

AMENDMENT AGREEMENT

THIS AGREEMENT dated for reference the 29th day of January, 2024.

AMONG:

1442160 B.C. LTD., a company incorporated under the laws of British Columbia and having a registered address at Suite 810, 789 West Pender Street, Vancouver, British Columbia V6C 1H2

(the "**Target**")

AND:

EACH OF THE SHAREHOLDERS OF THE TARGET, as set out in Schedule A attached hereto

(each, a "**Target Shareholder**" and collectively, the "**Target Shareholders**")

AND:

MOONBOUND MINING LTD., a company incorporated under the laws of British Columbia and having its head office located at Suite 200, 2820 Granville Street, Vancouver, British Columbia V6C 1S4

(the "**Purchaser**")

WHEREAS:

- A. The Purchaser, the Target and the Target Shareholders entered into a Share Exchange Agreement made effective as of January 3, 2024 (the "**SEA**"); and
- B. The Purchaser, the Target and the Target Shareholders wish to enter into this Agreement to amend certain provisions in the SEA.

PART 1 INTERPRETATION

- 1.1 Unless otherwise defined herein, all capitalized terms used in this Agreement will have the meanings ascribed to them in the SEA.

**PART 2
AMENDMENTS**

- 2.1 The SEA is hereby amended by deleting, in its entirety, Schedule A from the SEA and replacing Schedule A of the SEA with Schedule A attached hereto.
- 2.2 Each of the Target Shareholders hereby agrees to the terms and conditions contained in the SEA and this Agreement.

**PART 3
GENERAL**

- 3.1 All other provisions of the SEA shall remain in effect unamended.
- 3.2 This Agreement has been and will be deemed to be made in British Columbia and for all purposes will be governed exclusively by and construed and enforced in accordance with the laws prevailing in British Columbia and the federal laws of Canada applicable therein.
- 3.3 Time will be of the essence in this Agreement and every part of it.
- 3.4 This Agreement may be executed in any number of counterparts, each of which when executed and delivered (by electronic copy or otherwise) will be deemed to be an original, and all of which together will constitute one and the same document.

IN WITNESS WHEREOF the Parties have executed this Agreement on the day and year first written above.

MOONBOUND MINING LTD.

Per: "Ann Fehr"
Authorized Signatory

1442160 B.C. LTD.

Per: "Steve Mynott"
Authorized Signatory

"Steve Mynott"
STEVE MYNOTT

2652736 ONTARIO INC.

Per: "Signed"
Authorized Signatory

THE K2 PRINCIPAL FUND L.P.

Per: "Signed"
Authorized Signatory

"David Smithson"
DAVID SMITHSON

"Francisco Goncalves"
FRANCISCO GONCALVES

"Thomas Fegan"
THOMAS FEGAN

"Kyle De Jong"
KYLE DE JONG

N2N SOLUTIONS LTD.

Per: "Signed"
Authorized Signatory

"Erica Mary Lumley"
ERICA MARY LUMLEY

HAYWOOD SECURITIES INC.

Per: "Signed"
Authorized Signatory

OIG OVERSEAS FINANCIAL GROUP LTD.

Per: "Signed"
Authorized Signatory

PALODURO INVESTMENTS INC.

Per: "Signed"
Authorized Signatory

1333764 B.C. LTD.

Per: "Greg B. Mussallem"
Authorized Signatory

1458908 B.C. LTD.

Per: "W. Neil Stevenson-Moore"
Authorized Signatory

"Andy Charanek"
ANDY CHARANEK

ST. PETER INVEST GROUP INC.

Per: "Olaf Herr"
Authorized Signatory

"Kevin Campbell"
KEVIN CAMPBELL

SCHEDULE A

TARGET SHAREHOLDERS AND CONSIDERATION SHARES

Name and Address of Target Shareholder	Number of Target Shares Held at the Execution Date	Number of Consideration Shares Issuable to Target Shareholder at Closing	Number of Consideration Warrants Issuable to Target Shareholder at Closing
Steve Mynott [REDACTED]	100	95	48
Fidelity Clearing Canada ULC ITF 2652736 Ontario Inc. [REDACTED]	1,200,000	1,157,357	578,679
Gundyco ITF The K2 Principal Fund L.P. [REDACTED]	1,000,000	964,465	482,232
David Smithson [REDACTED]	200,000	192,893	96,447
Francisco Goncalves [REDACTED]	3,000,000	2,893,394	1,446,697
Thomas Fegan [REDACTED]	100,000	96,446	48,223
Kyle de Jong [REDACTED]	2,000,000	1,928,929	964,465
Fidelity Clearing Canada ULC ITF N2N Solutions Ltd. [REDACTED]	5,000,000	4,822,323	2,411,161
Erica Mary Lumley [REDACTED]	3,000,000	2,893,394	1,446,697

Haywood Securities Inc. [REDACTED]	500,000	482,232	241,116
OIG Overseas Financial Group Ltd. [REDACTED]	3,000,000	2,893,394	1,446,697
Paloduro Investments Inc. [REDACTED]	3,000,000	2,893,394	1,446,697
1333764 B.C. Ltd. [REDACTED]	5,000,000	4,822,323	2,411,161
1458908 B.C. Ltd. [REDACTED]	5,000,000	4,822,323	2,411,161
Andy Charanek [REDACTED]	5,000,000	4,822,323	2,411,161
St. Peter Invest Group Inc. [REDACTED]	2,000,000	1,928,929	964,465
Kevin Campbell [REDACTED]	400,000	385,786	192,893
TOTAL:	39,400,100	38,000,000	19,000,000