NI 43-101

INDEPENDENT TECHNICAL REPORT

ON THE

SHARPE LAKE PROPERTY

FOR

BAYRIDGE RESOURCES CORP.

Ear Falls, Ontario
50.81ºN, -91.84ºW

Author Brian H. Newton, P.Geo.
Effective Date September 23, 2023

Table of Contents

List of Figures

List of Tables

Photos

1.0 SUMMARY

This technical report, entitled "43-101 Independent Technical Report on the Sharp Lake Property for Bayridge Resources Corp., Ear Falls, Ontario" (this "Report") was reviewed and prepared by Brian H. Newton, P.Geo. (the "Author") at the request of Bayridge Resources Corp., ("Bayridge" or the "Company" or the "Issuer") a private company incorporated under the Laws of British Columbia. This Report is specific to the standards dictated by National Instrument 43-101 *Standards of Disclosure for Mineral Projects* ("NI 43-101") in respect to the Sharpe Lake Property (the "Property"), which consists of a total of twelve (12) multi-cell mining claims and covers an area of approximately 4,413 hectares located 96 km east of Ear Falls, Ontario. This Report assesses the technical merit and potential of the project area for a public listing and recommends additional exploration.

1.1 PROPERTY DESCRIPTION, LOCATION AND ACCESS

The Property is located approximately 96 km east of Ear Falls, Ontario (Figure 4.1). The nearest settlement is the community of Ear Falls with a current approximate population of 1,000 inhabitants. The property lies within NTS map sheet 52J/13 in the Otatakan Lake Area township of the Red Lake Mining District of Ontario. The approximate geographic centre coordinates of the Property are 50.81^{o}N, -91.18^{o}W (UTM coordinates 581510E, 5630302N, Zone 15U, NAD83). The overall Property covers an area of approximately 4,413 hectares.

Access to the Property is gained traveling north to Ear Falls from Vermillion Bay, for approximately 106 km along Provincial Highway 105 that connects with the Trans-Canada Highway 17 at Vermillion Bay, Ontario. Traveling east at the junction between Provincial Highway 105 and 657 in Ear Falls, a Domtar maintained logging road (Wenasaga Road) turns north off of Hwy 657 providing access eastward. At approximately 14 km east along the Domtar logging road, the MacKenzie Bay Road (logging road) (right turn) provides further access towards the Property for another 70 km. Turning onto the Vermillion Road (logging road) for an additional 60 km brings a traveler within 250 m of the southeast corner of the Property. Alternate routes to the same point can be gained from Sioux Lookout. Alternatively, access to the northern portion of the Property can be completed by float plane to Otatakan Lake or by helicopter.

The Author visited the Property on September 22, 2023.

The are no resource or reserve estimates on the Property.

1.2 OWNERSHIP AND AGREEMENTS

The Property consists of 12 multi-cell mineral claims consisting of an aggregate of 217 cell units covering an area of 4,413 hectares. These claims are 100% registered to (i) Gravel Ridge Resources Ltd., with respect to eight (8) multi-cell claims, and (ii) Perry English, with respect to four (4) multi-cell claims (together, the "Stakers") which were staked though the online MLAS system. The claims registered to the Stakers are subject to two option agreements, the first agreement being between the Stakers and Mosam Ventures Inc. (the "Underlying Agreement"), the second agreement is between Bayridge and Mosam Ventures Inc. (the "Optionor" or "Mosam") entered into on February 23, 2023, and amended on March 27, 2023 and July 18, 2023 (the "Option Agreement"). Bayridge and Mosam are both private companies incorporated under the Laws of British Columbia.

Under the terms of the Option Agreement Bayridge has the option to acquire a 100% interest in the Sharpe Lake Property for aggregate consideration of $1,100,000 in cash and 400,000 shares of Bayridge (the "Transaction"), as more particularly described in Section 4.4. Bayridge will also be responsible for Mosam's out-of-pocket expenses incurred in staking the claims comprising the Property and in completing the exploration work on the Property reasonably necessary for the preparation of a NI 43-101-compliant technical report on the Property, subject to a maximum amount of $150,000. The Optionor will retain a 3% net smelter returns royalty ("NSR") on the Property.

The Property is also subject to an underlying agreement ("Underlying Agreement") between Mosam and the Stakers dated October 21, 2022 pursuant to which Mosam has the right to acquire a 100% interest in the Property for cash consideration totaling $84,000 payable over a 3-year period. The Stakers will retain a 1.5% NSR on the Property pursuant to the Underling Agreement, the payment of which is the sole responsibility of Mosam and is not in addition to the 3% NSR payable by Bayridge under the Option Agreement.

1.3 HISTORY OF EXPLORATION

There is no recorded historical exploration on the Property.

As part of an OGS sponsored study on fertile peraluminous granites and related rare-element mineralization in pegmatites in northwestern Ontario, Breaks et al., 2003 focused part of Operation Treasure Hunt along the English River-Uchi subprovincial boundary where numerous lithium-bearing pegmatites and rare-element occurrences were present. Fertile, peraluminous parent granites, that potentially generated rare-element mineralization in this boundary zone, are considered to be the Wenasaga Lake batholith, the Allison Lake batholith (Jubilee Lake pegmatite group and possibly the Root Lake pegmatite group) and the Twinname Lake stock. The Sharpe Lake batholith host to the Sharpe Lake Property was also designated an English River subprovince peraluminous two-mica S-type pegmatitic granite by Breaks et al. 2003.

Over the years, and currently compiled as of December 31 2019, the OGS has completed lake sediment sampling over a vast majority of the central English River Subprovince. These lake sediment samples were analyzed for multi-element values. There is overwhelming evidence that the central English River Subprovince appears to be the host of lithium-bearing rocks due to the anomalous lake sediment lithium samples. Yet the central English River Subprovince remains unexplored for rare-element mineralization, though that exploration is supported by the cesium levels in the same lake sediment samples.

1.4 REGIONAL GEOLOGY AND MINERALIZATION

The Sharpe Lake Property is hosted within the English River Subprovince of the Superior Province of Canada. The English River Subprovince is an 800 km long by 35– 190 km wide Neoarchean metasedimentary belt, which is roughly divided into western and eastern halves by a promontory of the Wabigoon Subprovince. The western half of the English River Subprovince is bounded to the north by the Mesoarchean to Neoarchean metavolcanic Uchi Subprovince and to the south by the Mesoarchean to Neoarchean gneissic and metaplutonic Winnipeg River Subprovince.

Metasedimentary rocks represent most of the exposed surface of the English River Subprovince.

Two intrusive suites predominate the English River Subprovince. The first is a suite of diorite–tonalite–granodiorite that has been dated at ca. 2698 Ma. The second intrusive suite is a peraluminous granite suite that has been dated at ca. 2691 Ma. These intrusions are related to the migmatization of the metasedimentary rocks and range from in situ leucosome to large peraluminous two-mica or cordierite–biotite granite intrusions (Breaks 1991).

The English River Subprovince has been interpreted as an accretionary complex, a foreland, or a fore-arc basin that developed and was subsequently deformed between the metavolcanic-rich Uchi subprovince and the orthogneiss- and metaplutonic-dominated Winnipeg River subprovince during a prolonged transpressive orogeny.

1.5 PROPERTY GEOLOGY

The English River Subprovince has been interpreted as an accretionary complex, a foreland, or a fore-arc basin that developed and was subsequently deformed between the metavolcanic-rich Uchi subprovince and the orthogneiss- and metaplutonic-dominated Winnipeg River subprovince during a prolonged transpressive orogeny.

The Sharpe Lake Property is hosted within the English River Subprovince. Government OGS geological maps shows the Property is hosted by a muscovite-bearing granite named the Sharpe Lake batholith. This intrusive body is a peraluminous S-type muscovite bearing pegmatitic granite in contact with metasediments. The metasediments are described as unsubdivided migmatized clastic metasedimentary rocks (Breaks et al., 2003). The Property lies 7 km south of the Uchi-English River Subprovince boundary.

Very little is known of the Property geology. Recent sampling at two locations only by Emerald Geological Service ("EGS") on November 8 and 9, 2022 encountered pegmatite dykes, biotite gneiss and psammitic gneiss (both metamorphosed metasediments). A sliver of ultra-mafic volcanics in the northeastern part of the claim group is interpreted by the OGS.

There is no documented mineralization on the Property.

1.6 DEPOSIT TYPES

Rare-element (Li, Cs, Rb, Tl, Be, Ta, Nb, Ga, and Ge) pegmatite mineralization associated with S-type, peraluminous granite plutons is distributed over a wide expanse of the Superior Province of northeastern and northwestern Ontario. Peraluminous granitic rocks were generated during low pressure, Abukuma-type regional anatexis of clastic metasedimentary rocks between 2.646 and 2.91 Ga and principally occur within and proximal to the Quetico and English River subprovinces.

Past work in more localized areas of the Superior Province of Ontario has led to a proposed linkage between peraluminous, S-type, fertile parent granites and rare-element pegmatites (e.g., Dryden area and Separation Lake area). Recognition of peraluminous granites is critical in the exploration for rare-element pegmatites because delineation of such granite masses effectively reduces the target area of investigation. Most pegmatite swarms that can be linked with an exposed fertile, parent granite plutons are situated within approximately 15 km of such granites.

A fertile granite is the parental granite to rare-element pegmatite dikes. Many granitic melts have the capability to first crystallize a fertile granite pluton, and the residual melt from such a pluton can then migrate into the host rock and crystallize pegmatite dikes. Intrusions of fertile granites are typically heterogeneous consisting of several units, which are transitional to each other and, in most cases, have separated from a single intrusion of magma.

Fractional crystallization of a granitic melt will first crystallize a barren granite composed of common rock-forming minerals (i.e., quartz, potassium feldspar, plagioclase, and mica). This type of granite is very common in the Superior Province, Ontario. As common rock-forming minerals crystallize, and separate from the granitic melt, the granitic melt will become enriched in incompatible rare-elements (such as Be, B, Li, Rb, Cs, Nb, Ta, Mn, Sn) and volatiles (H2O and F). Incompatible elements do not fit easily into the crystal structures of common rock-forming minerals.

The fertile granite melt will continue to become enriched in incompatible rare-elements, as common rock-forming minerals crystallize. The incompatible elements will wait until the last possible moment to crystallize into pegmatitic minerals, such as spodumene (Li), tantalite (Ta) and cassiterite (Sn). Pegmatites are rich in rare-elements (not rare earth elements) and the exotic minerals that result from crystallization of rare elements.

The residual fractionated granitic melt that remains after the fertile granite intrusion has formed can intrude along fractures in the host rock to form pegmatite dikes. The pegmatite dikes increase in degree of fractionation, volatile enrichment, complexity of zoning within individual pegmatite dikes and extent of alteration.

The deposit type considered for the Sharpe Lake Property is rare-element enriched pegmatites.

1.7 EXPLORATION BY BAYRIDGE

The Company has completed a high resolution heliborne magnetic survey and two days of sampling and mapping.

Bayridge completed a heliborne high-resolution magnetic survey over the Property. This exploration tool was used to delineate contacts between various lithologies and to outline possible structure and facture systems that could be pathways for fertile parental melts. Preliminary interpretation of the total magnetic intensity appears to outline lithological contacts and possible structural features throughout the Property. A competent structural geologist integrating all magnetic components (total magnetic intensity, first vertical derivative and tilt) should be retained to provide an in depth geological and structural interpretation.

The sampling and mapping program occurred for two days in November 2022. Although no anomalous lithium was reported from the sampling program, there are indications that the pegmatites noted on the Property contain anomalous rare-element values. According to Breaks et al. (2003), beryllium, cesium, lithium, niobium, rubidium and tantalum are excellent fractionate indicators in pegmatites as these rare elements are incompatible with rock-forming minerals and will wait to the last possible moment to crystalize. Average crustal levels for the above are Be (3 ppm), Cs (4 ppm), Li (20 ppm), Nb (25 ppm), Rb (112 ppm) and Ta (2 ppm).

Sample C271666 had a Be value of 8 ppm. Sample C271672 reported 44 ppm Li. Sample C271673 reported 9.5 and 242 ppm of Cs and Rb respectively. Sample C271677 reported 11.1 and 230 ppm of Cs and Rb respectively. These samples are anomalous in rare-elements and above average crustal background levels and may represent fractionation of the Sharpe Lake batholith.

1.8 INTERPRETATION AND CONCLUSIONS

The Sharpe Lake Property lies within the English River Subprovince of the Superior Province. Rare-element (Li, Cs, Rb, Tl, Be, Ta, Nb, Ga, and Ge) pegmatite mineralization associated with S-type, peraluminous granite plutons are distributed over a wide expanse of the Superior Province of northeastern and northwestern Ontario. Peraluminous granitic rocks were generated during low pressure, Abukuma-type regional anatexis of clastic metasedimentary rocks between 2.646 and 2.91 Ga and principally occur within and proximal to the Quetico and English River subprovinces

(Breaks et al., 2003). Recognition of peraluminous granites is critical in the exploration for rare-element pegmatites because delineation of such granite masses effectively reduces the target area of investigation. Most pegmatite swarms that can be linked with an exposed fertile, parent granite pluton are situated within approximately 15 km of such granites. However, for much of the vast Superior Province, there is relatively little data available to chemically and mineralogically characterize potential peraluminous granite masses. Peraluminous, S-type granite masses are widespread in the English River, Quetico, and Opatica subprovinces.

Granite-pegmatite systems are largely confined to deep faults, pre-existing batholithic contacts or lithologic boundaries. They typically occur along subprovince boundaries within the Superior Province (e.g., Uchi. English River and Wabigoon-English River subprovincial boundaries and Sioux Lookout domain), the exception being those within the Quetico Subprovince. In Archean terranes, greenstone belts, metasedimentary gneissic troughs and metasedimentary-metavolcanic basins are the dominant units hosting rare-element pegmatites.

The following salient features of the Sharpe Lake Property makes the Property of high merit for the potential host of rare-element pegmatites:

1) The Property hosts part of the Sharpe Lake batholith, a peraluminous S-type muscovite-bearing pegmatitic granite pluton.
2) The Sharpe Lake batholith is in contact with metasediments of the English River Subprovince.
3) The Property lies 7 km south of the Uchi-English River Subprovince boundary. Subprovincial boundaries appear integral to the formation of rare-element pegmatites in northwestern Ontario.
4) Pegmatite dykes and bodies have been discovered on the Property with only two days of mapping and sampling. Some of these dykes were anomalous in rare-elements indicative of possible fractionation from the fertile parental granite.
5) The OGS has documented tourmaline in the English River metasediments peripheral to the Sharpe Lake batholith and within the Property. (Map M2517). "In most cases the presence of tourmaline in metasedimentary and metavolcanic rocks indicates the close proximity of a pegmatite" (Černý, 1989a as cited in Breaks et al., 2003).
6) Anomalous Li and Cs-lake sediment samples in the central English River Subprovince.
7) Highly elevated lithium lake sediment samples within and peripheral to the Property coupled with drainage patterns suggest the source within the Property (Figure 17.1).
8) No systematic exploration for rare-element pegmatites.
9) The recent success of Green Technology Metals at the McCombe-Root Lithium deposit 12 km to the northeast along the Uchi-English River Subprovince boundary.

It is of the Author's opinion that the geological setting, the discovery of pegmatitic bodies and anomalous in rare-elements are encouraging signs for the Sharpe Lake Property to host rare-element mineralization.

1.8 RECOMMENDATIONS

The Sharpe Lake Property is an underexplored property that has proven to yield important indications of fertile parental granites that appears to have pegmatitic bodies. Applying modern day exploration techniques and up to date geological modeling based on similar model type deposits hosted along the Uchi-English River Subprovince corridor should provide clues to a possible rare-element pegmatite hosted deposit. In order to accomplish this, a systematic exploration program and careful examination of the property is required. This can only be brought about when a prudent methodical approach is considered comprised of geological studies, geochemical sampling, geological interpretations and a complete understanding of the model.

Due to the lack of historical exploration for rare-element mineralization on the Property and surrounding immediate area the following tools could be utilized for continued exploration:

1) Geological and structural interpretation of the heliborne high-resolution final deliverables. Magnetic intensity interpretation will aid in determining lithological contacts and structural patterns that could provide fracture systems for fertile parental melts.
2) Systematic sampling of the Sharpe Lake batholith to test for fertility and fractionation direction.
3) High-resolution heli-borne radiometric (spectrometry) survey to measure levels of Cs. Anomalous Cs levels represent increased fractionation and volatile enrichment from a parent fertile granite and replacement pegmatite deposition.
4) Property coverage of mapping and sampling and prospecting for additional pegmatites.
5) LiDAR survey to look for topographic highs that can represent pegmatite dykes especially in the metasediments.
6) Soil sampling over those areas of low outcrop exposure to test for hidden pegmatites.

The Author recommends a Phase 1 exploration program utilizing the above first 3 items. A budget for a Phase I program is estimated to cost $260,000.00 (Table 1.1).

Table 1.1 *Estimated cost Phase 1 exploration on the Sharpe Lake Property.*

Sharpe Lake Exploration Program - Phase 1				
Work Type	**Details**	**Units**	**Unit Amount**	**Total**
Radiometric Spectrometer Heli Borne Survey	50 m Line Spacing Airborne with 50 m line spacing	km	975	$100,000
Structural and Geological Interpretation	Interpretation of Survey Data			$10,000
Prospecting and Mapping	Prospecting Crew, Preperation, Travel, Camp and Meals, boats, fuel	Days	15	$100,000
Assays and Sampling Supplies	Sample analysis	Samples	300	$25,000
Reporting	Logistical Wrap Report			$7,500
Contingency				$17,500
		Total Phase 1:		**$260,000**

The Author, Brian H Newton, P.Geo. is a Qualified Person as defined by NI 43-101, fulfilling the requirements to be a “Qualified Person” for the purposes of Regulation 43-101.

2.0 INTRODUCTION

At the request of Bayridge Resources Corp., a private company incorporated under the Laws of British Columbia, Brian H. Newton, P.Geo. has completed this independent report on the Sharpe Lake Lithium Property.

This report is an Independent Technical Report prepared to Canadian National Instrument 43-101 standards. This report assesses the technical merit and economic potential of the project area and recommends additional exploration.

This report has been prepared by Brian H. Newton, P.Geo., (PGO #1330), as Author, who has over 35 years experience in the exploration and mining industry in base, precious metal and critical mineral exploration and mining in the Archean greenstone belts of the Canadian Shield. The Author visited the Property on September 22, 2023.

The report is based on the Author’s knowledge of greenstone belt hosted base, precious and critical mineral deposits, their mineralization, alteration and structural environments, observations of bedrock exposures and drill core.

This report was based on information known to the Author as of July 18, 2023.

2.1 UNITS OF MEASURE, ABBREVIATIONS AND NOMENCLATURE

The units of measure presented in this Report, unless otherwise denoted, are in the metric system. A list of the main abbreviations and terms used throughout the Report are presented in Table 2.1.

Table 2.1 *List of Abbreviations*

Abbreviations	Full Description
AFRI	Assessement File Research Image
ATV	all terrain vehicle
Au	gold
Be	beryllium
C	celsius
cm	centimetre
Cs	cesium
DFO	Department of Fisheries and Oceans
EM	electromagnetic
Ga	gallium
Ga.	billions of years
GPS	global positioning system
GSC	Geological Survey of Canada
Hz	hertz
km	kilometre
Li	lithium
LRIA	Lakes and Rivers Improvement Act
m	metre
Ma	millions of years
MDI	Mineral Deposit Inventory
Mg	magnesium
MLAS	Mining Lands Administration Inventory
MENDM	Ministry of Energy, Northern Development and Mines
MNR	Ministry of Natural Resources
Mt	millions of tonnes
NAD83	North American Datum of 1983
Nb	niobium
NSR	net smelter return
OGS	Ontario Geological Survey
PGO	Professional Geoscientists of Ontario
PLA	Public Lands Act
QA/QC	Quality Assurance/Quality Control
Rb	rubidium
Ta	tantalum
UTM	Universal Transverse Mercator coordinate system
VLF	very low frequency
VMS	volcanogenic massive sulphides
VTEM	Versatile Time Domain Electromagnetic

3.0 RELIANCE ON OTHER EXPERTS

The Author, a Qualified and Independent Person as defined by Regulation 43-101, was contracted by Bayridge to study technical documentation relevant to the report and to recommend a work program if warranted. The Author has reviewed the mining titles and their statuses, as well as any agreements and technical data supplied by the Issuer and any available public sources of relevant technical information.

Claim status was supplied by the Issuer. The Author has verified the status of the claims using the Ontario government's online claim management system via the Mining Lands Administration System ("MLAS") website at: https://www.mlas.mndm.gov.on.ca. The Author is not qualified to express any legal opinion with respect to the government of Ontario mining claim allocations.

The Author relied on reports and opinions as follows for information that is not within the Author's fields of expertise:

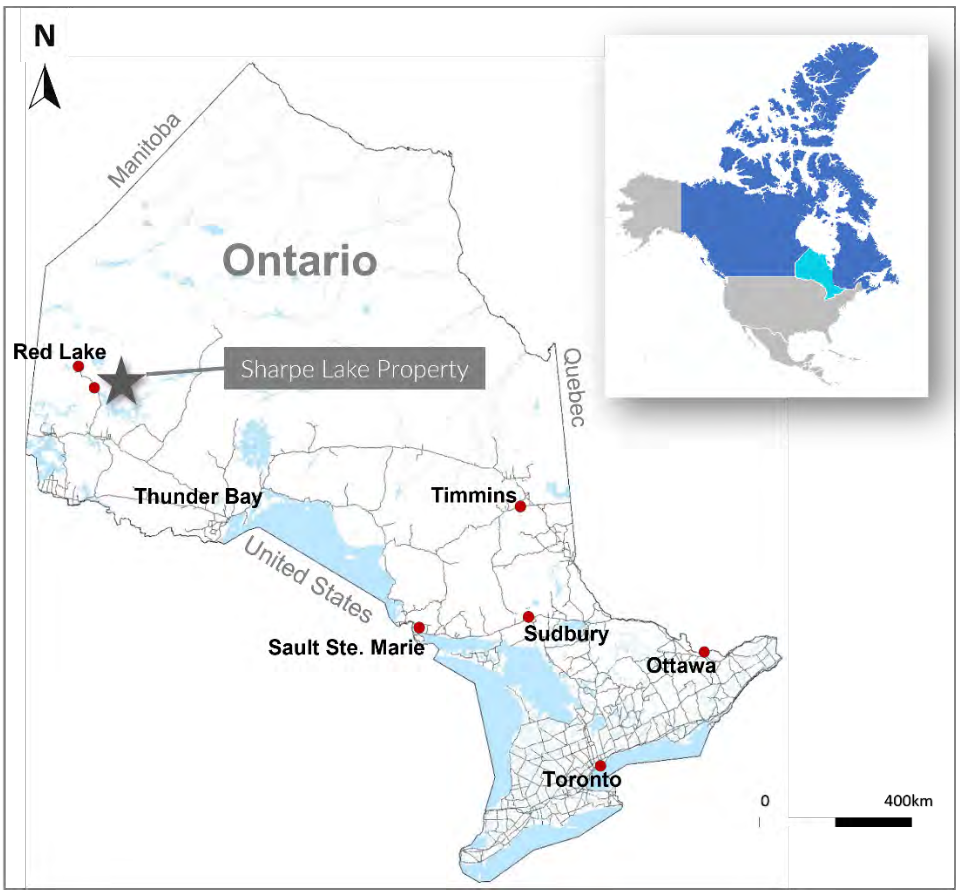
- Information regarding the Option Agreement between Bayridge and Mosam was supplied by Gurcharn Deol, CEO for Bayridge in emails dated March 28, 2023 and July 18, 2023. The Author is not qualified to express any legal opinion with regards to purchase agreements, satisfaction of terms and possible litigation.
- Information regarding the Underlying Agreement between Mosam and the Stakers was supplied by Marc Morin, CEO for Mosam through Dropbox. The Author is not qualified to express any legal opinion with regards to underlying option agreements, satisfaction of terms and possible litigation.

4.0 PROPERTY DESCRIPTION and LOCATION

4.1 LOCATION

The Property is located approximately 96 km east of Ear Falls, Ontario (Figure 4.1). The nearest settlement is the community of Ear Falls with a current approximate population of 1,000 inhabitants. The property lies within NTS map sheet 52J/13 in the Otatakan Lake Area township of the Red Lake Mining District of Ontario. The approximate geographic centre coordinates of the Property are 50.81ºN, -91.18ºW (UTM coordinates 581510E, 5630302N, Zone 15U, NAD83). The overall Property covers an area of approximately 4,413 hectares.

Figure 4.1 *Location map of the Sharpe Lake Property, northwestern Ontario.*



4.2. MINING TENURE AND OWNERSHIP

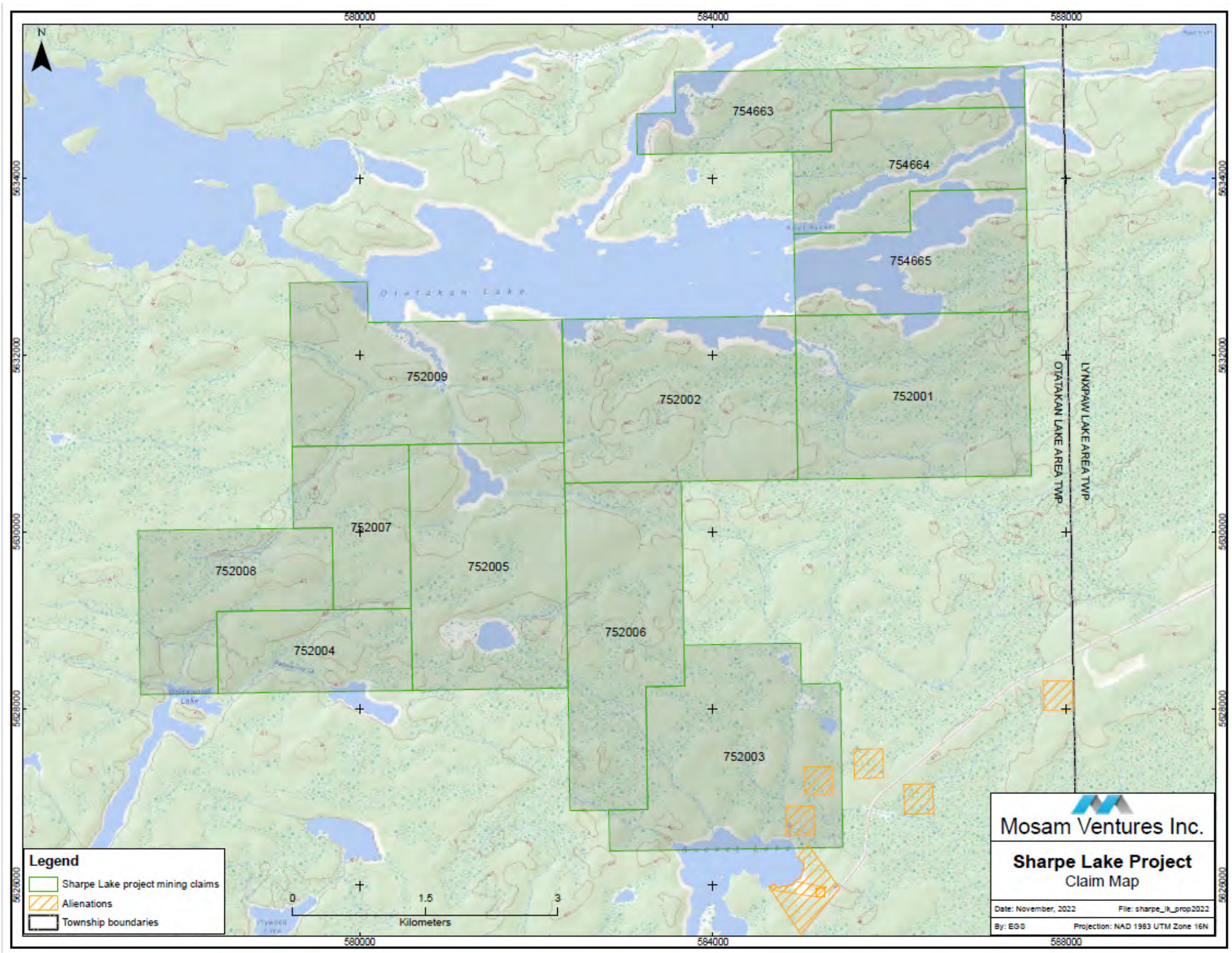
The Property consists of 12 multi-cell mineral claims consisting of an aggregate of 217 cell units covering an area of 4,413 hectares. These claims are 100% registered to (i) Gravel Ridge Resources Ltd., with respect to eight (8) multi-cell claims, and (ii) Perry English, with respect to four (4) multi-cell claims (together, the "Stakers") which were staked though the online MLAS system. The claims registered to the Stakers are subject to an option agreement (the "Option

Agreement") entered into between Bayridge and Mosam Ventures Inc. (the "Optionor" or "Mosam") dated February 23, 2023, and amended on March 27, 2023 and July 18, 2023. Bayridge and Mosam are both private companies incorporated under the Laws of British Columbia. Table 4.1 provides details of the mining claims pertaining to the Option Agreement. Figure 4.2 displays the claim fabric of the twelve mineral claims listed in Table 4.1.

Table 4.1 *List of mineral claims pertaining to the Option Agreement. Confirmed through MLAS.*

Claim No.	Type	Status	Issue Date	Anniversary Date	100 % Ownership	No. of Cells
752001	Claim	Active	2022-10-15	2024-10-15	Perry English (1544230 Ontario Inc.)	24
752002	Claim	Active	2022-10-15	2024-10-15	Perry English (1544230 Ontario Inc.)	24
752003	Claim	Active	2022-10-15	2024-10-15	Gravel Ridge Resources Ltd.	24
752004	Claim	Active	2022-10-15	2024-10-15	Perry English (1544230 Ontario Inc.)	10
752005	Claim	Active	2022-10-15	2024-10-15	Gravel Ridge Resources Ltd.	24
752006	Claim	Active	2022-10-15	2024-10-15	Gravel Ridge Resources Ltd.	21
752007	Claim	Active	2022-10-15	2024-10-15	Gravel Ridge Resources Ltd.	10
752008	Claim	Active	2022-10-15	2024-10-15	Gravel Ridge Resources Ltd.	14
752009	Claim	Active	2022-10-15	2024-10-15	Gravel Ridge Resources Ltd.	23
754663	Claim	Active	2022-11-06	2024-11-06	Perry English (1544230 Ontario Inc.)	14
754664	Claim	Active	2022-11-06	2024-11-06	Gravel Ridge Resources Ltd.	14
754665	Claim	Active	2022-11-06	2024-11-06	Gravel Ridge Resources Ltd.	15
					Total	217

Figure 4.2 *Claim fabric and geometry of the mineral claims in Table 4.1 of the Option Agreement. Source MLAS.*



4.3 OPTION AND UNDERLYING AGREEMENTS

Bayridge has entered into the Option Agreement pursuant to which it has the option to acquire a 100% interest in the Sharpe Lake Property for aggregate consideration comprising of $1,100,000 in cash and 400,000 shares of Bayridge (the “Transaction”), as more particularly described in Section 4.4. Bayridge will also be responsible for the Optionor’s out-of-pocket expenses incurred in staking the claims comprising the Property and in completing the exploration work on the Property reasonably necessary for the preparation of a NI 43-101-compliant technical report on the Property, subject to a maximum amount of $150,000. The Optionor will retain a 3% net smelter returns royalty (“NSR”) on the Property.

The Property is also subject to an underlying agreement (“Underlying Agreement”) between Mosam and the Stakers dated October 21, 2022, pursuant to which Mosam has the right to acquire a 100% interest in the Property for cash considerations totaling $84,000 payable over a

3-year period. The Stakers will retain a 1.5% NSR on the Property pursuant to the Underling Agreement, the payment of which is the sole responsibility of Mosam and is not in addition to the 3% NSR payable by Bayridge under the Option Agreement.

4.4 THE TRANSACTION

Bayridge will need to satisfy the terms and conditions of the Option Agreement made with the Optionor in order to gain a 100% interest in the mineral claims comprising the Property. More particularly, pursuant to the Option Agreement, in order to maintain the option in good standing, Bayridge must pay an aggregate of $1,100,000 in cash and issue an aggregate of 400,000 shares of Bayridge to the Optionor as follows:

1. Upon signing the Option Agreement, a cash payment of $25,000 and 400,000 shares (completed).
2. An additional cash payment of $75,000 upon the shares of Bayridge being listed for trading on a Canadian stock exchange (the “Listing”);
3. An additional cash payment of $250,000 on the date that is thirteen (13) months following the date of Listing; and
4. An additional cash payment of $750,000 on or before the second anniversary date of the Listing.

Upon satisfaction of the above payments and share issuances, the option granted to the Issuer pursuant to the Option Agreement shall be deemed to be exercised and an undivided 100% right, title and interest to the Property shall be automatically transferred to Bayridge upon satisfaction of the Underlying Agreement.

4.5 ENVIROMENTAL LIABILITIES AND PERMITS

The Author is unaware of any current environmental liabilities connected with the Property.

Permitting is required for many aspects of mineral exploration. Since the type of work being proposed for the Sharpe Lake Property is considered preliminary exploration by the Ontario government, the permitting process is not particularly onerous. These permits will be acquired by the Issuer when required.

Under the Mining Act, prospecting and staking in Ontario can occur on privately owned lands. A prospector must respect the rights of the property owner. Staking cannot disrupt other land use such as crops, gardens or recreation areas, and the prospector is liable for any damage made while making property improvements. A claim holder may also explore on privately owned lands. Prior notification is required and exploration must be done in a way that respects the rights of the property owner.

Water crossings, including culverts, bridges and winter ice bridges, require approval from the Ministry of Natural Resources. This applies to all water crossings whether on Crown, municipal, leased or private land and includes water crossings for trails. Authorization may take the form of a work permit under the Public Lands Act ("PLA") or approvals under the Lakes and Rivers Improvement Act ("LRIA").

In circumstances where there is potential to affect fish or fish habitat, the federal Department of Fisheries and Oceans ("DFO") must be contacted. Proper planning and care must be taken to mitigate impact on water quality and fish habitat. Where impact on fish habitat is unavoidable, a Fisheries Act Authorization will be required from DFO. In some cases, the Ministry of Natural Resources and the local conservation authority may also be involved.

A work permit is required from MNR for the construction of all roads, buildings or structures on Crown lands with the exception of roads already approved under the Crown Forest Sustainability Act. Private forest access roads may not be accessible to the public unless under term and conditions of an agreement with the land holder.

Exploration diamond drilling may only occur on a valid mining claim. Ministry of Labour regulations regarding the workplace safety and health standards must be met during a drilling project. Notice of drilling operations must be given to the Ministry of Labour.

All drill and boreholes should be properly plugged if there is a risk of the following:

- a physical hazard,
- groundwater contamination,
- artesian conditions, or
- adverse intermingling of aquifers

Appropriate plugging methods may vary and will depend on the type of hole and geology. Ontario Water Resources Act water well regulations may apply.

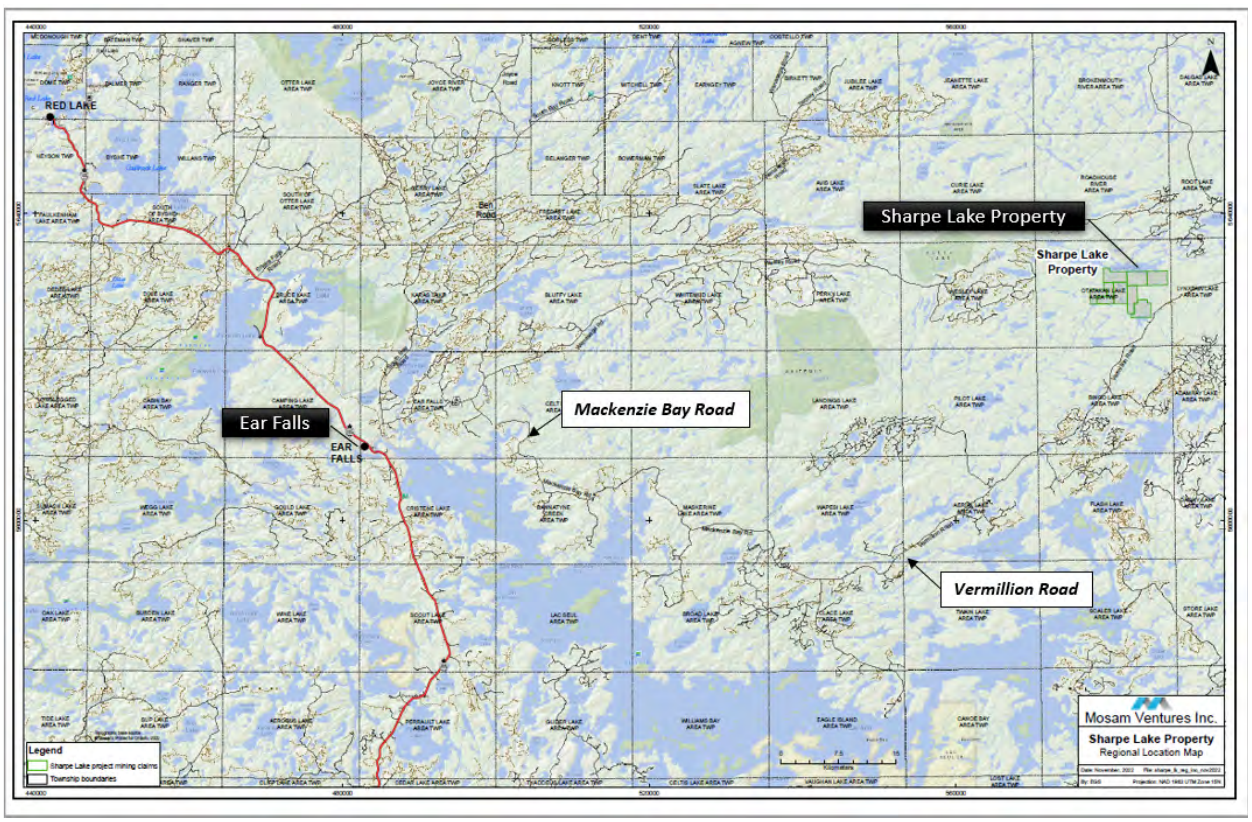
The Author knows of no significant factors and risks that may affect access, title or the right or ability to perform work on the Property. The claim group is located within First Nation Treaty Lands. It is the responsibility of Bayridge to consult and build agreeable relationships with those First Nations group(s) before any exploration efforts or mining is to proceed.

5.0 ACCESSIBILTY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE and PHYSIOGRAPHY

5.1 ACCESSIBILITY

Access to the Property is gained traveling north to Ear Falls from Vermillion Bay, for approximately 106 km along Provincial Highway 105 that connects with the Trans-Canada Highway 17 at Vermillion Bay, Ontario. Traveling east at the junction between Provincial Highway 105 and 657 in Ear Falls, a Domtar maintained logging road (Wenasaga Road) turns north off of Hwy 657 providing access eastward. At approximately 14 km east along the Domtar logging the road, the MacKenzie Bay Road (logging road) (right turn) provides further access towards the Property for another 70 km. Turning onto the Vermillion Road (logging road) for an additional 60 km brings a traveler within 250 m of the southeast corner of the Property. Alternate routes to the same point can be gained from Sioux Lookout. Alternatively access to the northern portion of the Property can be completed by float plane to Otatakan Lake (Figure 5.1).

Figure 5.1. *Location and access into the Sharpe Lake Property.*



5.2 CLIMATE

Climate in the area is typical of the northwestern Ontario boreal climate, with cold winters exhibiting moderate snowfall and warm summers. Average January temperatures range from -10˚C (day) to -22˚C (night), and average July temperatures are between 25˚C (day) and 14˚C (night) with extremes of about -40˚C in winter and 35˚C in summer (www.meteoblue.com). Work can be done (subject to snow and freezing) for most of the year. Certain mapping, mechanized stripping, and soil sampling activities are best performed in snow-free conditions, whereas drilling can be done almost any time of year.

5.3 LOCAL RESOURCES

The closest community of substantial size is Ear Falls, Ontario 96 linear km to the west located along Highway 105. The population of Ear Falls is approximately 1,000 and its economy is primarily forestry driven. Ear Falls can be used as a source of supplies, accommodation and personnel. The town of Red Lake is 70 km north of Ear Falls along Highway 105. Red Lake has been a mining community for almost 100 years with a current population of 4,100 habitants and can be used for an additional source of exploration services and supplies.

5.4 INFRASTRUCTURE

The closest rail line in the area is located in Ear Falls. A major hydro transmission line lies 36 km to the north of the Property. The expanse of the property at 4,413 hectares provides ample space for the sufficiency of surface rights for mining operations, potential tailings storage areas, potential waste disposal areas, heap leach pad areas, and potential processing plant sites.

5.5 PHYSIOGRAPHY

The Sharpe Lake Property is located within the Canadian Shield, which is a major physiographic division of Canada. The property is situated in an area comprised of wetlands and forests of black spruce, tamarack and poplar. Topography on the property is relatively flat with elevation ranging from ~390 m to ~420 m above sea level. Outcrop exposure is intermittent throughout the Property where elevation reaches the 400 m above sea level contour. The remainder of the Property is underlain by low lying spruce and tag-alder ground.

Water for drilling is readily available from small lakes and ponds located within the claim block.

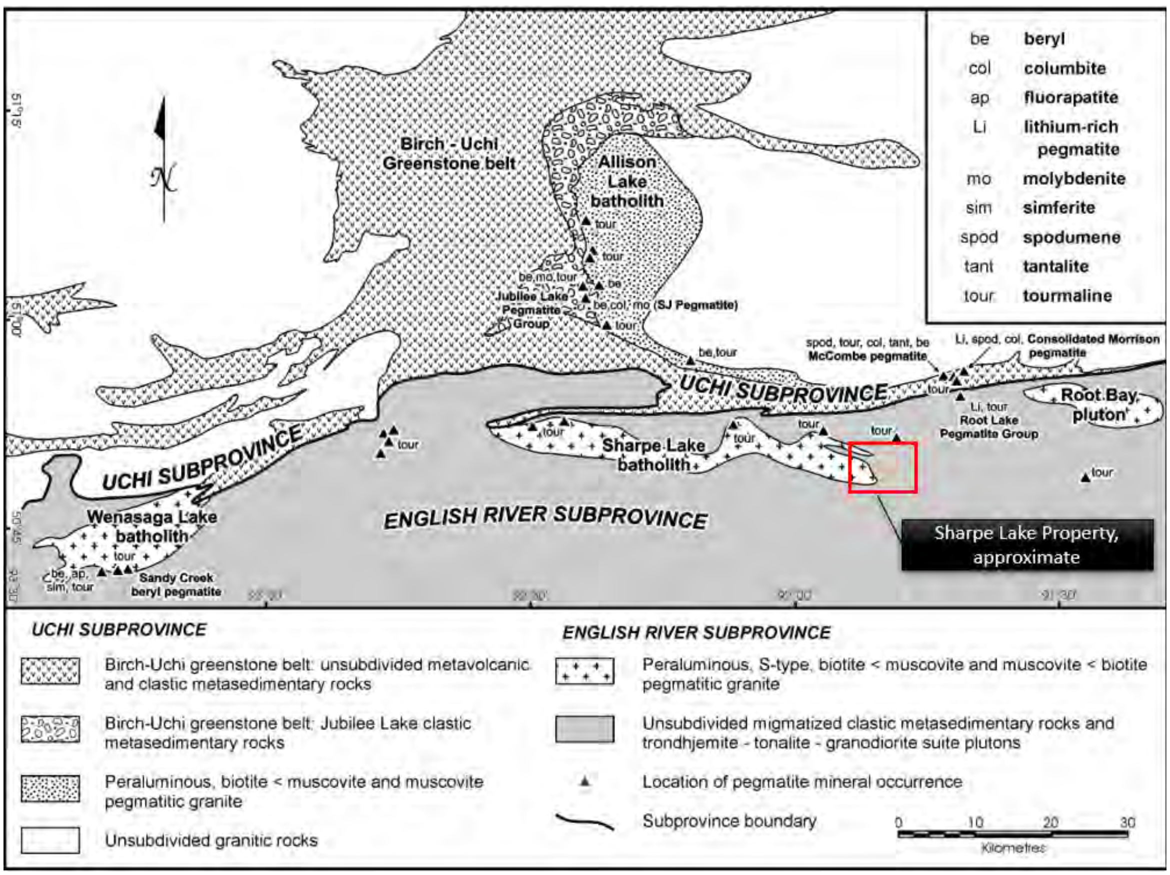
6.0 HISTORY OF EXPLORATION

There is no recorded historical exploration on the Property.

6.1 OPERATION TREASURE HUNT, 2003

As part of an OGS sponsored study on fertile peraluminous granites and related rare-element mineralization in pegmatites in northwestern Ontario, Breaks et al., 2003 focused part of Operation Treasure Hunt along the English River-Uchi subprovincial boundary where numerous lithium-bearing pegmatites and rare-element occurrences were present (Figure 6.1). Fertile, peraluminous parent granites, that potentially generated rare-element mineralization in this boundary zone are considered to be the Wenasaga Lake batholith, the Allison Lake batholith (Jubilee Lake pegmatite group and possibly the Root Lake pegmatite group) and the Twinname Lake stock. The Sharpe Lake batholith host to the Sharpe Lake Property was also designated an English River subprovince peraluminous two-mica S-type pegmatitic granite by Breaks et al. 2003.

Figure 6.1 *General geology and location of peraluminous granite masses and rare-element mineralization along the English River-Uchi subprovincial boundary zone (geology compiled by Thurston (1985a, 1985b) and Breaks and Bond (1993) as cited in Breaks et al., 2003).*



6.2 OGS SPONSORED LAKE SEDIMENT SAMPLING

Over the years, and currently compiled as of December 31 2019, the OGS has completed lake sediment sampling over a vast majority of the central English River Subprovince. These lake sediment samples were analyzed for a multi-element responses. As depicted in Figure 6.2 there is overwhelming evidence that the central English River Subprovince appears to be the host of lithium-bearing rocks due to the anomalous lake sediment lithium samples. Yet the central English River Subprovince remains unexplored for rare-element mineralization, this exploration would be supported by the cesium levels in the same lake sediment samples (Figure 6.3).

Figure 6.2 *Lake sediment sample locations in Li, ppm of the central English River Subprovince. Source OGS.*

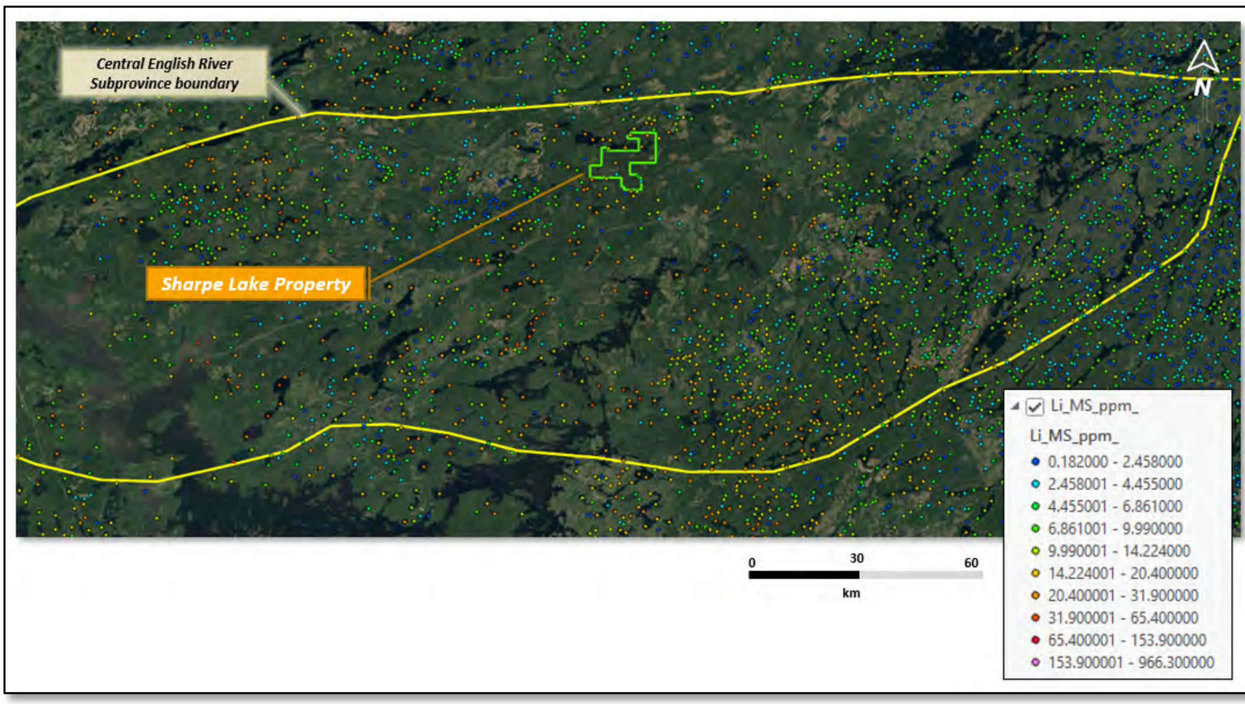
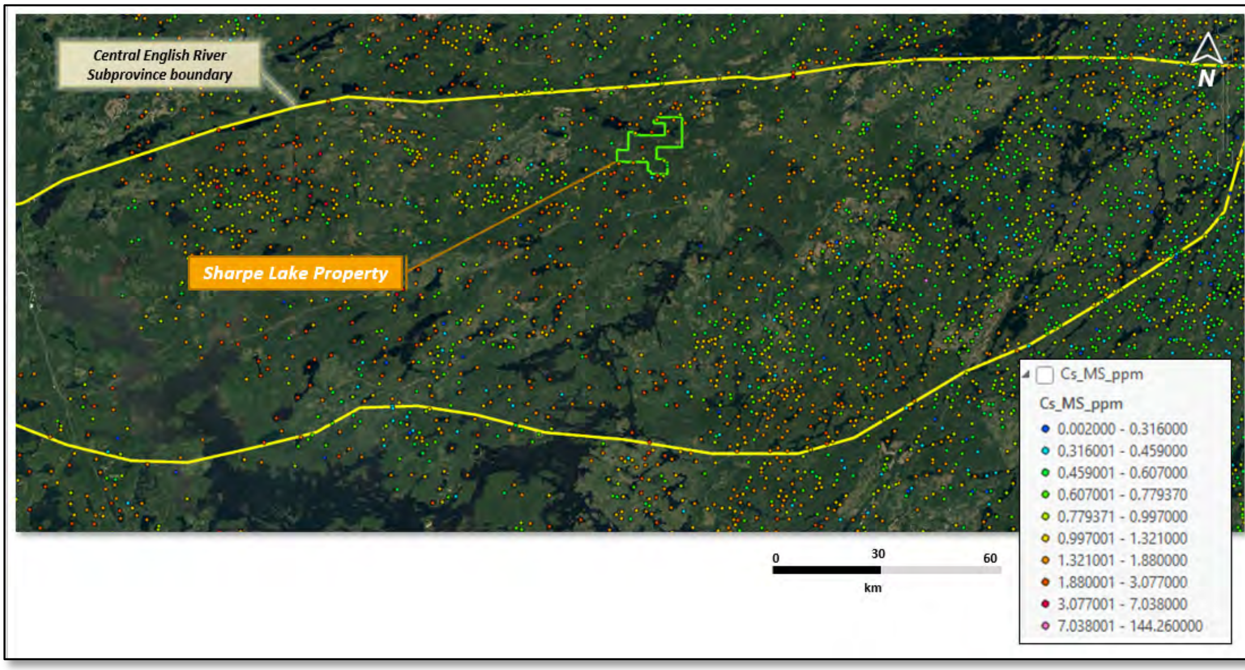


Figure 6.3 *Lake sediment sample locations in Cs, ppm of the central English River Subprovince. Source OGS.*

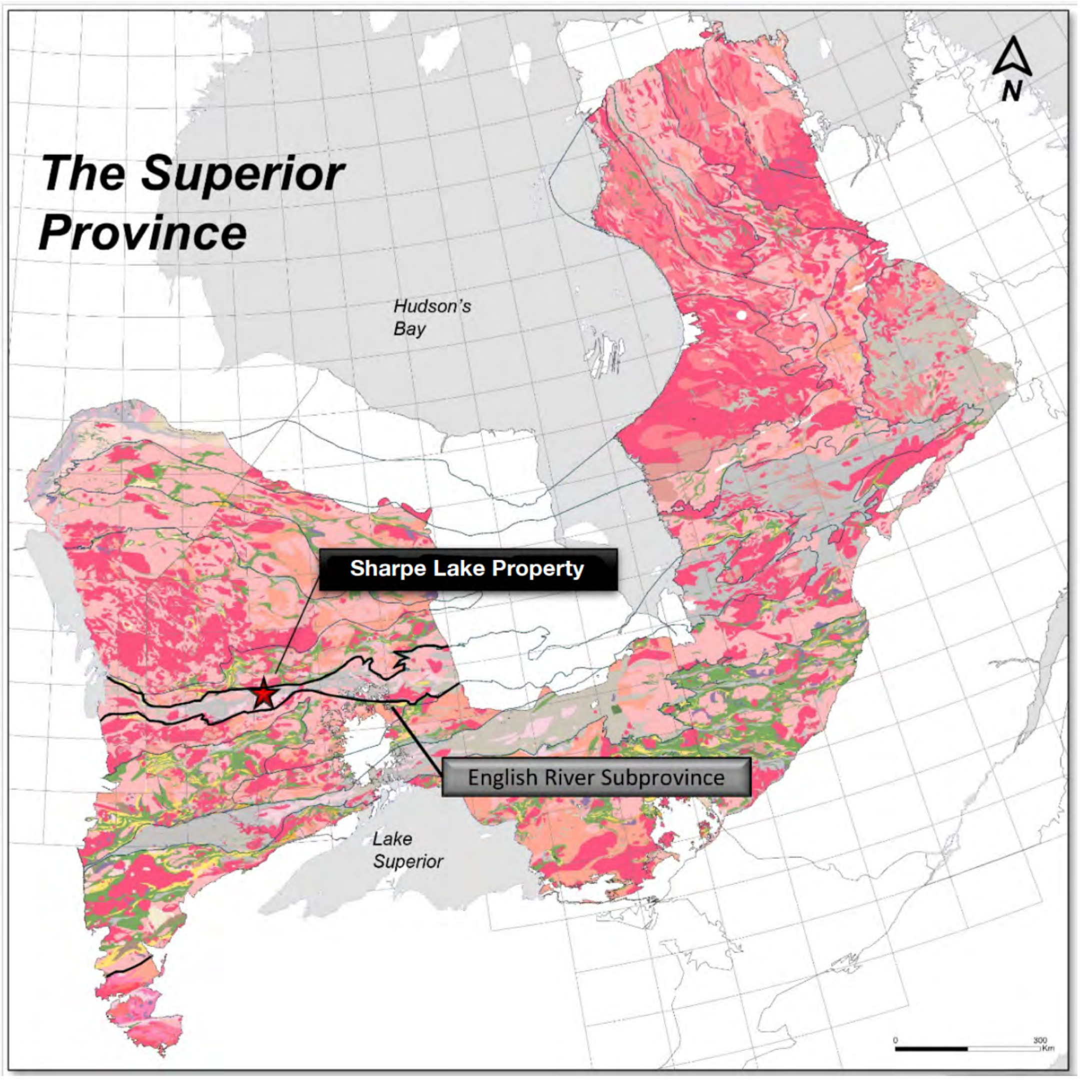


7.0 GEOLOGICAL SETTING AND MINERALIZATION

7.1 REGIONAL GEOLOGY

The Sharpe Lake Property is hosted within the English River Subprovince of the Superior Province of Canada. The Superior Province which spans the provinces of Manitoba, Quebec and Ontario is the earth's largest Archean craton that accounts for roughly a quarter of the planet's exposed Archean crust and consists of linear, fault bounded subprovinces that are characterized by volcanic, sedimentary and plutonic rocks (William et al., 1991).

Figure 7.1 *Regional geological location of the Sharpe Lake Property. Source Geological Survey of Canada.*

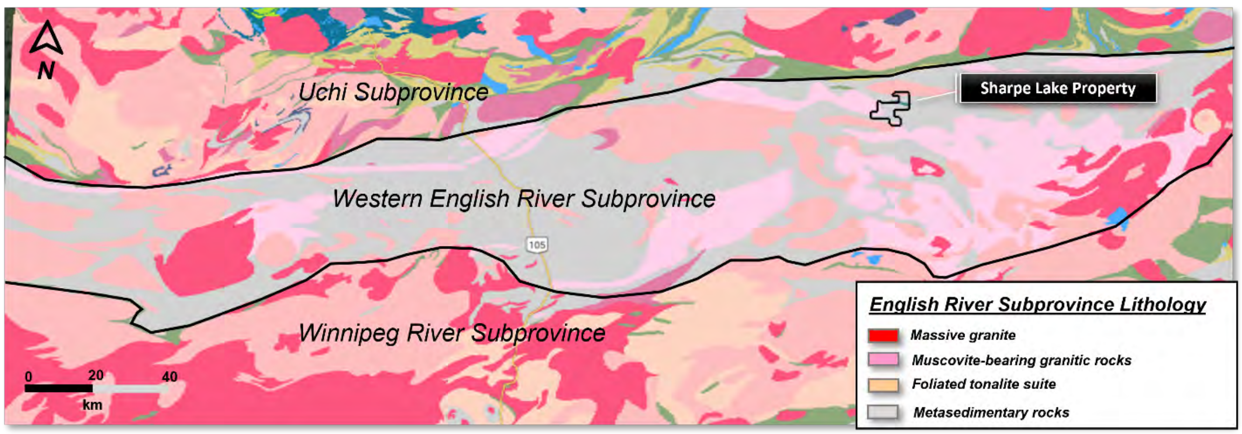


The English River Subprovince is an 800 km long by 35– 190 km wide Neoarchean metasedimentary belt, which is roughly divided into western and eastern halves by a promontory of the Wabigoon Subprovince. The western half of the English River Subprovince is bounded to the north by the Mesoarchean to Neoarchean metavolcanic Uchi Subprovince and to the south by the Mesoarchean to Neoarchean gneissic and metaplutonic Winnipeg River Subprovince (Figure 7.2) (Hrabi and Cruden, 2006).

The original relationship of the subprovinces has subsequently been modified by a variety of deformation and intrusive events. Although metasedimentary rocks analogous to those of the English River Subprovince are in unconformable contact with Uchi Subprovince volcanic rocks (Stott and Corfu 1991; Rogers 2001 as cited in Hrabi and Cruden, 2006), the north margin of the western English River Subprovince is sharply defined along most of its length by the Sydney Lake – Lake St. Joseph fault, a late dextral brittle–ductile mylonite zone (Stone 1981 as cited in Hrabi and Cruden, 2006).

Metasedimentary rocks represent most of the exposed surface of the English River Subprovince. Sedimentation has been ascribed to deposition in a south-prograding submarine turbidite fan or deltaic fan setting (van de Kamp and Beakhouse 1979; Meyn and Palonen 1980; Fralick and Pufahl 2004 as cited in Hrabi and Cruden, 2006), in response to compressional assembly of the Uchi Subprovince (Corfu et al. 1995 as cited in Hrabi and Cruden, 2006).

Figure 7.2 *Regional geology of the western English River Subprovince. Source OGS.*



Metavolcanic rocks are rare within the English River Subprovince.

Two intrusive suites predominate the English River Subprovince. The first is a suite of diorite–tonalite–granodiorite that has been dated at ca. 2698 Ma (Corfu et al. 1995). The second intrusive suite is a peraluminous granite suite that has been dated at ca. 2691 Ma (Corfu et al. 1995). These intrusions are related to the migmatization of the metasedimentary rocks and range from in situ leucosome to large peraluminous two-mica or cordierite–biotite granite intrusions (Breaks, 1991).

Most of the English River subprovince was metamorphosed to amphibolite facies, but several parts of the English River subprovince and adjacent Winnipeg River subprovince reached granulite facies.

7.2 REGIONAL STRUCTURAL GEOLOGY

The English River Subprovince has been interpreted as an accretionary complex, a foreland, or a fore-arc basin that developed and was subsequently deformed between the metavolcanic-rich Uchi subprovince and the orthogneiss- and metaplutonic-dominated Winnipeg River subprovince during a prolonged transpressive orogeny.

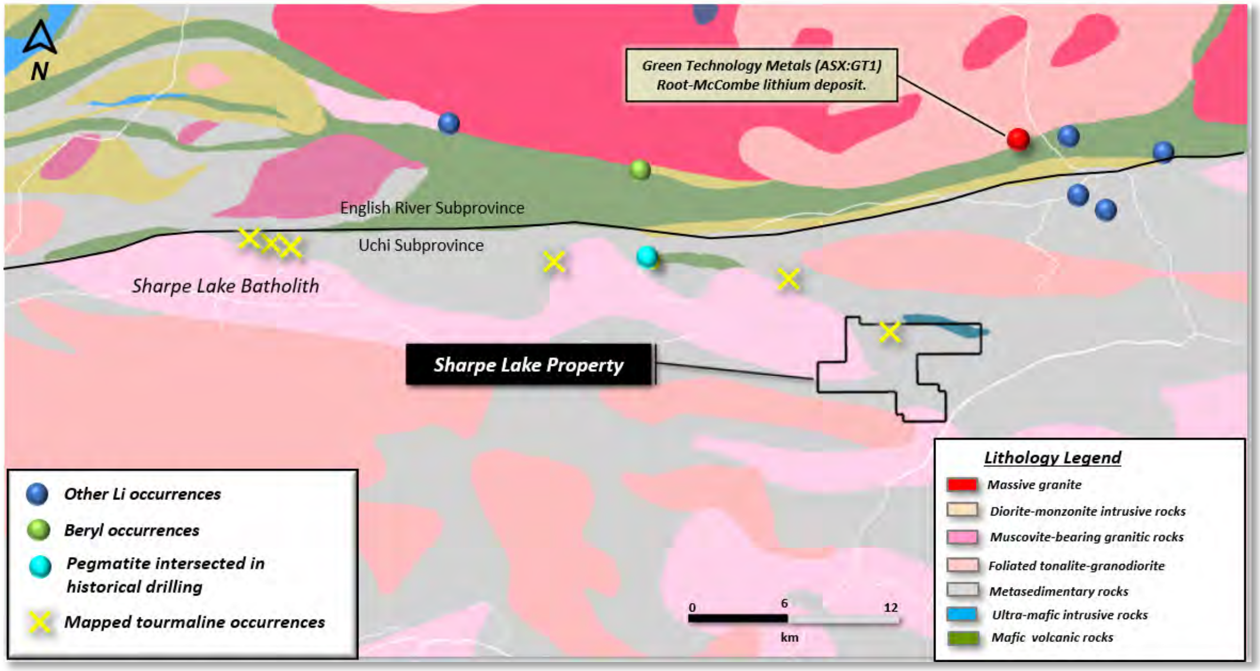
Northward-directed subduction and collision of the Winnipeg River subprovince with the Uchi subprovince at ca. >2713-2698 Ma can account for the deposition of the sedimentary rocks, initial metamorphism, and the main phase of deformation in the subprovince, whereas the subduction of Wabigoon crust generated extensive tonalite magmatism in the Winnipeg River and English River subprovinces during the same period. A period of extension, after the docking of the Winnipeg River and Wabigoon subprovinces at ca. 2698 Ma, punctuated the compressive phases of the orogeny and was responsible for high-grade metamorphism, upward bending of the Moho, and localized deposition of late, coarse, alluvial-fluvial metasedimentary rocks. Renewed compression caused by the docking of the Wawa subprovince at ca. 2689-2684 Ma is likely responsible for a largely unrecognized regional upright folding and faulting event that controls the dominant structural geometry of the subprovince. Late in its tectonic evolution, strain was partitioned into dextral deformation that was strongly domainal and limited to the subprovince margins (Hrabi and Cruden, 2006)

7.3 GEOLOGY OF THE SHARPE LAKE PROPERTY

The Sharpe Lake Property is hosted within the English River Subprovince. Government OGS geological maps show that the Property is hosted by a muscovite-bearing granite named the Sharpe Lake batholith. This intrusive body is a peraluminous S-type muscovite bearing pegmatitic granite in contact with metasediments. The metasediments are described as unsubdivided migmatized clastic metasedimentary rocks (Breaks et al., 2003). The Property lies 7 km south of the Uchi-English River Subprovince boundary.

Very little is known of the Property geology. Recent sampling at two locations only by Emerald Geological Service ("EGS") on November 8 and 9, 2022 encountered pegmatite dykes, biotite gneiss and psammitic gneiss (both metamorphosed metasediments) (Table 7.1). A sliver of ultra-mafic volcanics in the northeastern part of the claim group is interpreted by the OGS.

Figure 7.3 *Geology of the Sharpe Lake Property. Source OGS and Breaks et al., 2003.*



There is no documented mineralization on the Property.

Some examples of pegmatites discovered during mapping and sampling program are shown in Photo 7.1 and 7.2.

***Photo 7.1** Pegmatite dyke sample C271672. Assay 44 ppm Li.*

***Photo 7.2** Pegmatite dyke sample C271673. Assay 9.5 ppm Cs and 242 ppm Rb.*

8.0 DEPOSIT TYPES

Lithium is a chemical element with the periodic table symbol Li and has an atomic number of 3 and is a soft silvery-white alkali metal. It is the least dense solid element and least dense metal, and never occurs freely in the environment due to its high reactivity and occurs only in ionic compounds in either ocean water, brines or locked within the chemical lattice of minerals such as spodumene. Lithium was first discovered in 1800 and later used a pharmaceutical to treat mania throughout the mid-20th century. Its first major industrial application was in the development of a high temperature grease for use in aircraft engines. Its industrial use increased over the years. With the advent of lithium-ion batteries, the demand for Li has increased dramatically and has become an important metal.

Lithium today is found and mined from three main deposit types, namely:

1) Lithium brine deposits which are primarily mined from a Salar (salt encrusted depressions thought to be evaporated lakes) in South America and account for more than half of the world's lithium resources; the best example of a continental lithium brine deposit is the 3,000 km^2 Salar de Atacama in Chile which is home to one of the world's richest deposits of high-grade lithium holding 37% of the worlds resource of Li; followed by Argentina which holds the world's third largest reserves of Li, with several large Li-brine mines in the La Puna in northwest Argentina, close to the border with Chile.

2) Rare-element (Li, Cs, Rb, Tl, Be, Ta, Nb, Ga and Ge) pegmatites associated with peraluminous granite plutons. Of importance is spodumene, the primary Li-host mineral, followed by petalite, lepidolite, amblygonite and eucryptite. Li-bearing pegmatites are found in Canada, United States, Ireland, Finland, Democratic Republic of Congo and Australia, which holds the world's second largest reserves of lithium.

3) Sedimentary lithium deposits, which are found in clay deposits in which lithium is found in the mineral smectite and lacustrine evaporites. Clayton Valley in Nevada is a good example of clay-hosted lithium deposits.

8.1 RARE-ELEMENT PEGMATITE DEPOSITS

The following aspects of rare-element pegmatites is largely taken from Breaks et al., 2003 underpinning the numerous lithium-bearing pegmatites he and his colleagues have studied over the years in northwestern Ontario.

Rare-element (Li, Cs, Rb, Tl, Be, Ta, Nb, Ga, and Ge) pegmatite mineralization associated with S-type, peraluminous granite plutons is distributed over a wide expanse of the Superior Province of northeastern and northwestern Ontario. Peraluminous granitic rocks were generated during low pressure, Abukuma-type regional anatexis of clastic metasedimentary rocks between 2.646

and 2.91 Ga and principally occur within and proximal to the Quetico and English River subprovinces.

Past work in more localized areas of the Superior Province of Ontario has led to a proposed linkage between peraluminous, S-type, fertile parent granites and rare-element pegmatites (e.g., Dryden area (Breaks and Moore 1992 as cited in Breaks et al., 2003); Separation Lake area (Breaks and Tindle 1996, 1997a, 1997b as cited in Breaks et al., 2003)). Recognition of peraluminous granites is critical in the exploration for rare-element pegmatites because delineation of such granite masses effectively reduces the target area of investigation. Most pegmatite swarms that can be linked with an exposed fertile, parent granite pluton are situated within approximately 15 km of such granites (e.g., Separation Rapids pluton and eastern and southwestern rare-element pegmatite groups: Breaks and Tindle, 1996, 1997a, 1997b as cited in Breaks et al., 2003).

8.1.1 Fertile Granites

A fertile granite is the parental granite to rare-element pegmatite dikes. Many granitic melts have the capability to first crystallize a fertile granite pluton, and the residual melt from such a pluton can then migrate into the host rock and crystallize pegmatite dikes. The following discussion on fertile granites and their genetic relationship with rare-element pegmatites is based on work by Černý and Meintzer (1988) and Černý (1989a, 1989b, 1991b) as cited in Breaks et al. 2003, and on field observations by Breaks et al., 2003 during the summers of 2001 and 2002.

Fertile granites differ from barren (common) granites by their geochemistry, mineralogy and textures. Fertile granites tend to be small in areal extent, typically greater than 10 km^2 (Breaks and Tindle 1997a as cited in Breaks et al., 2003). Fertile granites are silicic (quartz-rich) and peraluminous which results in crystallization of aluminum-rich minerals, such as muscovite, garnet and tourmaline.

Fertile granites have more variety in accessory minerals than barren granites. Barren granites contain biotite and/or silver muscovite as their minor minerals, and apatite, zircon and titanite as accessory minerals, whereas fertile granites contain numerous possible accessory minerals: primary green lithium-bearing muscovite, garnet, tourmaline, apatite, cordierite and rarely andalusite and topaz (Černý 1989a; Breaks and Tindle 1997a as cited in Breaks et al., 2003). More evolved fertile granites contain beryl, ferrocolumbite (niobium-oxide mineral) and Li-tourmaline (Breaks and Tindle 1997a as cited in Breaks et al., 2003).

According to Černý and Meintzer (1988) as cited in Breaks et al., 2003, intrusions of fertile granites are typically heterogeneous consisting of several units, which are transitional to each other and, in most cases, have separated from a single intrusion of magma. Most of the rock types contain a characteristic assemblage of peraluminous accessory minerals. Černý and Meintzer (1988, p.178-180) as cited in Breaks et al., 2003, have identified 6 possible rock types that may be part of a single fertile granite intrusion, which, from most primitive to most fractionated, are:

1. fine-grained or porphyroblastic biotite granite;

2. fine-grained leucogranite;

3. pegmatitic leucogranite;

4. sodic aplite;

5. potassic pegmatite; and

6. rare-element-enriched pegmatite, which forms dikes external to the fertile granite pluton

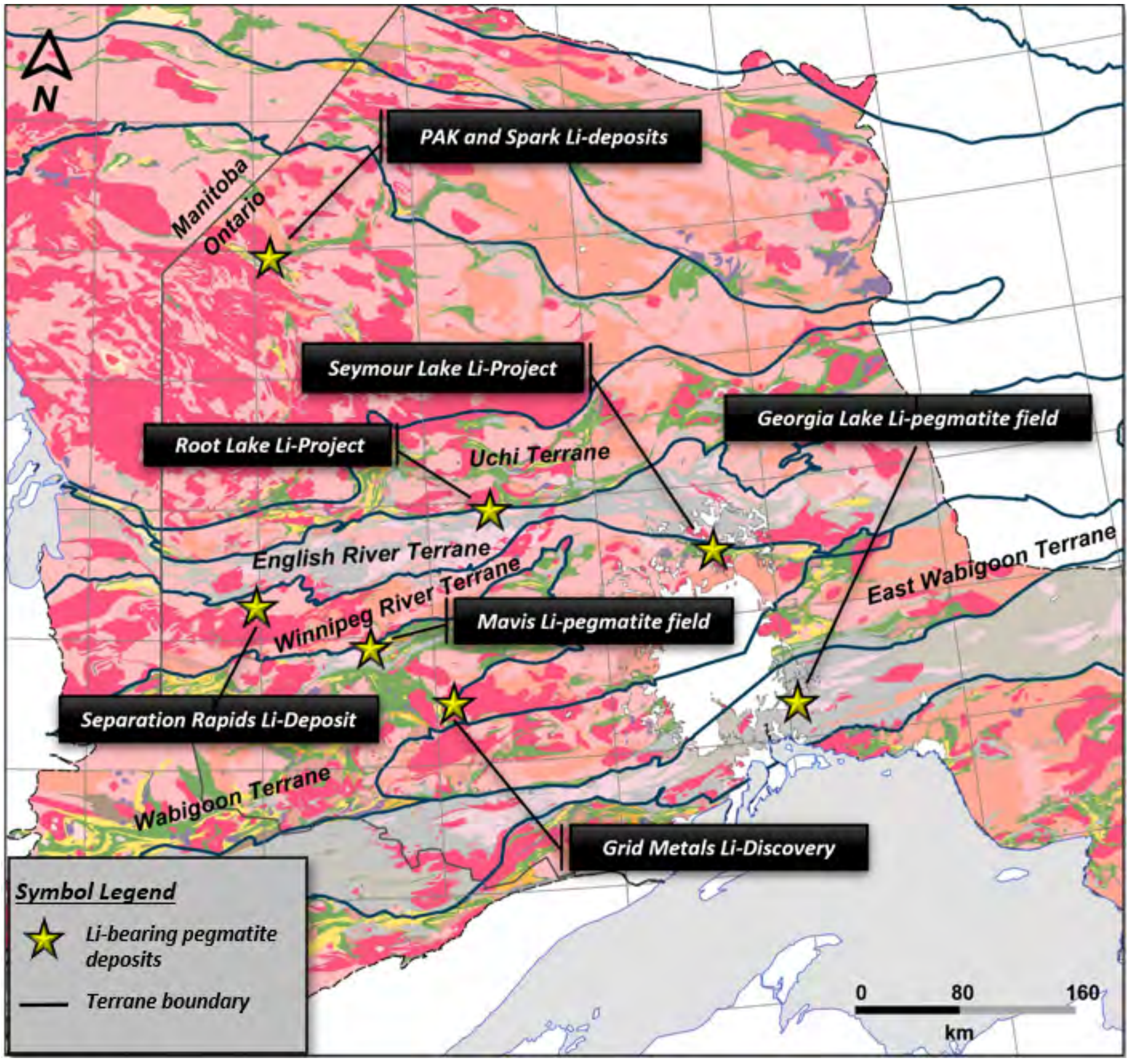
8.1.2 Fractional Crystallization (Granites to Pegmatites)

Fractional crystallization of a granitic melt will first crystallize a barren granite composed of common rock-forming minerals (i.e., quartz, potassium feldspar, plagioclase, and mica). This type of granite is very common in the Superior Province, Ontario. As common rock-forming minerals crystallize, and separate from the granitic melt, the granitic melt will become enriched in incompatible rare-elements (such as Be, B, Li, Rb, Cs, Nb, Ta, Mn, Sn) and volatiles (H2O and F). Incompatible elements do not fit easily into the crystal structures of common rock-forming minerals.

The fertile granite melt will continue to become enriched in incompatible rare-elements, as common rock-forming minerals crystallize. The incompatible elements will wait until the last possible moment to crystallize into pegmatitic minerals, such as spodumene (Li), tantalite (Ta) and cassiterite (Sn). Pegmatites are rich in rare-elements (not rare earth elements) and the exotic minerals that result from crystallization of rare elements.

Granite-pegmatite systems are largely confined to deep faults, pre-existing batholithic contacts or lithologic boundaries (Černý 1989b as cited in Breaks et al., 2003). They typically occur proximal to subprovince boundaries within the Superior Province (Figure 8.1).

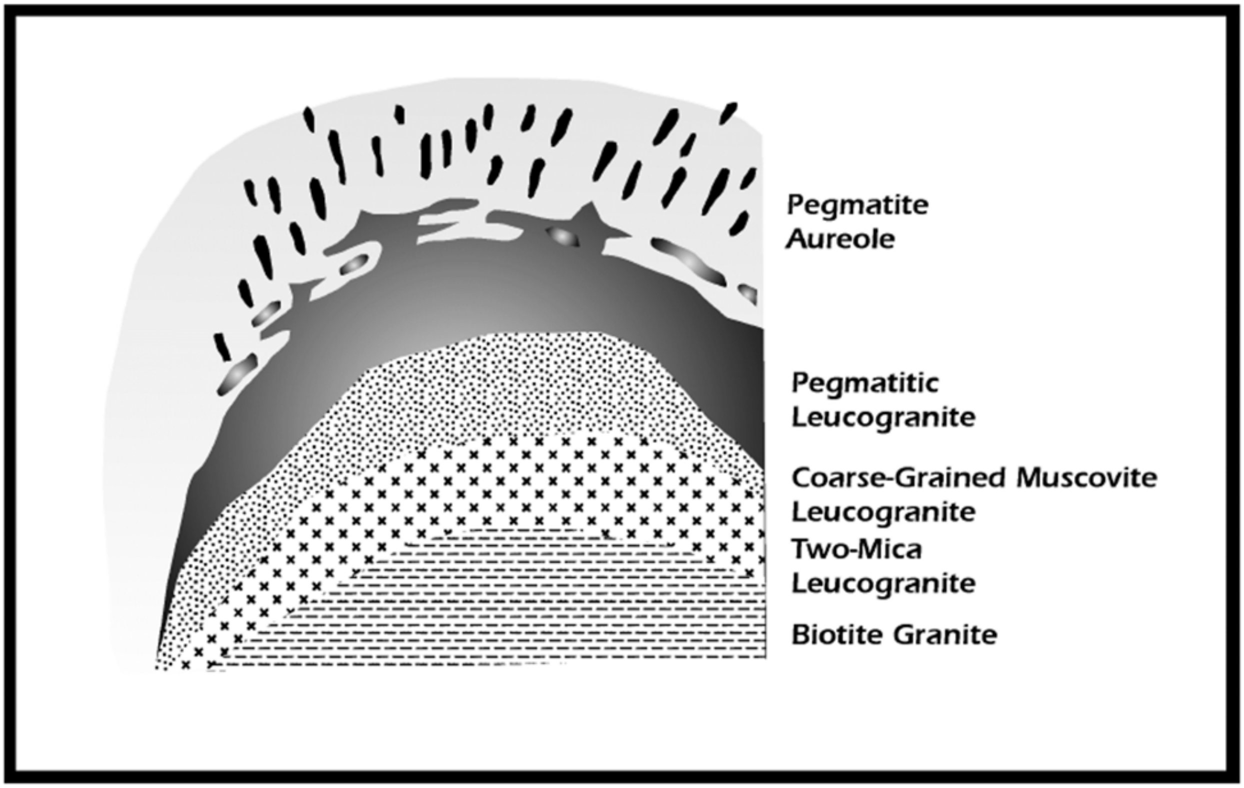
***Figure 8.1** Major lithium-bearing pegmatite deposits and pegmatite fields of the Superior Province, northwestern Ontario. Source OGS.*



In Archean terranes, greenstone belts, metasedimentary gneissic troughs and metasedimentary-metavolcanic basins are the dominant units hosting rare-element pegmatites (Černý 1989a as cited in Breaks et al., 2003). Fertile granites that generate rare element pegmatites are largely late tectonic to post-tectonic, postdating the peak of regional metamorphism (Černý 1989b as cited in Breaks et al., 2003). Granite-pegmatite systems are located in host rocks of the upper greenschist and lower amphibolite facies of the Abukuma-type terranes (low pressure-high temperature) (Černý 1989b as cited in Breaks et al., 2003).

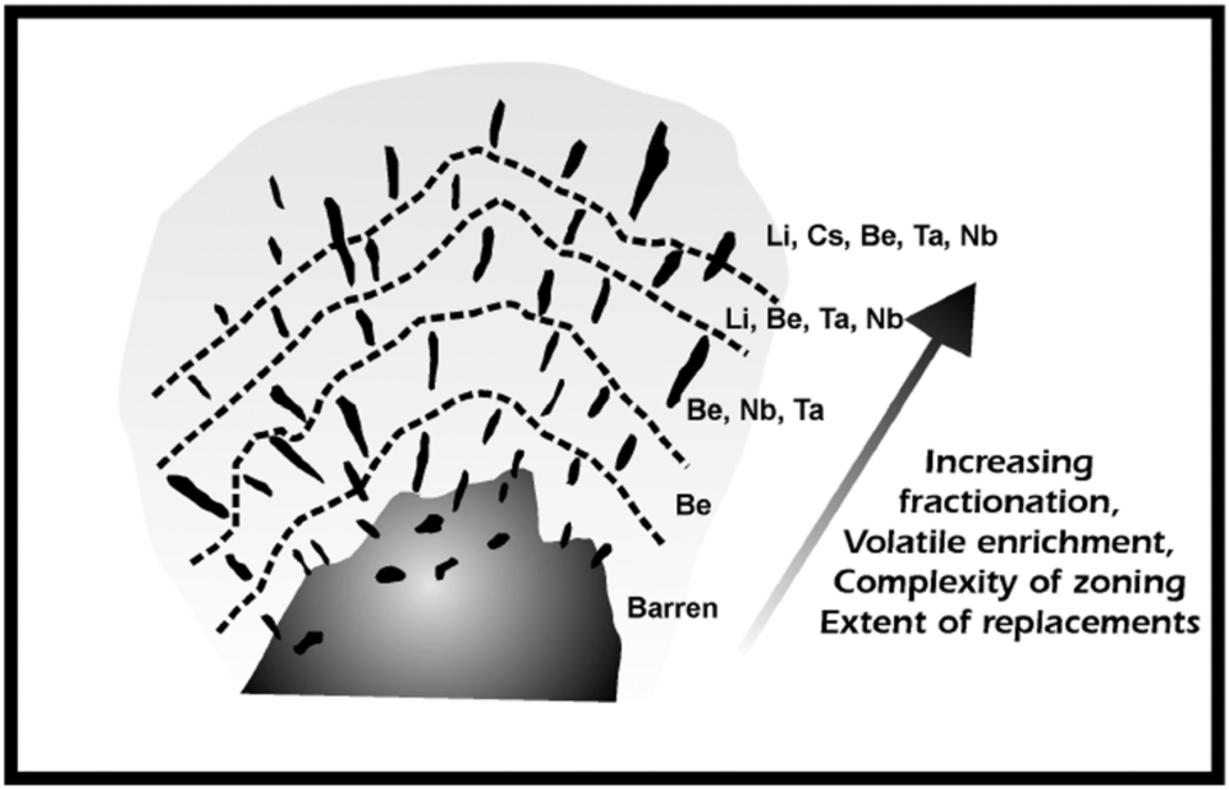
With increasing fractionation, the composition of the fertile granite changes from biotite granite, in the deepest parts, to two-mica leucogranite to coarse-grained muscovite leucogranite to pegmatitic leucogranite with intercalated layers of sodic aplite and potassic pegmatite at the intrusion roof (Figure 8.2) (Černý and Meintzer 1988; Černý 1989a, 1991b as cited in Breaks et al., 2003).

Figure 8.2 *Schematic representation of regional zonation of a fertile granite (outward fractionated) with an aureole of exterior of lithium pegmatites (Černý 1991b as cited in Breaks et al., 2003).*



The residual fractionated granitic melt that remains after the fertile granite intrusion has formed can intrude along fractures in the host rock to form pegmatite dikes. The pegmatite dikes increase in degree of fractionation, volatile enrichment, complexity of zoning within individual pegmatite dikes and extent of alteration (e.g., albitization of potassium feldspar) with increasing distance from their parent fertile granite (Figure 8.3) (Černý, 1991b as cited in Breaks et al., 2003). Pegmatite dikes increase in rare-element content with increasing fractionation, as rare-elements are incompatible in rock-forming minerals and will wait until the last possible moment to crystallize.

***Figure 8.3** Schematic representation of regional zoning in a cogenetic parent granite + pegmatite group. Pegmatites increase in degree of evolution with increasing distance from the parent granite (Černý 1991b as cited in Breaks et al., 2003).*



The deposit type considered for the Sharpe Lake Property are rare-element enriched pegmatites.

9.0 EXPLORATION

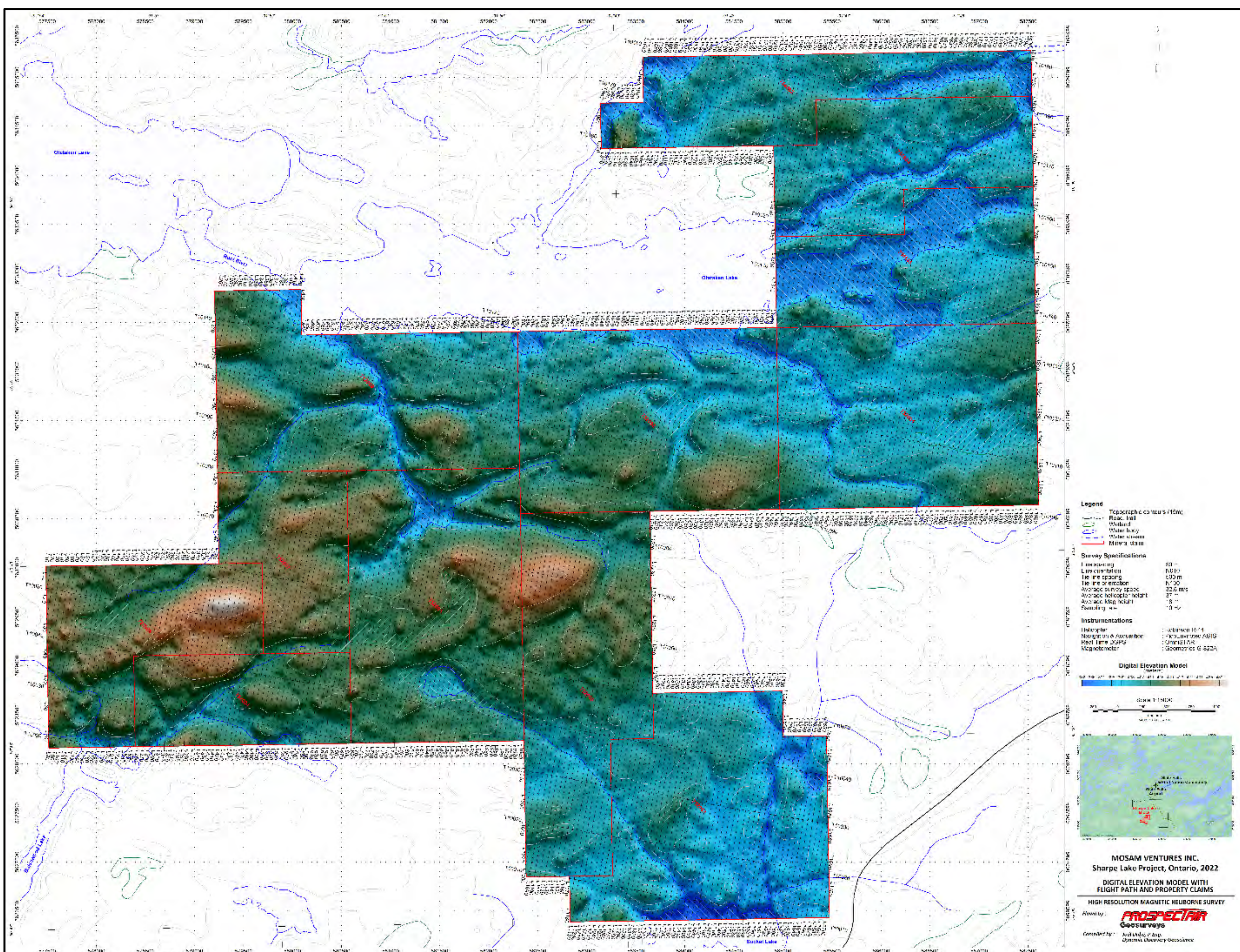
Bayridge Resources Corp. has completed:

1) High-resolution heli-borne magnetic survey.
2) Two-day reconnaissance mapping and sampling

9.1 HELIBORNE MAGNETIC SURVEY

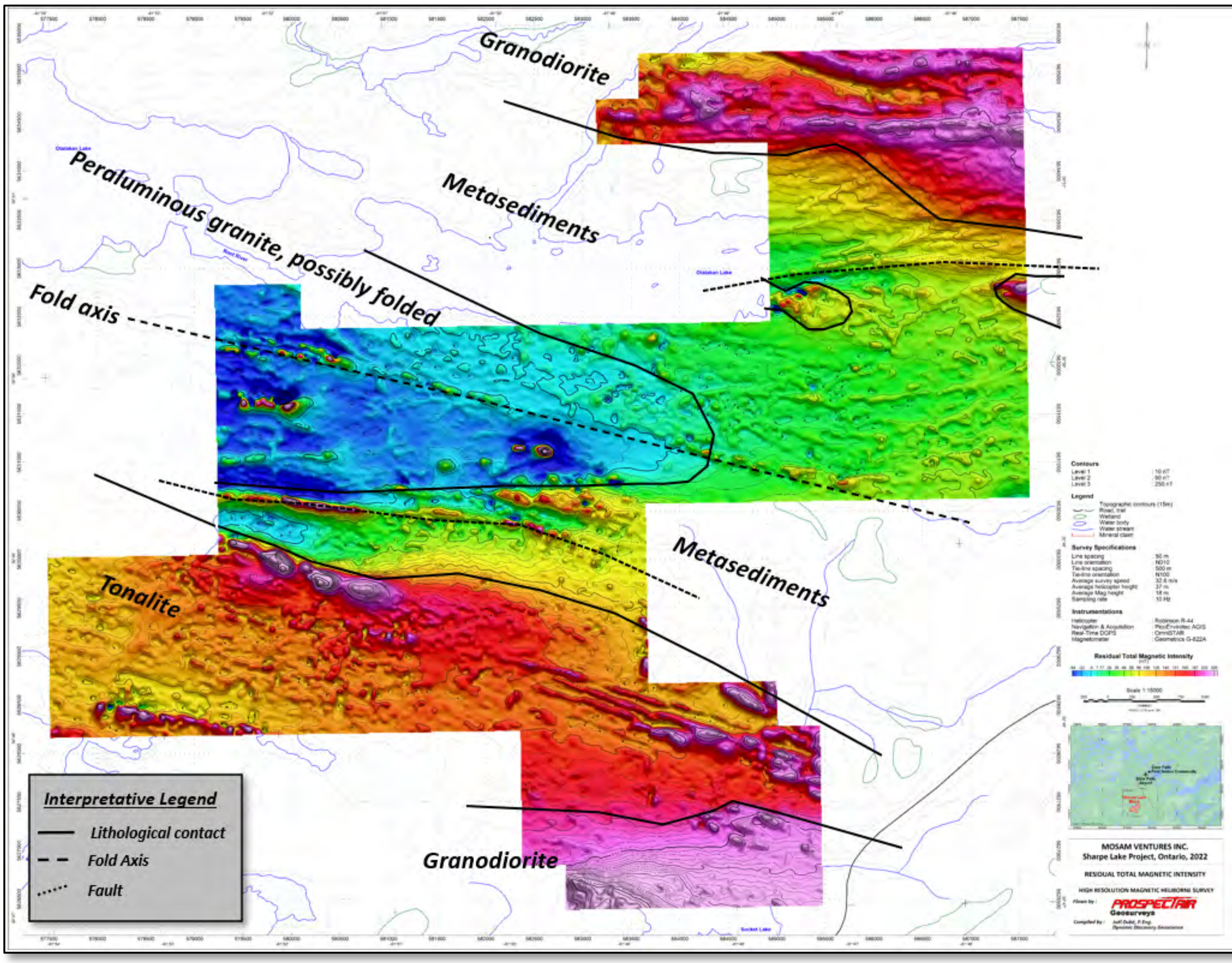
Bayridge completed a heliborne high-resolution magnetic survey over the Property. This exploration tool was used to delineate contacts between various lithologies and to outline possible structure and facture systems that could create pathways for fertile parental melts. A total of 975 line-km were flown at 50 m line-spacings with the average height of the magnetometer sensor 18 m above the ground (Figure 9.1). This figure also displays the digital terrain model and topography.

Figure 9.1 *Flight path and line-spacing over the digital terrain model of the Property. Source Prospectair Geosurveys Inc.*



Preliminary interpretation of the total magnetic intensity appears to outline lithological contacts and possible structural features throughout the Property (Figure 9.2). A competent structural geologist integrating all magnetic components (total magnetic intensity, first vertical derivative and tilt) should be retained to provide an in depth geological and structural interpretation.

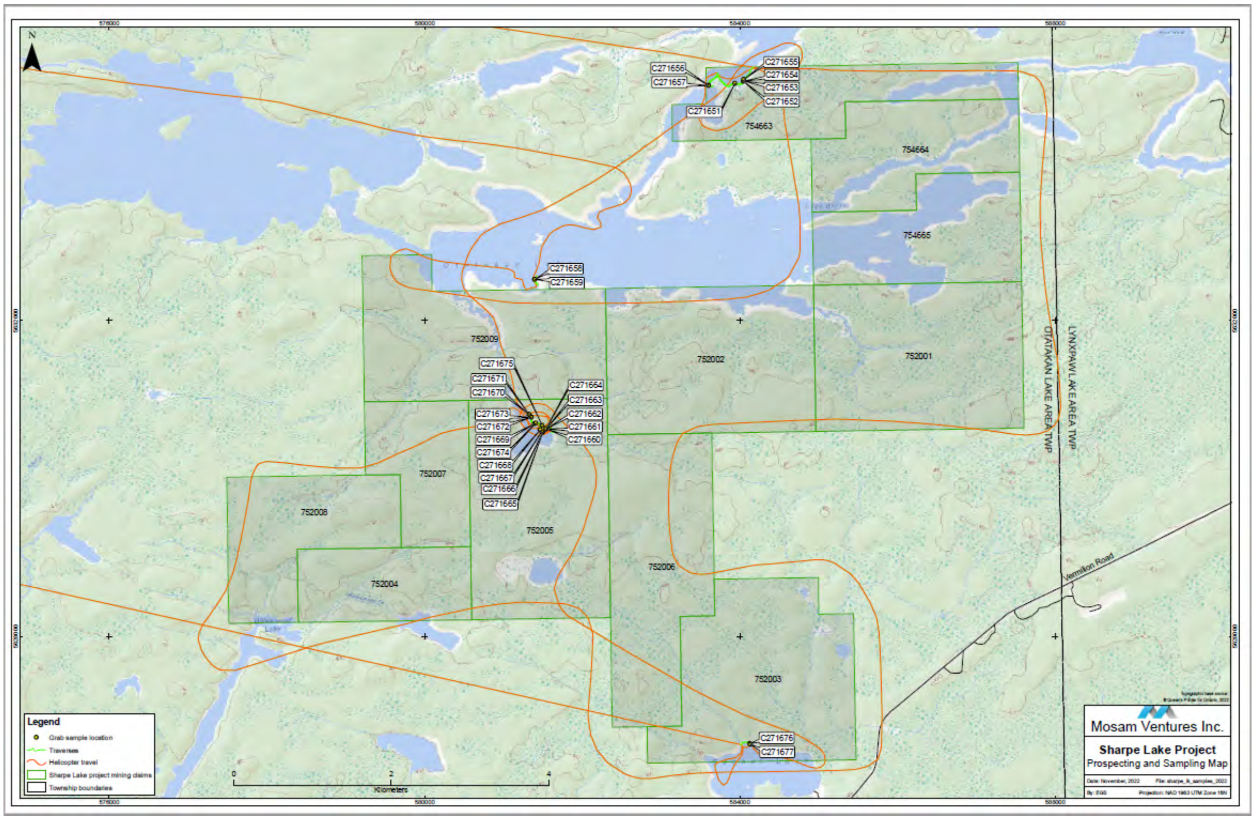
Figure 9.2 *Preliminary interpretation of the total magnetic intensity heliborne high-resolution survey of the Property. Source Prospectair Geosurveys Inc.*



9.2 RECONNAISSANCE MAPPING AND SAMPLING

Personnel from EGS spent November 8 and 9, 2022 sampling and mapping at two locations on the Property. Access was gained via helicopter (Figure 9.3). A total of 27 grab samples were taken with one standard and one blank inserted into the sampling stream.

Figure 9.3 *Grab sample and points of interest on Property. Source EGS.*



Points of interest with or without sample numbers, coordinates, descriptions and select element results are presented in Table 9.1. A list of all samples taken with select element results are presented in Table 9.2.

Table 9.1 *Points of interest, coordinates and descriptions of the samples taken on the Sharpe Lake Property.*

POI Number	Sample Number	Date	Easting	Northing	Elevation	Description	Be, ppm	Cs, ppm	Li, ppm	Nb, ppm	Rb, ppm	Ta, ppm
496	not sampled	08-Nov	584011	5635007	386	granodiorite-tonalite mignatite (plagioclase, K-feldspar, quatz, biotite)						
501	not sampled	08-Nov	583587	5634987	401	migmatite (biotite-gneiss, granodioritic composition). Granite veinlets 0.3m						
503	not sampled	08-Nov	583589	5634987	397	Migmatite, granite-dike, gneiss, quartz-K-feldspar pegmatite veinlets						
504	not sampled	08-Nov	581413	5632537	383	Outcrop biotite-gneiss, gneissosity azimuth 090 degrees with vertical dip and migmatite with irregular cm-scale pegmatite veins.						
508	not sampled	09-Nov	581538	5630611	391	pegmatitic granite vein , 0.1m - 1m wide, azimuth 165 degrees with vertical dip cross cutting gneissosity at azimuth 100 degrees. Lit-par-lit injection.						
512	not sampled	09-Nov	581492	5630669	394	0.1m wide pegmatitic vein, azimuth 215 degrees, dip 50 degrees north, composed by quartz, K-feldspar, biotite, in psammitic-gneiss (foliation azimuth						
495	C271651	08-Nov	583933	5635003	379	Angular boulder of pegmatite (K-feldspar, quartz, biotite).	<5	1.9	<10	<1	156	<0.5
498	C271653	08-Nov	584054	5635057	396	pegmatoide cm-veinlet injection in migmatite, Outcrop.	<5	4.6	18	4	110	0.5
497	C271654	08-Nov	584048	5635035	388	pegmatoide injection, irregular shape, shallow contact in migmatite.	<5	2.9	<10	3	179	0.7
499	C271655	08-Nov	584054	5635057	396	shallow diping pegmatoide veinlet in migmatite. K-feldspar, quartz, (biotite), azimuth 270 degrees, flat dipping.	<5	1.6	<10	2	89	<0.5
502	C271656	08-Nov	583603	5634979	398	cm scale quartz-K-feldspar (bio) pods in migmatite	<5	1.5	16	<1	20	<0.5
509	C271664	09-Nov	581543	5630631	395	pegmatite-granite injection in psammitic (meta-sediments) schist-gneiss.	<5	2.3	<10	<1	145	<0.5
509a	C271664	09-Nov	581542	5630632	395	Lit-par-lit pegmatitic injection in meta-sediments	<5	2.3	<10	<1	145	<0.5
510	C271666	09-Nov	581499	5630583	395	meta-sedimentary rocks, lit-par-lit injected by pegmatitic veins (azimuth 105 degrees). Pegmatoide dike cross cutting gneissosity (azimuth 020 degrees). Sample of pegmatitic vein, quartz, K-feldspar, biotite, schorl tourmaline, (spodumene?), pyrite traces.	8	5.3	<10	14	174	3.6
511a	C271672	09-Nov	581355	5630771	396	Pegmatoide-vein (0.3m wide, azimuth 080 deggrees, dip 70 degrees south) in muscovite-gneiss (quartz, K-feldspar, muscovite, biotite). Sample C271672 (gneiss), C271673 (pegmatoide)	<5	5.6	44	3	121	<0.5
511	C271673	09-Nov	581355	5630771	396	see above	<5	9.5	<10	10	242	1.7
513	C271676	09-Nov	584135	5626626	379	pegmatitic-granite vein 0.1m wide vein in psammitic gneiss	<5	2.2	<10	<1	70	<0.5
513	C271677	09-Nov	584145	5626629	379	Outcrop pegmatitic-granite vein 0.1m wide, azimuth 170 degress in psammitic to migmatite gneiss (gneissocity azimuth 250 degrees)	<5	11.1	<10	16	230	2.6
Sample and points of interest locations in NAD83 datum, Zone 15 U.												

Table 9.2 *Complete select elemental results of the EGS sampling program.*

Sample_No.	Sample_Type	Date	Easting	Northing	Elevation_m	Rock_Type	Source	Description	Be, ppm	Cs, ppm	Li, ppm	Nb, ppm	Rb, ppm	Ta, ppm
C271651	Grab	08-Nov-22	583938	5635003	392	Pegmatite	Float	Pegmatite/Feldspar/Biotite/Quartz	<5	1.9	<10	<1	156	<0.5
C271652	Grab	08-Nov-22	584046	5635034	388	Pegmatite	Outcrop	Pegmatite/Feldspar/Biotite/Quartz	<5	4.2	<10	11	202	1.9
C271653	Grab	08-Nov-22	584046	5635036	388	Pegmatite	Outcrop	Pegmatite/Feldspar/Biotite/Quartz	<5	4.6	18	4	110	0.5
C271654	Grab	08-Nov-22	584047	5635034	388	Pegmatite	Outcrop	Pegmatite/Feldspar/Biotite/Quartz	<5	2.9	<10	3	179	0.7
C271655	Grab	08-Nov-22	584052	5635056	389	Pegmatite	Outcrop	Pegmatite/Feldspar/Biotite/Quartz	<5	1.6	<10	2	89	<0.5
C271656	Grab	08-Nov-22	583604	5634980	387	Pegmatite	Outcrop	Pegmatite/Feldspar/Biotite/Quartz	<5	1.5	16	<1	20	<0.5
C271657	Grab	08-Nov-22	583607	5634976	386	Pegmatite	Outcrop	Pegmatite/Feldspar/Biotite/Quartz	<5	2.2	<10	5	183	0.8
C271658	Grab	08-Nov-22	581400	5632522	385	Pegmatite	Float	Pegmatite/Biotite/Quartz/Spodumene?	<5	1.7	<10	<1	95	<0.5
C271659	Grab	08-Nov-22	581400	5632523	385	Pegmatite	Float	Pegmatite/Biotite/Quartz	<5	1.8	10	<1	73	<0.5
C271660	Grab	09-Nov-22	581548	5630626	395	Pegmatite	Outcrop	Pegmatite Injection/Biotite/Quartz/Feldspar	<5	1.6	11	<1	71	<0.5
C271661	Grab	09-Nov-22	581547	5630628	395	Pegmatite	Outcrop	Pegmatite Injection/Biotite/Quartz/Feldspar	<5	0.9	<10	<1	18	<0.5
C271662	Grab	09-Nov-22	581545	5630627	395	Pegmatite	Outcrop	Pegmatite Injection/Biotite/Quartz/Feldspar	<5	3.7	14	3	136	1.3
C271663	Grab	09-Nov-22	581544	5630627	395	Pegmatite	Outcrop	Pegmatite Injection/Biotite/Quartz/Feldspar	<5	3.4	25	7	63	0.5
C271664	Grab	09-Nov-22	581541	5630631	395	Pegmatite	Outcrop	Pegmatite Injection/Biotite/Quartz/Feldspar	<5	2.3	<10	<1	145	<0.5
C271665	Grab	09-Nov-22	581502	5630582	392	Pegmatite	Outcrop	Pegmatite Dyke/Quartz/Biotite/Rusty/Feldspar	<5	1.4	<10	<1	21	<0.5
C271666	Grab	09-Nov-22	581501	5630582	392	Pegmatite	Outcrop	Pegmatite Dyke/Quartz/Biotite/Rusty/Feldspar/Tourmaline/Spodumene?	8	5.3	<10	14	174	3.6
C271667	Grab	09-Nov-22	581486	5630592	391	Pegmatite	Float	Pegmatite/Quartz/Biotite/Feldspar	<5	1.1	<10	<1	115	<0.5
C271668	Grab	09-Nov-22	581471	5630616	388	Pegmatite	Float	Pegmatite/Quartz/Biotite/Feldspar	<5	3.2	12	2	155	0.6
C271669	Grab	09-Nov-22	581394	5630691	388	Pegmatite	Float	Pegmatite/Quartz/Biotite/Feldspar/Rusty	<5	2.3	<10	<1	160	<0.5
C271670	Grab	09-Nov-22	581328	5630808	386	Pegmatite	Float	Pegmatite/Quartz/Biotite/Feldspar	<5	1.5	<10	<1	168	<0.5
C271671	Grab	09-Nov-22	581324	5630810	385	Pegmatite	Float	Pegmatite/Quartz/Biotite/Feldspar	<5	1.7	<10	<1	44	<0.5
C271672	Grab	09-Nov-22	581357	5630776	386	Gneiss	Outcrop	Gneiss/Quartz/Biotite/Muscovite/Rusty	<5	5.6	44	3	121	<0.5
C271673	Grab	09-Nov-22	581356	5630776	386	Pegmatite	Outcrop	Pegmatite/Quartz/Feldspar/Muscovite/Tourmaline	<5	9.5	<10	10	242	1.7
C271674	Grab	09-Nov-22	581412	5630699	387	Pegmatite	Float	Pegmatite/Quartz/Feldspar/Muscovite/Biotite	<5	1.4	<10	10	54	1.0
C271675	Grab	09-Nov-22	581492	5630671	389	Pegmatite	Outcrop	Pegmatite/Quartz/Feldspar/Biotite/Rusty	<5	0.7	<10	21	15	2.6
C271676	Grab	09-Nov-22	584132	5626636	381	Pegmatite	Outcrop	Pegmatite/Quartz/Feldspar/Biotite	<5	2.2	<10	<1	70	<0.5
C271677	Grab	09-Nov-22	584134	5626627	382	Pegmatite	Outcrop	Pegmatite/Quartz/Feldspar/BiotiteRusty	<5	11.1	<10	16	230	2.6
C271678	STANDARD	09-Nov-22						OREAS 243	<5	1.2	13	3	16	<0.5
C271679	BLANK	09-Nov-22						BLANK	<5	0.3	<10	<1	2	<0.5
Sample locations in NAD83 datume, Zone 15 U.														

9.3 DISCUSSION OF RESULTS

The sampling and mapping program occurred for two days. Although no anomalous lithium was reported from the sampling program, there are indications that the pegmatites noted on the Property contain anomalous rare-element values. According to Breaks et al. (2003), beryllium, cesium, lithium, niobium, rubidium and tantalum are excellent fractionate indicators in pegmatites as these rare elements are incompatible with rock-forming minerals and will wait to the last possible moment to crystalize. Average crustal levels for the above are Be (3 ppm), Cs (4 ppm), Li (20 ppm), Nb (25 ppm), Rb (112 ppm) and Ta (2 ppm).

Sample C271666 had a Be value of 8 ppm. Sample C271672 reported 44 ppm Li. Sample C271673 reported 9.5 and 242 ppm of Cs and Rb respectively. Sample C271677 reported 11.1 and 230 ppm of Cs and Rb respectively. These samples are anomalous in rare-elements and above average crustal background levels and may represent fractionation of the Sharpe Lake batholith.

10.0 DRILLING

The Company has not yet performed any drilling on the Property.

11.0 SAMPLE PREPARATION, ANALYSIS and SECURITY

The Issuer has completed a reconnaissance examination of the property using the services of Emerald Geological Services (EGS). Exploration was conducted by EGS personnel, D. Rubiolo, PhD., P.Geo., Bruce MacLachlan, P.Geo. (Limited) and Frederick (Bobby) Lowndes, on November 8 and 9, 2022. A total of 27 grab samples were collected from pegmatitic outcrop exposures during the course of the fieldwork.

Each grab sample was bagged separately in clear polyethylene sample bags with an AGAT sample identification tag in each bag and tied with flagging tape for transport out of the field. Samples were stored in white poly rice bags in the lodgings of the crew at the Howey Bay Motel, Red Lake Ontario before being personally dropped off by EGS at the AGAT laboratories in Thunder Bay, Ontario. All samples were selected for AGAT laboratory analytical code 201-378, a 60-element sodium peroxide fusion prior to acid dissolution method with an ICP-OES/ICP-MS finish. One blank and one standard (OREAS 243) were inserted into the sampling stream for QA/QC protocols.

AGAT practices stringent Quality Control Protocols with the insertion, for exploration and ore grade samples, of sample reduction blanks and duplicates, method blanks, weighted pulp replicates and reference materials. There were no QA/QC failures in the above sample batch. There were no failures with the inserted blank and standard.

All AGAT laboratories are ISO 17025:2005 accredited.

Grab samples were photographed and logged. All sample locations were recorded via GPS.

The Author is satisfied and of the opinion that sampling protocols, sample preparation, security and analytical procedures were adequate for the purposes of this Report.

12.0 DATA VERIFICATION

Some of the exploration summary reports and technical reports for projects on or near the Property were prepared before the implementation of National Instrument 43- 101 in 2001 and Regulation 43-101 in 2005. The authors of such reports appear to have been qualified and the information prepared according to standards that were acceptable to the exploration community at the time. In some cases, however, the data is incomplete and do not fully meet the current requirements of Regulation 43- 101. The work performed by EGS disclosed in this report in considered reliable by the author and employed data verification protocols within the sample handling as outlined in Section 11 of this report. The Author did not resubmit any of those samples for reassay. The Author has no reason to believe that any of the information used to prepare this report is invalid or contains misrepresentations.

12.1 SITE VISIT

The Property is considered a grassroots stage exploration property that has seen no exploration. Observing outcrop exposures and sample site locations for verification was key to a proper site-visit.

The Author visited the Property on September 22, 2023 via helicopter. A flyover of the claim group was carried out to review areas of outcrop and to find suitable landing locations. Pegmatites were observed on a traverse from the landing site. In the Author's opinion this satisfies the site verification requirement of NI 43-101.

***Photo 12.1** Helicopter on the Sharpe Lake Property*

13.0 MINERAL PROCESSING and METALLURGICAL TESTING

Bayridge has not performed any mineral processing or metallurgical testing within the Property.

14.0 MINERAL RESOURCE ESTIMATES

Bayridge has not performed any resource estimates on the Property. There are no resource or reserve estimates on the Property.

15.0 MINERAL RESERVE ESTIMATES

This section is not applicable to this Technical Report.

16.0 MINING METHODS

This section is not applicable to this Technical Report

17.0 RECOVERY METHODS

This section is not applicable to this Technical Report

18.0 PROJECT INFRASTRUCTURE

This section is not applicable to this Technical Report

19 MARKET STUDIES AND CONTRACTS

This section is not applicable to this Technical Report

20.0 ENVIRONMENTAL STUDIES, PERMITTING AND SOCIAL OR COMMUNITY IMPACT

This section is not applicable to this Technical Report

21.0 CAPITAL AND OPERATING COSTS

This section is not applicable to this Technical Report

22.0 ECONOMIC ANALYSES

This section is not applicable to this Technical Report

23.0 ADJACENT PROPERTIES

It is the express opinion of the Author that the Property is currently in a greenfield exploration stage. There are no adjacent properties that have advanced beyond the status of the Property.

Of importance to the area, 12 km to the northeast of the Sharpe Lake Property, is the Root Lake Lithium Project currently being drilled by Green Technology Metals Limited ("GT1") (ASX:GT1). Significant drilling results have been reported from news releases dated November 21, 2022, December 12, 2022, January 9, 2023, February 6, 2023 and March 20, 2023. Figures 15.1 and 15.2 have been extracted from GT1's corporate presentation dated February, 2023. The Author takes no responsibility for the information or accuracy in the corporate presentation and mineralization at the GT1 Root Project. Rare-element mineralization at the GT1 Root Project is not necessarily indicative of the mineralization on the Sharpe Lake Property.

Figure 15.1 *Page 14 of GT1's corporate presentation dated February, 2023 regarding their Root Project 12 km to the northeast of the Sharpe Lake Property. Source Green Technology Metals Limited.*

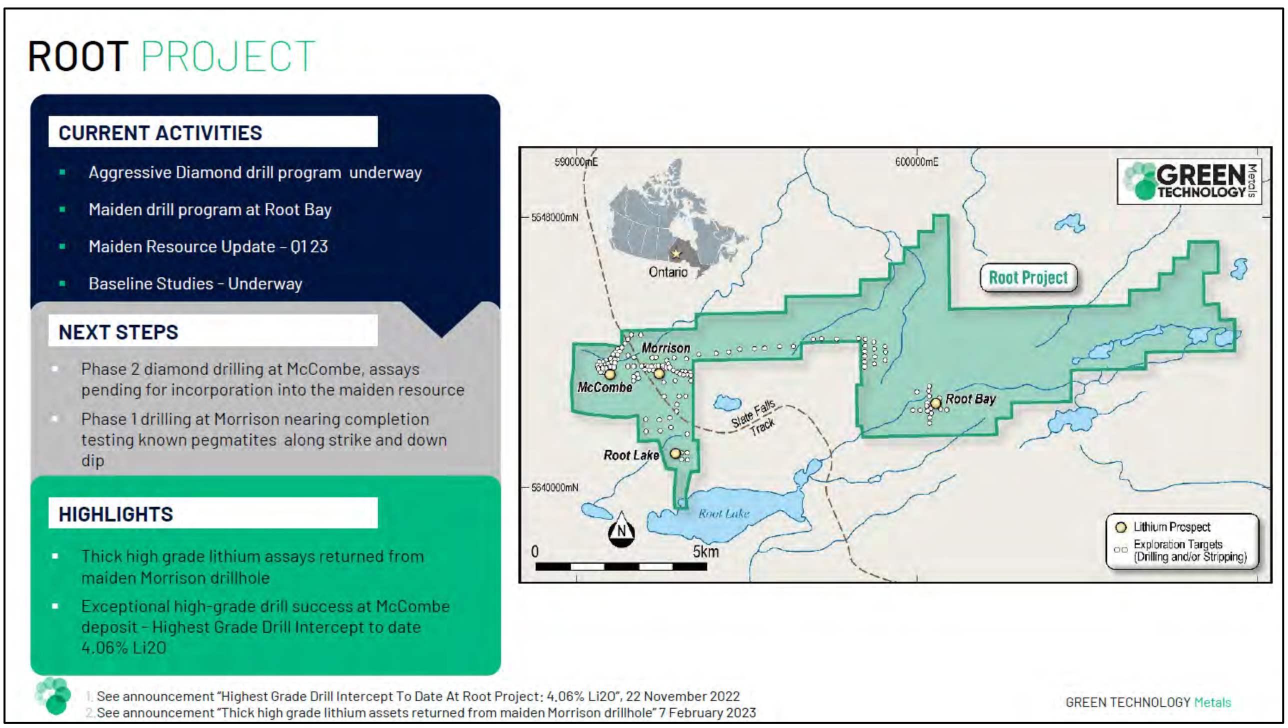
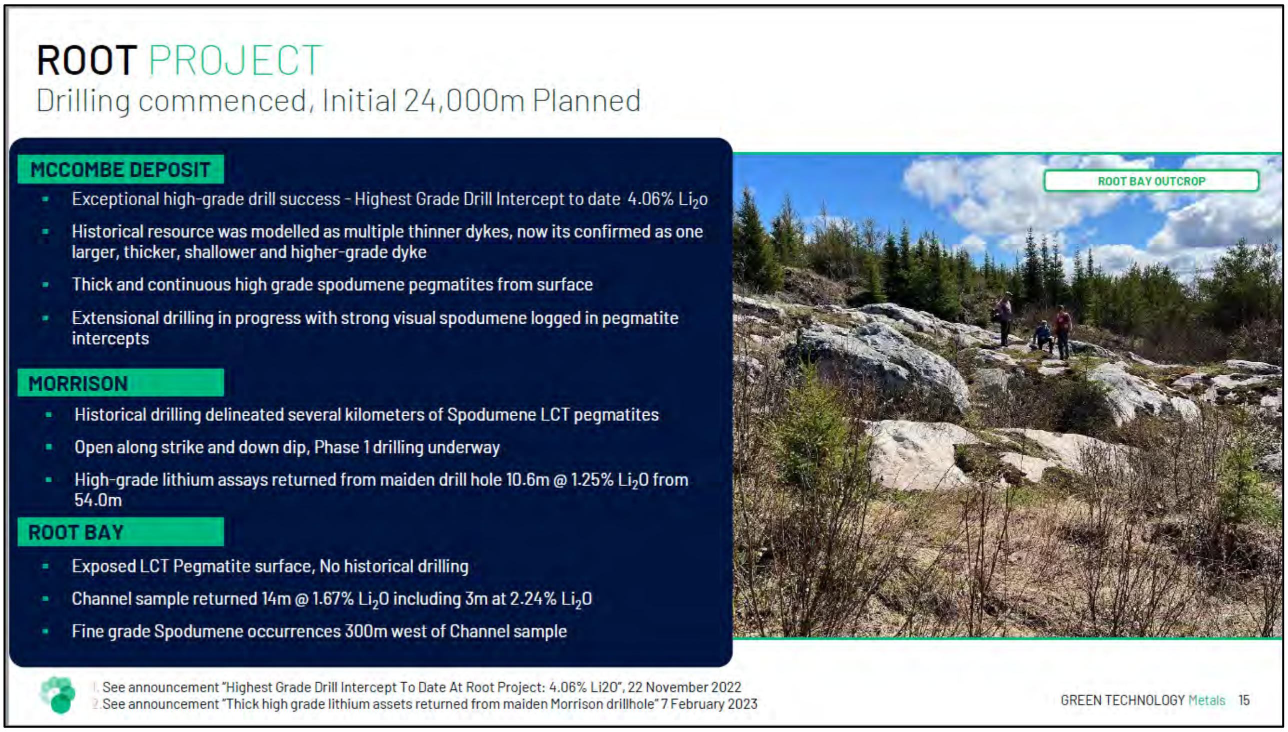


***Figure 15.2** Page 15 of GT1's corporate presentation dated February 2023 regarding their Root Project 12 km to the northeast of the Sharpe Lake Property. Source Green Technology Metals.*



24.0 OTHER RELEVANT DATA AND INFORMATION

There is no additional data or information that the Author is aware of that would change his findings, interpretation, conclusions and recommendations for the potential of the Sharpe Lake Property.

25.0 INTERPRETATION AND CONCLUSIONS

The Sharpe Lake Property lies within the English River Subprovince of the Superior Province. Rare-element (Li, Cs, Rb, Tl, Be, Ta, Nb, Ga, and Ge) pegmatite mineralization associated with S-type, peraluminous granite plutons are distributed over a wide expanse of the Superior Province of northeastern and northwestern Ontario. Peraluminous granitic rocks were generated during low pressure, Abukuma-type regional anatexis of clastic metasedimentary rocks between 2.646 and 2.91 Ga and principally occur within and proximal to the Quetico and English River subprovinces (Breaks et al., 2003). Recognition of peraluminous granites is critical in the exploration for rare-element pegmatites because delineation of such granite masses effectively reduces the target area of investigation. Most pegmatite swarms that can be linked with an exposed fertile, parent granite pluton are situated within approximately 15 km of such granites (e.g., Separation Rapids pluton and eastern and southwestern rare-element pegmatite groups: Breaks and Tindle, 1996, 1997a, 1997b as cited in Breaks et al., 2003). However, for much of the vast Superior Province, there is relatively little data available to chemically and mineralogically characterize potential peraluminous granite masses. Peraluminous, S-type granite masses are widespread in the English River, Quetico, and Opatica subprovinces.

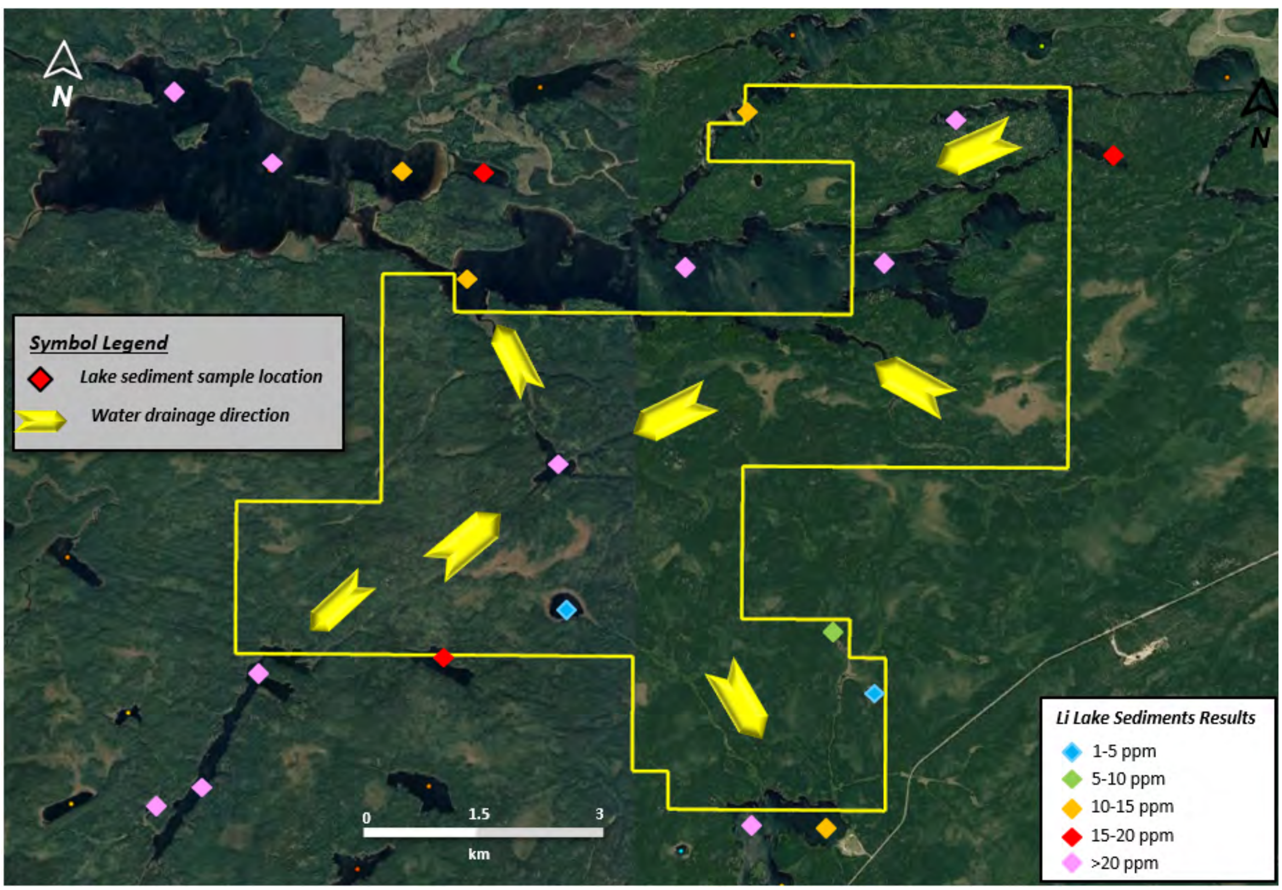
Granite-pegmatite systems are largely confined to deep faults, pre-existing batholithic contacts or lithologic boundaries (Černý 1989b). They typically occur along subprovince boundaries within the Superior Province (e.g., Uchi, English River and Wabigoon-English River subprovincial boundaries and Sioux Lookout domain), the exception being those within the Quetico Subprovince. In Archean terranes, greenstone belts, metasedimentary gneissic troughs and metasedimentary-metavolcanic basins are the dominant units hosting rare-element pegmatites (Černý 1989a).

The following salient features of the Sharpe Lake Property makes the Property of high merit for the potential host of rare-element pegmatites:

1) The Property hosts part of the Sharpe Lake batholith, a peraluminous S-type muscovite-bearing pegmatitic granite pluton.
2) The Sharpe Lake batholith is in contact with metasediments of the English River Subprovince.
3) The Property lies 7 km south of the Uchi-English River Subprovince boundary. Subprovincial boundaries appear integral to the formation of rare-element pegmatites in northwestern Ontario.
4) Pegmatite dykes and bodies have been discovered on the Property with only two days of mapping and sampling. Some of these dykes were anomalous in rare-elements indicative of possible fractionation from the fertile parental granite.

5) The OGS has documented tourmaline in the English River metasediments peripheral to the Sharpe Lake batholith and within the Property. (Map M2517). "In most cases the presence of tourmaline in metasedimentary and metavolcanic rocks indicates the close proximity of a pegmatite" (Beus et al., 1968, Černý, 1989a as cited in Breaks et al., 2003).
6) Anomalous Li and Cs-lake sediment samples in the central English River Subprovince.
7) Highly elevated lithium lake sediment samples within and peripheral to the Property coupled with drainage patterns suggest the source within the Property (Figure 17.1).
8) There has been no systematic exploration for rare-element pegmatites to date.
9) The recent success of Green Technology Metals at the McCombe-Root Lithium deposit 12 km to the northeast along the Uchi-English River Subprovince boundary.

Figure 17.1 *Lake sediment locations in Li, ppm and corresponding drainage directions (yellow arrows). Source OGS. Water drainage directions interpreted by topographical maps.*



It is the Author's opinion that the geological setting and the discovery of pegmatitic bodies anomalous in rare-elements are encouraging signs for the Sharpe Lake Property to host rare-element mineralization.

26.0 RECOMMENDATIONS

The Sharpe Lake Property is an underexplored property that has proven to yield important indications of fertile parental granites that appears to have pegmatitic bodies. Applying modern day exploration techniques and up to date geological modeling based on similar model type deposits hosted along the Uchi-English River Subprovince corridor should provide clues to a possible rare-element pegmatite hosted deposit. In order to accomplish this, a systematic exploration program and careful examination of the Property is required. This can only be brought about when a prudent methodical approach is considered comprised of geological studies, geochemical sampling, geological interpretations and a complete understanding of the model.

Due to the lack of historical exploration for rare-element mineralization on the Property and surrounding immediate area the following tools could be utilized for continued exploration:

1) Geological and structural interpretation of the heliborne high-resolution final deliverables. Magnetic intensity interpretation will aid in determining lithological contacts and structural patterns that could provide fracture systems for fertile parental melts.
2) Systematic sampling of the Sharpe Lake batholith to test for fertility and fractionation direction.
3) High-resolution heli-borne radiometric (spectrometry) survey to measure levels of Cs. Anomalous Cs levels represent increased fractionation and volatile enrichment from a parent fertile granite and replacement pegmatite deposition.
4) Property coverage of mapping and sampling and prospecting for additional pegmatites.
5) LiDAR survey to look for topographic highs that can represent pegmatite dykes especially in the metasediments.
6) Soil sampling over those areas of low outcrop exposure to test for hidden pegmatites.

The Author recommends a Phase 1 exploration program utilizing the above first 4 items. A budget for a Phase I program is estimated to cost $260,000.00 (Table 18.1).

Table 18.1 Estimated budget for Phase 1 exploration expenditures.

Sharpe Lake Exploration Program - Phase 1				
Work Type	**Details**	**Units**	**Unit Amount**	**Total**
Radiometric Spectrometer Heli Borne Survey	50 m Line Spacing Airborne with 50 m line spacing	km	975	$100,000
Structural and Geological Interpretation	Interpretation of Survey Data			$10,000
Prospecting and Mapping	Prospecting Crew, Preperation, Travel, Camp and Meals, boats, fuel	Days	15	$100,000
Assays and Sampling Supplies	Sample analysis	Samples	300	$25,000
Reporting	Logistical Wrap Report			$7,500
Contingency				$17,500
		Total Phase 1:		**$260,000**

Subsequent exploration programs beyond Phase I will depend upon the success and results of Phase I exploration.

27.0 REFERENCES

Breaks, F.W. 1991. English River subprovince. In Geology of Ontario. Special Vol. 4, Part 1. Edited by P.C. Thurston, H.R. Williams, R.H. Sutcliffe and G.M. Stott. Ontario Geological Survey, pp. 239–277.

Breaks, F.W., Selway, J.B. and Tindle, A.G. 2003. Fertile peraluminous granites and related rare-element mineralization in pegmatites, Superior Province, northwest and northeast Ontario: Operation Treasure hunt; Ontario Geological Survey, Open File Report 6099, 179p.

Černý, P., 1975. Granitic Pegmatites and their minerals: selected examples of recent progress. Fortscr. Miner. 52, 225-250.

Černý, P., Ercit, T.S., Trueman, D.L., Goad, B.E. and Paul, B.J., 1981. The Cat Lake. Winnipeg River and the Weskusko Lake pegmatite fields, Manitoba; Manitoba Department of Energy and Mines, Mineral Resources Division, Economic Geology Report ER80-1, 216p.

Černý, P., 1982. Granitic Pegmatites in Science and Industry. Mineralogical Association of Canada Short. Course Handbook 8, 555p.

Černý, P. and Hawthorne, F.C., 1982. Selected peraluminous minerals; in Granitic pegmatites in science and industry, Mineralogical Association of Canada, Short Course Handbook 8, p.163-186.

Černý, P. and Meintzer, R.E., 1988. Fertile granites in the Archean and Proterozoic fields of rare-element pegmatites: crustal environment, geochemistry and petrogenetic relationships; in Recent advances in the geology of granite related mineral deposits, Canadian Institute of Mining and Metallurgy, Special Publication 39, p.170-206.

Černý, P., 1989a. Exploration strategy and methods for pegmatite deposits of tantalum; in Lanthanides, tantalum and niobium, Springer-Verlag, New York, p.274-302.

Černý, P., 1989b. Characteristics of pegmatite deposits of tantalum; in Lanthanides, tantalum and niobium, Springer-Verlag, New York, p.195-239.

Černý, P. and Ercit, T.S., 1989. Mineralogy of niobium and tantalum: crystal chemical relationships, paragenetic aspects and their economic implications; in Lanthanides, tantalum and niobium, Springer-Verlag, Berlin, p.27-79.

Černý, P., 1991a. Rare-element granitic pegmatites, part I. Anatomy and internal evolution of pegmatite deposits; Geoscience Canada, v.18, p.49-67.

Černý, P., 1991b. Rare-element granitic pegmatites, part II. Regional and global environments and petrogenesis; Geoscience Canada, v.18, p.68-81.

Černý, P., London, D., and Novak, M., 2012. Granitic Pegmatites as Reflections of Their Sources; Elements Vol. 8, pp 289-294.

Corfu, F., Stott, G.M., and Breaks, F.W. 1995. U–Pb geochronology and evolution of the English River Subprovince, an Archean low P – high T metasedimentary belt in the Superior Province. Tectonics, 14: 1220–1233.

Gupta, V. K., and Wadge, D. R., 1986. Gravity study of the Birch, Uchi and Red Lakes a rea, District of Kenora (Patricia Portion), Rep. 252,98p., Ont. Geol. Surv., Toronto, Canada.

Hrabi, R.B. and Cruden, A.R., 2006. Structure of the Archean English River subprovince: Implications for the tectonic evolution of the western Superior Province, Canadian Journal of Earth Sciences, Vol. 43, July 2006, p 947-966.

Lucas, S.B., and St. Onge, M.R., 1998. Geology of the Precambrian Superior and Grenville Provinces and Precambrian Fossils in North America; Geology of Canada No. 7, Geological Survey of Canada. 387 p.

Sandborn-Barrie, M., Rogers, N., Skulski, T., Parker, J., McNicoll, V., and Devaney, J., 2004. Geology and Tectonostratigraphic Assemblages, East Uchi Subprovince, Red Lake and Birch-Uchi belts, Ontario; Geological Survey of Canada, Open File 4256; Ontario Geological Survey, Preliminary Map P.3460, scale 1:250,000.

Stott, G.M. and Corfu, F. 1991, Uchi Subprovince; in Geology of Ontario; Ontario Geological Survey, Special Volume 4, Part 1, p.145-238.

Thomas, R., Webster, J.D., and Davidson, P., 2006. Understanding pegmatite formation: The melt and fluid inclusion approach. Mineralogical Association of Canada Short Course 36, Montreal, Quebec, p. 189-210

Thurston, P.C., 1985. Geology of the Earngey-Costello Area, District of Kenora, Patricia Portion; Ontario Geological Survey Report 234, 125p. Accompanied by Maps 2427 and 2428, scale 1:31,680.

Williams, H.R., Stott, G.M., Heather, K.B., Muir, T.L., and Sage, R.P., 1991. Wawa subprovince. In Geology of Ontario. Edited by P.C. Thurston, H.R. Williams, R.H. Sutcliffe, and G.M. Stott. Ontario Geological Survey, Special Volume 4, Part 1, pp. 485–539.

28.0 CERTIFICATE

CERTIFICATE OF QUALIFIED PERSON

BRIAN H. NEWTON, P.GEO.

I, Brian H. Newton, P.Geo., of 1518 Jasmine Crescent, Oakville, Ontario, L6H 3H3, do hereby certify that:

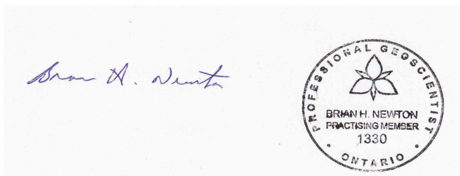
1) I am a professional geoscientist.
2) This certificate applies to the technical report titled "NI43-101 Independent Technical Report on the Sharpe Lake Property for Bayridge Resources Corp., Ear Falls, Ontario", (the "Technical Report") with an effective date September 23, 2023.
3) I graduated with a degree of Bachelor of Science, Geology from McMaster University in 1984.
4) I am a Professional Geoscientist (P.Geo.) registered with the Professional Geoscientists of Ontario (PGO No. 1330) and am a member of the Prospectors and Developers Association of Canada
5) I have over 40 years of experience in the exploration and mining industry with various junior exploration and mining companies throughout North America. I have supervised and managed over 75,000 meters of diamond drilling, with over 85% of that drilling performed for exploration in Archean greenstone belts of the Superior Province throughout Ontario and Quebec. I have managed and been involved in various geological exploration programs for precious, base metals and critical minerals throughout Archean aged environments since 1984.
6) I have read the definition of "Qualified Person" set out in NI 43-101 and Form 43-101F1 and certify that by reason of my education, affiliation with a professional association (as defined in Regulation 43-101) and past relevant work experience, I fulfil the requirements to be a "Qualified Person" for the purposes of Regulation 43-101.
7) I have read NI 43-101 and Form 43-101F1 and I am responsible for authoring Sections 1-11 and 13-20 of the Technical Report, which has been prepared in compliance with NI 43-101 and Form 43-101F1.
8) I have no prior involvement with the property that is the subject of this Technical Report.
9) I am independent of the Bayridge Resources Corp. applying all of the tests in Section 1.5 of NI 43-101.
10) As of the effective date of the Technical Report, to the best of my knowledge, information and belief, the Technical Report contains all scientific and technical information that is required to be disclosed to make the Technical Report not misleading.
11) I, Brian H. Newton, do hereby consent to the public filing of the technical report entitled "NI43-101 Independent Technical Report on the Sharpe Lake Property for Bayridge Resources Corp., Ear Falls, Ontario" with an effective date of September 23, 2023 (the "Technical Report") by Bayridge Resources Corp. (the "Issuer"), with the Canadian

Securities Exchange under its applicable policies and forms to be entered into by the Issuer and I acknowledge that the Technical Report will become part of the Issuer's public record.

Dated at Oakville, Ontario this 23rd day of September 2023.

{SIGNED}

[Brian H. Newton]



____

Brain H. Newton, P.Geo. (PGO # 1330)