectly, any securities of the Corporation or Gainde.

Certain information in this Annual Information Form relating to the Banta Baye Property is summarized or extracted from the Technical Report, which was prepared for the Corporation by Michael Cantey, B. Sc., MAIG and Siaka Diawara, B. Sc., MAIG, each of whom is a “qualified person” and “independent” as defined in NI 43-101. To the best knowledge of the Corporation, as at the date hereof, the aforementioned persons do not beneficially own, directly or indirectly, any securities of the Corporation.

ADDITIONAL INFORMATION

Additional information relating to the Corporation may be found on SEDAR at www.sedar.com.

Additional information, including directors’ and officers’ remuneration and indebtedness, principal holders of securities and securities authorized for issuance under equity compensation plans is included in the Final Prospectus which is on SEDAR.

Additional financial information is provided in the Corporation’s Financial Statements and management’s discussion and analysis for its most recently completed financial year ended June 30, 2022. Additional financial information, including certain financial statements and management’s discussion and analysis for Gainde for the periods before it was acquired by the Corporation is included in the Final Prospectus which is on SEDAR.

Additional information regarding the Corporation’s audit committee (in accordance with Form 52-110F2) is included in the Final Prospectus which is on SEDAR.

APPENDIX “A” GLOSSARY OF TERMS

“affiliate” or “associate”	has the meaning ascribed thereto in the <i>Securities Act</i> (British Columbia).
“Audit Committee”	means the audit committee appointed by the Board.
“Authors”	means the authors of the Technical Report, Michael Cantey, B.Sc. and Siaka Diawara, B.Sc., both of Sahara Natural Resources.
“Banta Baye Property” or “Property”	means the Banta Baye gold project located approximately 70 km to the northwest of the Kouroussa township of the Republic of Guinea. The Corporation, through its wholly-owned subsidiary Zirasanu, has an interest in the Banta Baye Property through the Option Deed and the Technical and Financial Partnership Agreement between Gainde (as assigned to Zirasanu) and the rightsholder to the Banta Baye Permit, Ressources Mining.
“Banta Baye Permit” or “Permit”	means the exploration permit in respect of the Banta Baye Property, as set out in the Technical Report.
“Board”	means the board of directors of the Corporation, as it may be comprised from time to time.
“Common Shares”	means the common shares in the capital of the Corporation.
“Corporation”	means Sanu Gold Corp.
“Crowdfunding Distribution”	means the crowdfunding distribution of 341,000 Special Warrants, including 191,000 at \$0.33 per Special Warrant for gross proceeds of \$63,030 and 150,000 compensation Special Warrants at a deemed price of \$0.33 per Special Warrant to Vested Technology Corp.
“Daina Partnership Agreement”	means the technical and financial partnership agreement dated April 29, 2021 between Gainde and the owner of an exploration permit for the Daina project, Mansa Sanou Exploration, SARLU. This agreement was assigned to Zirasanu.
“Daina Property”	means the Daina Property located in the Republic of Guinea.
“Diguifara Partnership Agreement”	means the technical and financial partnership agreement dated April 29, 2021 between Gainde and the owner of an exploration permit for the Diguifara project, Nature Exploration & Discovery, SARLU. This agreement was assigned to Zirasanu.
“Diguifara Property”	means the Diguifara Property located in the Republic of Guinea.
“Escrow Agent”	means Odyssey Trust Company.
“Escrow Agreement”	means the NP 46-201 escrow agreement dated February 9, 2022 among the Principals, the Corporation and the Escrow Agent.
“Escrow Release Conditions”	means: (i) the delivery of an escrow release notice by the Corporation to the Escrow Agent and (ii) the filing of the Final Prospectus by the Corporation and the receipt or deemed receipt therefor from the British Columbia Securities Commission, Alberta Securities Commission and the Ontario Securities Commission.

“Escrowed Funds”	means the funds escrowed pursuant to the Subscription Receipt Financing.
“Exchange”	means the Canadian Securities Exchange.
“Final Prospectus”	means the long form prospectus of the Corporation dated June 21, 2022 filed to qualify the distribution of the Qualified Shares.
“Gainde”	means Gainde Gold SUARL.
“IFRS”	means International Financial Reporting Standards, as adopted by the International Accounting Standards Board.
“Listing Date”	means the date on which the Common Shares listed on the Exchange – being July 12, 2022.
“Malea”	Means Malea Resources Corp.
“NI 43-101”	means National Instrument 43-101 - <i>Standards of Disclosure of Disclosure for Mineral Projects</i> .
“NP 46-201”	means National Policy 46-201 – <i>Escrow for Initial Public Offerings</i> .
“Option Deed”	means the binding and exclusive option deed entered into between Gainde and Ressources Mining on July 19, 2020, whereby Gainde was granted exclusive rights to acquire 85% of Ressources Mining’s Banta Baye Permit.
“Principals”	means collectively Martin Pawlitschek, Vince Sorace, Galen McNamara, Fatou Sylla Gueye and Gavin Cooper.
“Qualified Shares”	means the Special Warrant Shares and the Subscription Receipt Shares.
“Ressources Mining” or “RMS”	means Ressources Mining SARL.
“Sahara”	means Sahara Natural Resources.
“SEDAR”	means the System for Electronic Document Analysis and Retrieval, which can be accessed online at http://www.sedar.com .
“Share Exchange Agreement”	means the share exchange agreement among the Corporation, Malea, Gainde, and the shareholders of Gainde, dated July 2, 2021.
“Special Warrant”	means a special warrant of the Corporation entitling the holder to acquire, without any further payment, one Special Warrant Share for each Special Warrant.
“Special Warrant Financing”	means the private placement of 10,125,000 Special Warrants at \$0.33 per Special Warrant for total gross proceeds of \$3,341,250.
“Special Warrant Shares”	means the 10,466,000 Common Shares issued upon the exercise or deemed exercise of the Special Warrants, such Common Shares qualified under the Final Prospectus.
“Stock Option”	means the option to purchase one Common Share.
“Stock Option Plan”	means the Corporation’s current stock option plan, which was adopted by the Board by way of a Directors’ Resolution on November 8, 2021.

“Subscription Receipt”	means a subscription receipt issued by the Corporation entitling the holder to acquire, without any further payment, one Subscription Receipt Share for each Subscription Receipt held upon satisfaction of the Escrow Release Conditions.
“Subscription Receipt Agreement”	means the subscription receipt agreement between the Corporation and the Escrow Agent dated December 8, 2021.
“Subscription Receipt Financing”	means the private placement of 9,875,000 Subscription Receipts at \$0.33 per Subscription Receipt for total gross proceeds of \$3,258,750 and which will result, subject to the satisfaction of the Escrow Release Conditions, in the deemed exercise of Subscription Receipts into Subscription Receipt Shares.
“Subscription Receipt Shares”	means the 9,875,000 Common Shares of the Corporation issued on conversion or deemed conversion of the Subscription Receipts, such Common Shares qualified under the Final Prospectus.
“Technical and Financial Partnership Agreement”	means the technical and financial partnership agreement in respect of the Banta Baye Property entered into between Gainde and Ressources Mining on February 15, 2021, amended on March 18, 2021 and approved by the Minister of Mines on March 19, 2021. This agreement was assigned to Zirasanu.
“Technical Report”	means the NI 43-101 Technical Report, for the Banta Baye Property, Republic of Guinea, prepared by the Authors
“United States” or “U.S.” or “USA”	means the United States of America, its territories and possessions, any State of the United States, and the District of Columbia.
“XOF”	means the West African CFA franc.
“Zirasanu”	means Zirasanu SARLU.

APPENDIX "B" GLOSSARY OF TECHNICAL TERMS

In this Annual Information Form, the following capitalized technical terms have the following meanings, in addition to other terms defined elsewhere in this Annual Information Form.

Au	gold	m	metre
°C	degree Celsius	m³/h	cubic metres per hour
C\$	Canadian dollars	ml	millilitre
cm	centimetre	mm	millimetre
ft	foot	Moz	million oz
g/t	grams per metric ton (1,000 kg or 2,204.6 lbs)	oz	Troy ounce (31.1035g)
ha	hectare	oz/st	ounces per short ton (2,000 lbs or 907.2 kg)
kg	kilogram	ppb	part per billion
km	kilometre	ppm	part per million