For personal use only

MITHRIL

SILVER × GOLD

ABN 30 099 883 922

Annual Report - 30 June 2026

Mithril Silver and Gold Limited
Contents
30 June 2026

Corporate directory	2
Annual activities report	3
Directors' report	15
Auditor's independence declaration	27
Consolidated statement of profit or loss and other comprehensive loss	28
Consolidated statement of financial position	29
Consolidated statement of changes in equity	30
Consolidated statement of cash flows	31
Notes to the financial statements	32
Consolidated entity disclosure statement	50
Directors' declaration	51
Independent auditor's report to the members of Mithril Silver and Gold Limited	52
ASX Shareholder information	56

For personal use only

Mithril Silver and Gold Limited
Corporate directory
30 June 2026

Directors	Mr Craig Sharpe (Non-Executive Chairman) Mr John Skeet (Managing Director) Mr David Toyoda (Non-Executive Director) Ms Meghan Lewis (Non-Executive Director)
Company secretary	Mr Justyn Stedwell
Registered office	Suite 303 365 Little Collins Street MELBOURNE VIC 3000
Principal place of business	Suite 303 365 Little Collins Street MELBOURNE VIC 3000
Share register	Computershare Investor Services Pty Ltd Level 5, 115 Grenfell Street ADELAIDE SA 5000
Auditor	BDO Audit Pty Ltd Level 25, 35 Collins Street MELBOURNE VIC 3008
Bankers	National Australia Bank 800 Bourke Street MELBOURNE VIC 3008
Stock exchange listing	Mithril Silver and Gold Limited shares are listed on the Australian Securities Exchange (ASX code: MTH), the Toronto Stock Exchange Venture Exchange (TSXV code: MSG) and the Over the Counter Venture Market in the United States (OTCQB code: MTRIF)
Website	www.mithrilsilvergold.com
Corporate Governance	www.mithrilsilvergold.com/corporate/governance

For personal use only

For personal use only

Review of activities

Mithril Silver and Gold Limited significantly advanced the Copalquin silver-gold district in Durango State, Mexico, through a year of resource definition drilling, exploration across multiple targets and regional expansion. The principal achievement was the upgraded Target 1 Mineral Resource Estimate announced on 30 June 2026. The estimate substantially increased the higher-confidence Indicated inventory and incorporated preliminary underground mining shapes and internal dilution, providing a stronger basis for mine planning and economic assessment.[1] Importantly, the high confidence and predictable geologic model developed for the Target 1 resource is being applied at other district targets.

Beyond Target 1, drilling established high-grade silver and gold mineralisation at Target 5 and tested several mineralised centres at Target 3. Systematic geological mapping (now covering 25 km^2 of the southern half of the district), channel sampling, aerial magnetics and geological studies strengthened the district model and identified further structures for drilling. The La Dura purchase option[1] added a nearby exploration opportunity, while the July 2025 placement funded the expanded work programme.

Figure 1 Location map showing Mithril's Copalquin and La Dura mining concession areas

Highlights of the year

- **Target 1 resource upgrade:** Indicated Mineral Resources of 3.391 Mt at 3.15 g/t gold and 77.8 g/t silver, containing 343,000 ounces of gold and 8.479 million ounces of silver (464,000 ounces AuEq[2]), and Inferred Mineral Resources of 1.436 Mt at 2.23 g/t gold and 73.6 g/t silver contain 103,000 ounces of gold and 3.398 million ounces of silver (151,000 ounces AuEq).[3]

[1] ASX announcement, 5 December 2025, MITHRIL TO ACQUIRE THE LA DURA GOLD-SILVER PROPERTY.
[2] See notes under Tables 1 and 2 for the gold equivalent (AuEq) calculation

- **Higher resource confidence:** the reported Indicated AuEq inventory increased by 196% from the 2021 estimate and represents approximately 75% of the reported AuEq ounces (see Tables 1 and 2).
- **Exploration growth:** western extensions at Target 1, high grade drilling at Apomal and La Maquina in Target 5, and a 3,039 metre diamond drilling programme at Target 3 expanded the evidence for mineralisation beyond the Target 1 resource area. Drilling subsequent to year end at Target 4 has confirmed 550m of strike within the Copalquin-Zaragoza structure SE of Target 1.[3]
- **District Gold-Silver System Expansion:** channel sampling of historic workings has expanded the mineralised trend to 9 km within a detailed geological mapping area covering 25 km^2
- **Regional opportunity:** acquisition of an option to purchase five concessions covering 2,052 hectares at La Dura, only 15 km from Copalquin, was followed by LiDAR and aerial magnetic surveys.
- **Funding and market access:** a C$11.5 million placement was completed in July 2025 and OTCQB trading commenced in August. Year-end cash was A$7.256 million, with no debt reported.

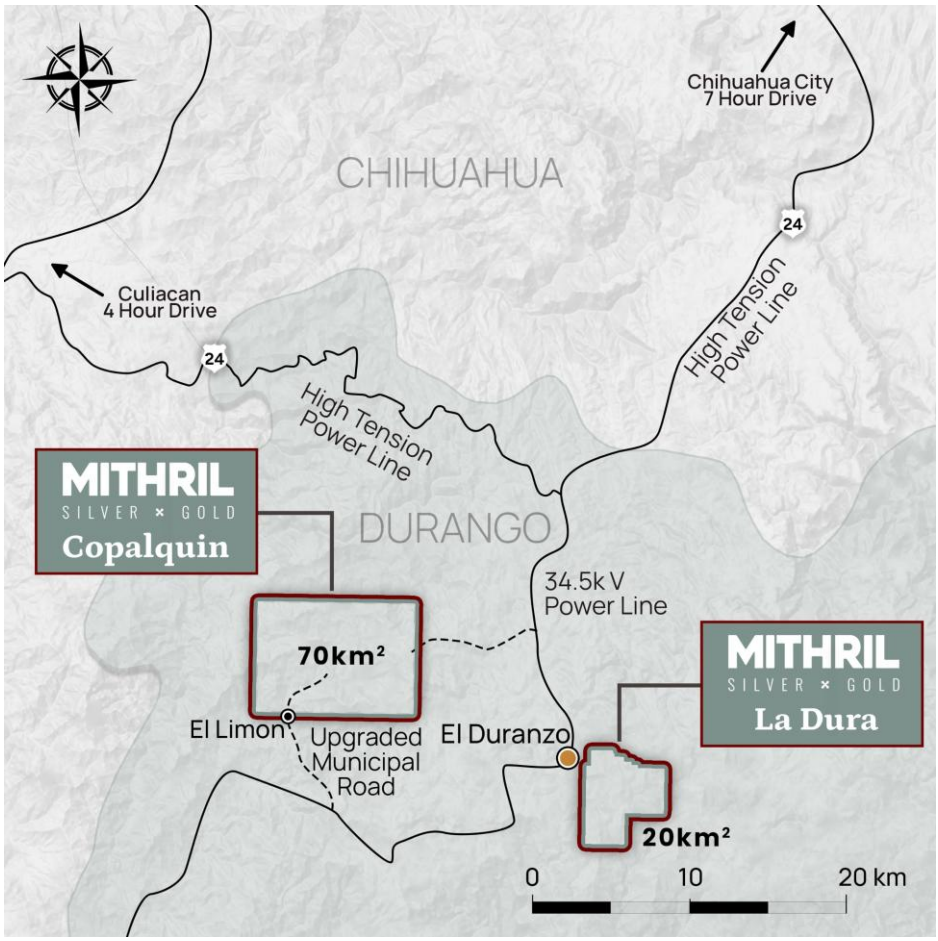


Figure 2 Detailed location map for the Copalquin and La Dura mining concession areas and local infrastructure

[3] ASX announcement, 27 August 2026, Wide, High-Grade Hits Confirm 550m Strike At Target 4

For personal use only

Copalquin Target 1 Resource Upgrade

The Copalquin Project comprises 70 km^2 of mining concessions within Mexico's Sierra Madre gold-silver trend. Its numerous small-scale historical underground mines and surface workings provide an extensive base for systematic exploration. During the year, mapping and sampling identified mineralisation across approximately nine kilometres of the southern district and more than 1,200 metres of elevation. These dimensions describe the distribution of mineralised occurrences across the district.

Upgraded Mineral Resource Estimate

The Target 1 estimate covers El Refugio and La Soledad and has an effective date of 29 June 2026. It was announced on 30 June, with additional technical disclosure released on 3 July. The resource is reported within preliminary underground mining shapes and includes internal dilution.[1,4]

The following **Table 1** provides the highlighted base case for undiluted mineralisation reporting within the underground mining shapes (mine stope optimiser – **MSO**) at a cut-off grade of 1.5 g/t AuEq plus sensitivities to gold prices.

The **MRE for Target 1** (**Table 2**) was generated from the highlighted base case in **Table 1** assuming bulk underground mining method (long hole open stoping - LHOS) with mining widths averaging approximately 4 metres as presented on a diluted basis in **Table 2**. The MSO work identified areas where more selective underground mining methods such as cut and fill (higher cost than LHOS) could be utilised to reduce dilution and increase mined grades. The difference between the undiluted grade of 6.85 g/t AuEq (**Table 1** Indicated base case) and the diluted grade of 4.26 g/t AuEq (**Table 2**, Total Indicate Target 1 MRE) reflects this conservative mining dilution assumption whereby lower grade mineralisation surrounding the high-grade core would be extracted within geometry of a minable shape adding more tonnes and ounces at a lower average grade. More detailed mining study work will fully assess the mining methods across the Target 1 MRE which will form part of a future scoping study/preliminary economic assessment.

*Table 1 Gold price sensitivity to constraining shapes, reported at 1.5 g/t AuEq cut-off (constrained and **undiluted**)*

Au Prices (USD)	Classification	Tonnes (kt)	Gold (g/t)	Silver (g/t)	Gold Eq. (g/t)	Gold (koz)	Silver (koz)	Gold Eq. (koz)
2,700	Ind	1,888	5.28	126.1	7.08	321	7,654	430
	Inf	831	3.46	113.7	5.08	92	3,038	136
3,000	Ind	1,941	5.18	124.2	6.96	323	7,752	434
	Inf	863	3.39	111.7	4.98	94	3,099	138
3,300	**Ind**	**1,990**	**5.10**	**122.4**	**6.85**	**326**	**7,832**	**438**
	Inf	**900**	**3.32**	**109.1**	**4.87**	**96**	**3,155**	**141**
3,500	Ind	2,038	5.01	120.9	6.74	329	7,922	442
	Inf	923	3.27	107.5	4.81	97	3,189	143
4,000	Ind	2,074	4.96	119.7	6.67	330	7,984	445
	Inf	949	3.23	105.9	4.74	98	3,233	145

Notes to Table 1:

1. The Table presents the results of a sensitivity analysis by varying gold prices on AuEq block model values and reports an undiluted tonnage, grade and metal content contained within the mining shapes. The scenarios as presented are not considered statement of mineral resources or reserves, and do not have demonstrated economic viability.
2. AuEq calculated using metal prices of USD $3,300/oz Au and $50/oz Ag where AuEq g/t = Au g/t + (Ag g/t x (Ag price/Au price) x (Ag recovery/Au recovery)) with metallurgical recoveries of 96% Au and 91% Ag from metallurgical test work on Target 1 composite samples
3. An AuEq cut-off grade of 1.5 g/t was selected after applying 95% mining recovery and 5% dilution factors to the metal price and metallurgical recovery values.

[4] Supporting NI 43-101 technical report, August 2026 with resource effective date 29 June 2026, NI 43 101 technical report for the upgraded Target 1 resource (available on Mithril's website)

For personal use only

*Table 2 Upgraded Copalquin Target 1 Mineral Resource Estimate (underground mining shape **constrained & diluted**)*

Target 1 Area	Class	Tonnes	Gold	Silver	Gold Eq.	Gold	Silver	Gold Eq.
		(kt)	(g/t)	(g/t)	(g/t)	(koz)	(koz)	(koz)
El Refugio	Ind	2,557	3.38	73.7	4.44	278	6,061	365
	Inf	1,217	2.17	82.1	3.35	85	3,214	131
La Soledad	Ind	834	2.43	90.2	3.72	65	2,418	100
	Inf	219	2.54	26.1	2.92	18	184	21
Total	**Ind**	**3,391**	**3.15**	**77.8**	**4.26**	**343**	**8,479**	**464**
	Inf	**1,436**	**2.23**	**73.6**	**3.28**	**103**	**3,398**	**151**

Note to table

1. *Numbers may not add due to rounding.*
2. All dollar values in United States Dollars (USD) unless otherwise noted.
3. Mineral Resources were prepared in accordance with the CIM Definition Standards (2014) and Estimation of Mineral Resource and Mineral Reserve Best Practice guidelines (2019), which are materially identical to the JORC Code (2012).
4. The preparation of the mineral resource estimate was supervised by John Sims, President of Sims Resources LLC, an independent contractor and Qualified Person (QP) and Competent Person (CP), as a Certified Professional Geologist (CPG) member with the American Institute of Professional Geologists (AIPG). The Qualified Person has verified the data disclosed in this section, including sampling, analytical and test data underlying the information and opinions contained herein.
5. The effective date of the estimate is 29 June 2026.
6. Inferred Mineral Resources have been estimated from geological evidence and drill core sampling and have a lower level of confidence than Measured and Indicated Mineral Resources due to the distance between sampled drill holes. Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability.
7. Constrained and diluted Mineral Resources for Copalquin Target 1 are based on underlying metal prices of $3,300/oz Au and $50/oz Ag, unless otherwise noted.
8. The resource modelling used gold and silver prices of US$3,300/oz and US$50/oz and metallurgical recoveries of 96% gold and 91% silver. Recoveries are based on the Target 1 composite test work reported on 25 February 2022. In the Company's opinion, both gold and silver have reasonable potential to be recovered and sold.[5]
9. Gold equivalent calculation: AuEq g/t = Au g/t + (Ag g/t x (Ag price/Au price) x (Ag recovery/Au recovery))
10. Underground Resource estimates are based on economically constrained mining shapes generated using Datamine's Mineable Shape Optimizer (MSO) algorithm and the following optimization parameters: diluted to a minimum 2 m width shape; metallurgical recoveries of 96% for Au and 91% for Ag, from metallurgical test work on Target 1 composite samples; Long Hole Open Stope mining with a total Mining + Processing + General and Administration (G&A) cost of $97.00 per tonne of material processed.
11. Grade and contained metal are reported on a diluted basis by incorporating "must take" material within the MSO shapes.
12. Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.

A stronger basis for the next stage

The reported Indicated Mineral Resource Estimate increased from 157,000 ounces AuEq in the previous estimate to 464,000 ounces AuEq. This reflects additional drilling, conversion to higher confidence classification and a changed reporting basis. Preliminary mining shapes and dilution are resource estimation assumptions; detailed mine planning will form part of a scoping study/preliminary economic assessment.[1,6]

Approximately 60,000 metres of cumulative diamond drilling at Target 1 supported the upgrade, with a reported discovery cost below US$20 per AuEq ounce. The resource remains open along strike and at depth, leaving opportunities for further expansion around the improved geological model.

[5] ASX announcement, 25 February 2022, FURTHER EXCELLENT METALLURGY RESULTS.
[6] ASX announcement, 17 November 2021, MAIDEN JORC RESOURCE 529,000 OUNCES @ 6.81G/T.

For personal use only

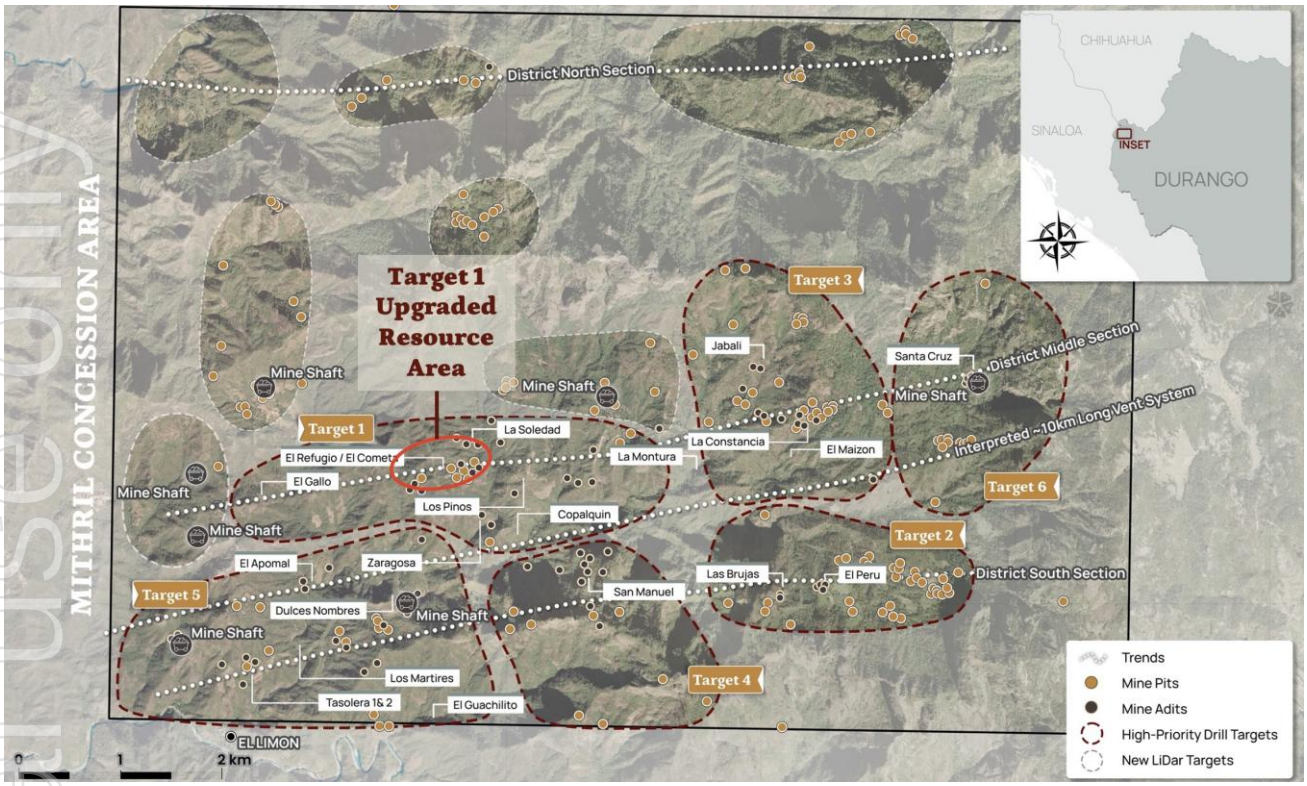


Figure 3 Copalquin Mining Concession area showing the location for the Target 1 resource and the multiple target areas worked throughout the year.

Annual Mineral Resource Review

The year-end resource inventory comprises the Target 1 Mineral Resource Estimate for El Refugio and La Soledad at the Copalquin Project, Durango State, Mexico. The Project does not contain any Mineral Reserve Estimates. The 29 June 2026 estimate replaced the 2021 estimate carried at 30 June 2025. No Mineral Resources or Ore Reserves were reported for the other Copalquin targets, La Dura or the retained Australian interests.

Resource measure	Indicated 30 Jun 2025	Indicated 30 Jun 2026	Inferred 30 Jun 2025	Inferred 30 Jun 2026
Tonnes Mt	0.691	3.391	1.725	1.436
Gold grade g/t	5.43	3.15	4.55	2.23
Silver grade g/t	114.2	77.8	151.7	73.6
AuEq grade g/t	7.06	4.26	6.72	3.28
Contained gold koz	121	343	252	103
Contained silver koz	2,538	8,479	8,414	3,398
Contained AuEq koz	157	464	372	151

The increase in Indicated resources and reduction in Inferred resources reflect infill drilling and improved confidence, together with extension drilling, revised geological domains and re-estimation. Internal dilution and the changed constraining methodology increased reported tonnes and lowered average grades relative to the earlier estimate. The movement is therefore not solely attributable to discovery of additional mineralisation.

For personal use only

Resource governance and internal controls

The updated estimate was supervised by independent Competent Person John Sims of Sims Resources LLC. Controls described in the resource announcement include geological logging and half-core sampling, certified standards and blanks, laboratory duplicates, direct import of analytical certificates and review by internal and independent geologists. Samples were prepared by ALS Global in Chihuahua and analysed in North Vancouver.

The estimation process used geological domains, compositing, statistical review, grade capping and variography, followed by inverse-distance-cubed block estimation and mining shape optimisation. Indicated classification used drill spacing of 35 metres or less; Inferred classification used spacing of 35 to 70 metres, together with geological continuity. Historical workings were excluded from the resource model. The annual statement approval provisions appear at the end of this report.[1]

Target 1 drilling and technical progress

Drilling at Target 1 combined infill work to strengthen resource confidence, and additional expansion drill testing beyond the previous resource footprint. At El Refugio, the October 2025 results extended mineralisation approximately 300 metres west of the maiden resource. Follow-up drilling in 2026 confirmed further high-grade intersections along the western extension.[7,8,9]

Selected Target 1 drill results

Drill hole	From metres	Interval metres	Gold g/t	Silver g/t	Announced
MTH-RE25-44	260.90	7.20	2.78	148	16 Oct 2025
MTH-RE25-45	257.72	8.03	7.19	260	16 Oct 2025
MTH-RE25-54	142.75	1.35	21.9	357	20 Jan 2026
RE26-004	153.90	3.45	12.09	249.3	12 May 2026
RE26-006	23.00	1.65	0.33	18.1	12 May 2026
RE26-009	271.40	9.65	7.00	370.3	12 May 2026
RE26-013	375.70	7.25	4.01	225.1	10 Jun 2026

Note to table: Lengths are downhole intervals. Complete results, collar tables, sections and JORC Table 1 are in the cited ASX releases.[8,10,9,10]

The RE26-009 intersection included 0.50 metres grading 30.7 g/t gold and 1,780 g/t silver. RE26-013 included 0.50 metres grading 15.25 g/t gold and 533 g/t silver. These results supported follow-up drilling around the western limits of the resource area.[9,10]

Geological continuity and extensions

The final El Refugio drilling tested continuity through and beyond a post-mineral dyke system. Mineralisation was intersected beyond the dykes, supporting the interpretation that the mineralized system continues along its projected trend. At La Soledad, drilling extended the structure to the southeast and, together with earlier work, identified six subparallel mineralised structures in the footwall near the intersection with El Refugio.[10,5]

January results also identified a broad zone of hydrothermal alteration and anomalous silver on the western side of Target 1. This supplied information about possible fluid pathways and deeper targets; the alteration interval was a geological targeting result rather than a high-grade mineralised intercept.[11]

[7] ASX announcement, 16 October 2025, 300 Metre T1 Extension -10.9 G/T AUEQ over 8.03m.
[8] ASX announcement, 12 May 2026, MTH Drills 7.00 G/T Gold, 370 G/T Silver Over 9.65 M at T1.
[9] ASX announcement, 10 June 2026, MITHRIL DRILLS 7.25 M @ 4.01 G/T AU, 225 G/T AG AT T1.
[10] ASX announcement, 20 January 2026, MITHRIL DRILLS HIGH-GRADE GOLD-SILVER AT TARGET 1.

For personal use only

Target 5 and the silver rich southwest

Target 5 progressed from mapping and channel sampling into its first drilling programme. Work initially concentrated on Apomal and then extended to other structures within a broad area of northwest trending quartz veins hosted in granodiorite. October mapping and sampling expanded the target footprint to more than two kilometres by two kilometres. By February 2026, the wider exploration area was described as approximately 3.2 kilometres by 3.0 kilometres.[11,12]

The first Apomal results, reported in November 2025, confirmed high grade silver with gold in several veins. Follow-up work outlined mineralisation along approximately 350 metres of strike at Apomal, within a broader corridor extending towards Tasolera and Candelaria. [14]

Selected Target 5 drill results

Drill hole	From metres	Interval metres	Gold g/t	Silver g/t	Announced
AP25-003	93.60	2.75	2.28	500	5 Nov 2025
including	94.70	1.00	5.80	1,308	5 Nov 2025
AP25-005	90.15	3.35	1.71	246	5 Nov 2025
including	92.45	1.05	5.35	771	5 Nov 2025
AP25-006	119.20	1.25	4.55	409	5 Nov 2025
AP25-017	193.05	3.05	0.07	165	11 Feb 2026
MA26-001	122.80	0.85	6.20	764	9 Apr 2026

Note to table:
Downhole lengths are shown; true widths are not established for the selected Target 5 intersections Results are selected and do not describe the average grade of the target area. Full results and JORC Table 1 are in the source announcements.[15,14]

Channel sampling added further targets, including 1.40 metres grading 2.00 g/t gold and 3,300 g/t silver at Tasolera and 0.60 metres grading 38.3 g/t gold and 4,520 g/t silver at Candelaria. These are channel sample lengths from individual locations, distinct from drill intersections.[13,13]

At La Maquina, hole MA26-001 intersected the projected vein approximately 68 metres down dip from its surface expression. The result extended the evidence for high grade mineralisation to another part of the southwest target area and supported further testing along the mapped vein trend.[16]

Drilling at Tasolera also intersected approximately 70 metres of strong alteration with elevated silver and base metals. The geological interpretation is that substantial hydrothermal fluid flow has passed through the structure, providing a target for follow-up work. [14]

The work established several prospective vein locations and structural trends for further drilling. A Mineral Resource had not been reported for Target 5 at year-end.[2,14]

[11] ASX announcement, 9 October 2025, SILVER RICH TARGET 5, SAMPLING UP TO 3,300 G/T SILVER.
[12] ASX announcement, 11 February 2026, Target 5 Drilling and District Update.
[13] ASX announcement, 1 December 2025, Exploration Sampling up to 4,520 G/T Silver, 38.2 G/T Gold.

For personal use only

Eastern targets and the Zaragoza structure

Target 3 drilling

The Target 3 campaign commenced in January 2026 following mapping, underground sampling and preparation of access and drill sites. The completed programme totalled 3,039 metres and tested Guadalupe, Constancia, Jabali and El Maizon. This was the first drilling in the Target 3 area since 2020, covering approximately 700 metres of strike within a 1.2 kilometre by 1.2 kilometre area.[14,16]

Drill hole	From metres	Interval metres	Gold g/t	Silver g/t
JA26-002	155.45	0.90	2.79	151
JA26-004	102.50	0.50	6.91	475
GU26-002	134.95	0.50	33.2	5.9
GU26-004	68.00	1.20	0.54	21.2
CS26-002	54.50	1.50	0.26	1.9

Note to table:
Selected downhole results announced on 9 April 2026. True widths are not established for these Target 3 intersections. Refer to the cited release for complete results, collar information, sections and JORC Table [1,16]

Drilling at Jabali supported vein continuity along strike and down dip, while visible gold was observed in GU26-002 at Guadalupe. Other holes returned weaker alteration and anomalous assays. The combination of vein textures, narrow high-grade intersections and broader low-grade responses was interpreted to indicate a relatively high level within the epithermal system, supporting deeper follow-up drilling.[16,12]

Santa Cruz at Target 6

Underground channel sampling at the historic Santa Cruz mine strengthened the eastern target pipeline. Results reported in July 2025 included 0.70 metres grading 57.8 g/t gold and 2,120 g/t silver on Level 1, and 0.70 metres grading 23.2 g/t gold and 755 g/t silver on Level 2. Mapping identified east-west quartz veins and northwest trending breccias. These sampling results defined targets for subsequent investigation.[15]

Early drilling beneath Zaragoza

Four initial holes tested the Zaragoza area southeast of the Target 1 resource, along the Copalquin structure. Hole MTH-ZG25-37 returned 0.57 metres grading 6.40 g/t gold and 4,400 g/t silver from 342.40 metres downhole. True width has not been established. The result demonstrated high grade silver-gold mineralisation beneath the historic workings and supported further work along the structure.[16]

Zaragoza provided another focus for expanding the district geological model and testing potential connections between mineralised structures. The reported intersection was an early exploration result, with further drilling required to establish continuity and scale.[20]

Subsequent to the year end, drilling has progressed along the Copalquin-Zaragoza structure at Target 4 confirming over 500 metres of strike.[5]

[14] ASX announcement, 15 January 2026, MTH KICKS OFF MAIDEN DRILL PROGRAMME AT TARGET 3.
[15] ASX announcement, 29 July 2025, High-Grade Channel Sampling Results.
[16] ASX announcement, 28 August 2025, MTH ACCELERATES EXPLORATION WITH NEW DRILLING AT TARGET 5.

For personal use only

District mapping and geophysics

By March 2026, detailed geological mapping covered approximately 25 km^2 of the 70 km^2 concession area. Aerial magnetic surveys were completed over Copalquin and La Dura. Integration with geochemistry, petrography and alteration mapping helped identify untested corridors and refine structural targets. A desktop structural study was also completed in the first half of 2026.

La Dura and future exploration opportunity

La Dura purchase option

In December 2025, Mithril entered into an exclusive four-year option to acquire the La Dura gold-silver property, located near Copalquin and the Company's support base at El Durazno. The five contiguous concessions cover 20.5 km^2, and include the historic four-level La Dura mine.[17]

The agreement provides for acquisition of a 100% interest for US$4 million during the option term, with interim option payments and exploration commitments. Initial consideration comprised US$25,000 and 50,000 Mithril shares. The commitments included first-year LiDAR and aerial magnetic surveys and at least US$200,000 of exploration expenditure in the second year. On acquisition, the vendor would retain a 2.5% net smelter return royalty, reducible to 1% through a US$2.5 million payment.

Survey results and target definition

LiDAR results announced in February 2026 identified 18 shafts, 44 adits and 134 historical mining or prospecting pits. Interpretation outlined a trend up to 1.5 kilometres long and approximately 300 metres wide, incorporating the La Dura mine and repeated structures associated with historic workings. A second cluster of workings was identified approximately one kilometre to the south.[18] The survey provided a detailed bare-earth terrain model and a basis for directing field mapping, sampling and drilling.

An aerial magnetic survey was completed during the March quarter. Further target development, drill planning and permitting remained the next steps with first drilling scheduled for early 2027.

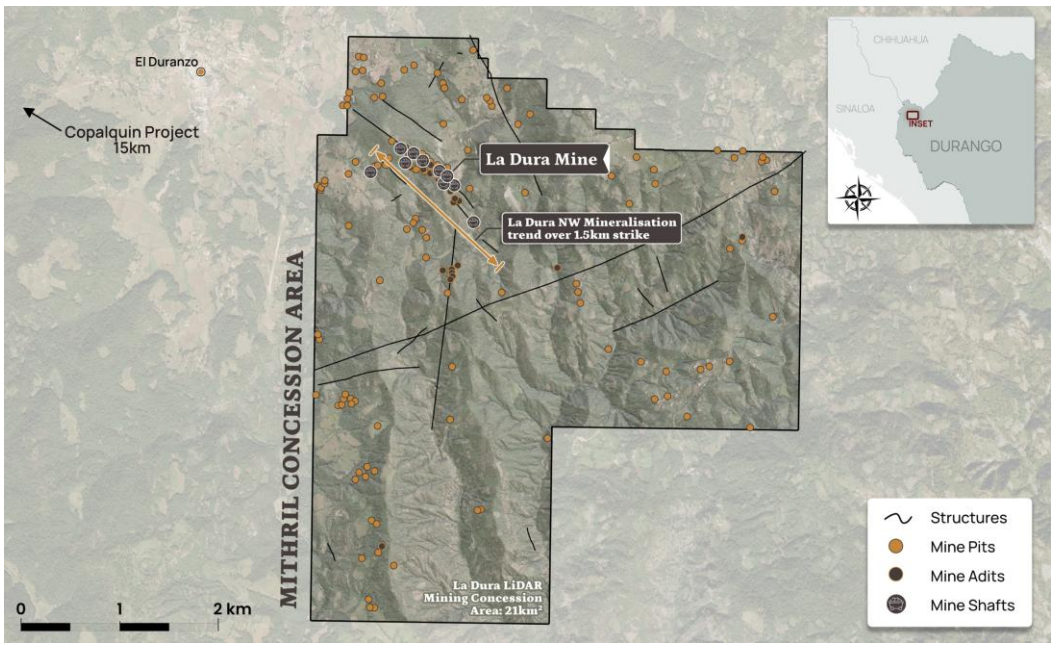


Figure 4 La Dura mining concession area with LiDAR survey interpretation.

[17] ASX announcement, 5 December 2025, MITHRIL TO ACQUIRE THE LA DURA GOLD-SILVER PROPERTY.
[18] ASX announcement, 25 February 2026, MITHRIL LIDAR STUDY REVEALS 1.5 KM TREND & HISTORIC MINES.

For personal use only

Technical leadership and infrastructure development

James Barr, P.Geo., was appointed Vice President, Exploration on 2 March 2026. His recent experience includes senior exploration and mine geology roles at SilverCrest Metals and work on the Las Chispas operation in Mexico. The appointment strengthened Mithril's technical capacity as resource work at Target 1 progressed alongside exploration of other district targets.[19]

Ongoing trail development at the Copalquin project is supporting expansion into additional target areas with new access for drill and pad preparation. Municipal road upgrading activities continue with the successful completion of segment into El Limon, providing accessible vehicle access to major highways via El Durazno. Exploration work within the Copalquin mining concessions is performed under the NOM-120 environmental permission. This was extended by five years from July 2025.

Corporate activities

The July 2025 brokered placement raised C$11.5 million before costs through the issue of 31,944,700 ordinary shares at C$0.36 each. Ventum Financial acted as lead agent and sole bookrunner, alongside Arlington Group Asset Management, Raymond James and Cormark Securities. The financing supported Copalquin exploration and general working capital.[20]

Mithril's shares commenced trading on the US OTCQB market under MTIRF in August 2025, complementing its ASX and TSXV listings. The additional trading venue expanded access for US investors.[21]

Property interests

As of 30 June, Mithril held a 50% interest in the Copalquin mining concessions and an exclusive option to acquire the remaining 50% by payment of US$10 million on or before 7 August 2028. La Dura is held under its purchase option agreement.[18] In Australia, Mithril completed the disposal of its remaining Lignum Dam interest and retained a 10% free-carried interest in the Limestone Well tenements.

[19] ASX announcement, 2 March 2026, Mithril appoints James Barr as Vice President, Exploration.
[20] ASX announcement, 24 July 2025 with ASX release on 25 July, CLOSING OF C$11.5 MILLION BROKERED PRIVATE PLACEMENT.
[21] ASX announcement, 13 August 2025, Mithril Silver and Gold Announces US Listing on OTCQB.

For personal use only

Mining tenements at 30 June 2026

Property and location	Concession or tenement	Title number	Interest[22]
Copalquin, Durango, Mexico	La Soledad	52033	50% (Option for 100%)
Copalquin, Durango, Mexico	El Cometa	164869	50% (Option for 100%)
Copalquin, Durango, Mexico	San Manuel	165451	50% (Option for 100%)
Copalquin, Durango, Mexico	Copalquin	178014	50% (Option for 100%)
Copalquin, Durango, Mexico	El Sol	236130	50% (Option for 100%)
Copalquin, Durango, Mexico	El Corral	236131	50% (Option for 100%)
La Dura, Durango, Mexico	La Dura	51845	0% (Option for 100%)
La Dura, Durango, Mexico	Ampliacion La Dura	196005	0% (Option for 100%)
La Dura, Durango, Mexico	La Dura Plus	220859	0% (Option for 100%)
La Dura, Durango, Mexico	La Dura Plus	220860	0% (Option for 100%)
La Dura, Durango, Mexico	La Dura	234913	0% (Option for 100%)
Limestone Well, Western Australia	Limestone Well	E20/846	10% free carried
Limestone Well, Western Australia	Limestone Well	E57/1069	10% free carried

Technical reporting and Competent Persons

Previously reported information

Exploration Results and Mineral Resources in this report are drawn from the ASX announcements identified in the footnotes. The cited announcements contain the detailed supporting information and original Competent Person statements. The 2021 resource is presented only as the prior-year comparator and has been superseded by the estimate announced on 30 June 2026 and amended on 3 July 2026.

The Company confirms that it is not aware of any new information or data that materially affects the Exploration Results or the June 2026 Mineral Resource information reproduced from the cited announcements. All material assumptions and technical parameters underpinning the June 2026 estimate continue to apply and have not materially changed. The Company confirms that the form and context of the Competent Persons' findings have not been materially modified.

Forward looking information

Planned drilling, studies and resource growth activities reflect the Company's objectives following the reporting period. Their timing and outcomes depend on exploration results, technical assessment, approvals, access, operating conditions and available funding. No production target, economic valuation or forecast financial outcome is reported. Mineral Resources may be affected by technical, environmental, permitting, title, taxation and other relevant factors.

[22] Mithril holds the exclusive option to acquire the remaining 50% of Copalquin for US$10 million by 7 August 2028. La Dura remains subject to its four-year exclusive purchase option for 100%.[18]

For personal use only

Competent Persons Statement (JORC) and Qualified Persons (NI 43-101) Statement

The information in this report that relates to metallurgical test results, mineral processing and project development and study work has been compiled, reviewed and approved by Mr John Skeet who is Mithril's CEO and Managing Director. Mr Skeet is a Fellow of the Australasian Institute of Mining and Metallurgy. This is a Recognised Professional Organisation (RPO) under the Joint Ore Reserves Committee (JORC) Code and Acceptable Foreign Association under NI 43-101. Mr Skeet has sufficient experience of relevance to the styles of mineralisation and the types of deposits under consideration, and to the activities undertaken, to qualify as a Competent Person (non-independent) as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, and as a Qualified Person (non-independent) as defined by NI 43-101. Mr Skeet consents to the inclusion in this report of the matters based on information in the form and context in which it appears.

The information in this report that relates to sampling techniques, sample data, exploration results and geological interpretation for Mithril's Mexican project, has been compiled, reviewed and approved by Mr James Barr who is Mithril's Vice President - Exploration. Mr Barr is a registered member and Professional Geologist (P.Geo.) of the Engineers and Geoscientists of British Columbia. This is a Recognised Professional Organisation (RPO) under the Joint Ore Reserves Committee (JORC) Code and recognized Canadian Professional Association under NI 43-101. Mr Barr has sufficient experience of relevance to the styles of mineralisation and the types of deposits under consideration, and to the activities undertaken, to qualify as a Competent Person (non-independent) as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, and as a Qualified Person (non-independent) as defined by NI 43-101. Mr Barr consents to the inclusion in this report of the matters based on information in the form and context in which it appears.

The information in this report that relates to Mineral Resources has been compiled, reviewed and approved by Mr John Sims, President of Sims Resources LLC, an independent consultant and a Certified Professional Geologist (CPG) with the American Institute of Professional Geologists (AIPG). This is a Recognised Professional Organisation (RPO) under the Joint Ore Reserves Committee (JORC) Code and Acceptable Foreign Association under NI 43-101. Mr Sims is acting as the Competent Person (independent), as defined in the 2012 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves, and as the Qualified Person (independent) as defined by NI 43-101, for the reporting of the Upgraded Copalquin Target 1 Mineral Resource Estimate, with effective date of June 29, 2026. A site visit was carried out by Mr Sims, between 5 May 2025 and 7 May 2025 to observe the drilling, logging, sampling and assay database. Mr Sims has reviewed and approved the contents of this report, including the annual Mineral Resource and Ore Reserve statement as a whole, and consents to the inclusion in this report of the matters based on information in the form and context in which it appears.

For personal use only

Mithril Silver and Gold Limited
Directors' report
30 June 2026

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Mithril Silver and Gold Limited (referred to hereafter as the 'Company', 'Parent Entity' or 'Mithril') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

Name:	Craig Sharpe (Appointed 2 January 2024)
Title:	Non-Executive Chairman
Qualifications:	B.Comm, MBA
Experience and expertise:	Mr. Sharpe has worked in the equity markets for over 35 years, with extensive experience in the resources sector. He has worked across many areas within the finance industry in Australia and Asia including FX, institutional, retail, corporate and management and has a large network of investor and industry professionals across the Asia Pacific regions.
Other current directorships:	N/A
Former directorships (last 3 years):	Lightning Minerals Limited (resigned 2 February 2026)
Interests in Shares:	1,050,000 ordinary shares
Interests in Options:	500,000 exercisable at $0.20 each expiring 14 May 2027 800,000 exercisable at $1.07 each expiring 1 September 2028
Interest in Warrants:	475,000 exercisable at $0.20 each expiring 14 May 2027 50,000 exercisable at $0.75 each expiring 19 December 2026

Name:	John Skeet (Appointed 8 September 2020)
Title:	Chief Executive Officer / Managing Director
Qualifications:	B.App.Sc
Experience and expertise:	Mr. Skeet has over 30 years experience in gold-silver mining, both in management at operations and developing projects in Australia, Republic of Georgia and Mexico. He successfully developed the Ballarat Eastin Australia, Quartzite Gold in Georgia, and Palmarejo Silver Gold Mine in Mexico, prior to the Coeur Mining takeover and was COO of Cerro Resources prior to its takeover by Primero Mining. He has over 17 years experience in Mexico. He founded Sun Minerals in 2017 and acquired the option to purchase the Copalquin Project in Mexico.
Other current directorships:	N/A
Former directorships (last 3 years):	N/A
Interests in Shares:	5,645,637 ordinary shares
Interests in Options:	800,000 exercisable at $0.20 each expiring 14 May 2027 1,800,000 exercisable at $1.07 each expiring 1 September 2028
Interests in Warrants:	1,250,000 exercisable at $0.20 each expiring 14 May 2027 50,000 exercisable at $0.75 each expiring 19 December 2026

For personal use only

Name:	Mr David Toyoda (Appointed Non-Executive Director 20 September 2024)
Title:	Non-Executive Director
Qualifications:	B. Comm (Hons), B. Law
Experience and expertise:	Mr David Toyoda – David is the Principal of Pacific Star Corporate Finance Law in Vancouver, British Columbia Canada. He has a Bachelor of Commerce (with honours) and Bachelor of Law from the University of British Columbia. He practices in areas of corporate and securities law, advising technology, biotechnology and mining companies that are listed, or are preparing to list on, Canadian stock exchanges. He also acts for clients in international securities transactions, including cross-border financings, and has established U.S. Markets for Canadian public companies. He is a co-ordinator of a course at Simon Fraser University and Osgoode Hall Law School for directors and officers of public companies. He is a director of three public companies and one private company in the process of going public.
Other current directorships:	Paloma Resources Inc. (NEX) Aurora Solar Technologies Inc. (TSX Venture) Lite Access Technologies Inc. (TSX Venture)
Former directorships (last 3 years):	Smartwell Technology Corp. (TSX Venture) (Resigned 14 September 2026)
Interests in Shares:	30,000 ordinary shares
Interests in Options	600,000 exercisable at $1.07 each expiring 1 September 2028
Interests in Warrants:	Nil

Name:	Ms Meghan Lewis (Appointed Non-Executive Director 20 May 2025)
Title:	Non-Executive Director
Qualifications:	B. Sc (Hons), M Sc
Experience and expertise:	Ms Meghan Lewis (Non-executive director) – Ms Lewis is a mining finance professional with almost 20 years' experience in all aspects of the resources industry. She has strong links in the Canadian mining corporate finance sector and was previously Vice president, Corporate Development for Aura Minerals Inc (Aura). Prior to Aura she spent eight years as a senior mining analyst with the Dundee Group of Toronto. She holds a B.Sc.Honours in Geological Science from Queens University, an M.Sc. Geology from Dalhousie University and commenced her career as an exploration geologist with Golden Star Resources.
Other current directorships:	Optegra Ventures Inc. (TSX Venture)
Former directorships (last 3 years):	N/A
Interests in Shares:	Nil
Interests in Options	600,000 exercisable at $1.07 each expiring 1 September 2028
Interests in Warrants:	Nil

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

For personal use only

Meetings of Directors
The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2026, and the number of meetings attended by each Director were:

	Directors Meetings		Audit Committee Meetings	
	Attended	Held	Attended	Held
Craig Sharpe	9	9	2	2
John Skeet	9	9	n/a	n/a
David Toyoda	9	9	2	2
Meghan Lewis	9	9	2	2

Held: represents the number of meetings held during the time the Director held office.

Company Secretary
Justyn Stedwell

Mr Stedwell holds a Bachelor of Commerce from Monash University, a Graduate Diploma of Accounting from Deakin University and is a Member of the Governance Institute of Australia. He has over 10 years' experience as a Company Secretary of ASX listed companies and has also served as a Non-Executive Director on several ASX listed company Boards.

Principal activities
During the financial year the principal continuing activities of the Group consisted of:
- to carry out exploration of mineral tenements, both on a joint venture basis and by the Group in its own right;
- to continue to seek extensions of areas held and to seek out new areas with mineral potential; and
- to evaluate results achieved through surface sampling, drilling and geophysical surveys carried out during the year.

There have been no significant changes in the nature of those activities during the year.

Dividends
There were no dividends paid, recommended or declared during the current or previous financial year.

Financial review
The loss for the Group after providing for income tax amounted to $5,267,995 (30 June 2025: $2,122,134).

Likely developments and expected results of operations
Mithril is continuing to advance a high-margin discovery in the heart of a prolific mining region, one of Mexico's highest-grade silver-gold districts, backed by a seasoned team, supportive shareholders, and a clear path to resource growth.

Operating Review
Refer to the Annual Activities Report on page 3 for details.

For personal use only

For personal use only

Risks and Uncertainties

The business and operations of Mithril are subject to numerous risks, many of which are beyond Mithril's control. Mithril considers the risks set out below to be some of the most significant to investors in the Company, but not all of the risks associated with an investment in securities of the Company. If any of these risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which Mithril is currently unaware or which it considers to be material in relation to Mithril's business actually occur, the Group's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected. In such circumstances, the price of Mithril's securities could decline and investors may lose all or part of their investment.

(a) Mithril has limited financial resources and limited operating revenues. To earn and/or maintain its interest in its mineral properties, the Group has contractually agreed or is required to make certain payments and expenditures for and on such properties. Mithril's ability to continue as a going concern is dependent upon, among other things, Mithril establishing commercial quantities of mineral reserves on its properties and obtaining the necessary financing and permits to develop and profitably produce such minerals or, alternatively, disposing of its interests on a profitable basis, none of which is assured.

(b) Mithril has only generated losses to date and will require additional funds to further explore its properties. The only sources of funds for exploration programs, or if such exploration programs are successful for the development of economic ore bodies and commencement of commercial production thereon, presently available to Mithril are the sale of equity capital or farming out its mineral properties to third party for further exploration or development. Mithril's ability to arrange financing in the future will depend, in part, upon the prevailing capital market conditions as well as its business performance. There is no assurance such additional funding will be available to Mithril when needed on commercially reasonable terms or at all. Additional equity financing may also result in substantial dilution thereby reducing the marketability of Mithril's shares. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and the possible, partial or total loss of the Group's interest in its properties.

(c) Mineral exploration is subject to a high degree of risk, which even a combination of experience, knowledge and careful evaluation may fail to overcome. These risks may be even greater in Mithril's case given its formative stage of development and the fact that its mineral properties are still in their exploration stage. Furthermore, exploration activities are expensive and seldom result in the discovery of a commercially viable resource. The Group's exploration programs are exploratory searches for commercial quantities of ore. There is no assurance that Mithril's exploration will result in the discovery of an economically viable mineral deposit.

(d) Mithril's activities are subject to the risks normally encountered in the mining exploration business. The economics of exploring, developing and operating resource properties are affected by many factors including the cost of exploration and development operations, variations of the grade of any ore mined and the rate of resource extraction and fluctuations in the price of resources produced, government regulations relating to royalties, taxes and environmental protection and title defects. Security and risk assessment working in the remote location of Copalquin and travelling to and from site is a daily process. The Group communicates with local contacts and stakeholders and take advice regarding local activities real or rumoured and adjusts personnel movements accordingly.

(e) Mithril's mineral properties may be subject to prior unregistered agreements, interests or land claims and title may be affected by undetected defects. In addition, the Group's exploration activities will require certain licenses and permits from various governmental authorities. There is no assurance that Mithril will be successful in obtaining the necessary licenses and permits on a timely basis or at all to undertake its exploration activities in the future or, if granted, that the licenses and permits will be on the basis applied or remain in force as granted.

(f) The mining industry is capital intensive and subject to fluctuations in metal prices, market sentiment, foreign exchange and interest rates. It is also highly competitive in all its phases and Mithril will be competing with other mining companies, many with greater financial, technical and human resources, in the search for, and the acquisition of, mineral resource properties and in the marketing of minerals.

(g) Certain Mithril directors and officers also serve as directors or officers of other public and private resource companies, and to the extent that such other companies may participate in ventures in which Mithril may participate, such directors and officers of Mithril may have a conflict of interest.

(h) Mithril has not declared or paid any dividends on its common shares and does not expect to do so in the foreseeable future. Future earnings, if any, will likely be retained to finance growth. Any return on investment in Mithril's shares will come from the appreciation, if any, in the value thereof. The payment of any future dividends will depend upon

the Group's earnings, if any, its then-existing financial requirements and other factors, and will be at the discretion of the Company's Board.

(i) Mithril must comply with environmental laws and regulations governing air and water quality and land disturbance and provide for reclamation and closure costs in addition to securing the necessary permits to advance exploration activities at is mineral properties. Environmental legislation is evolving in a manner that will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects, and a heightened degree of responsibility for companies and their officers, directors and employees. Compliance with environmental laws and regulations may require significant capital outlays on behalf of the Group and may cause material changes or delays in the Group's intended activities. Furthermore, environmental hazards may exist on the Group's properties that are unknown to the Group at present and that have been caused by the Group or by previous owners or operators of the properties, or that may have occurred naturally. The Group may be liable for remediating such damages. Failure to comply with applicable environmental laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities, causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Future production, if any, at the Group's properties will involve the use of hazardous materials. Should these materials leak or otherwise be discharged from their containment systems, the Group may become subject to liability. In addition, neighbouring landowners and other third parties could file claims based on environmental statutes and common law for personal injury and property damage allegedly caused by permitting and/or exploration activities including the release of hazardous substances or other waste material into the environment on or around the Group's properties. There can be no assurance that the Group's defence of such claims will be successful and a successful claim against the Group could have a material adverse effect on its business prospects, financial condition and results of operations. In addition, Mithril may become subject to liability for hazards against which it is not insured.

The foregoing list of risks, uncertainties and other factors is not exhaustive.

Significant changes in the state of affairs
There were no significant changes in the state of affairs of the Group during the financial year, except for the placements referred to in the 'Corporate' section of the Annual Activities Report above.

Environmental regulation
The Group is aware of its responsibility to impact as little as possible on the environment, and where there is any disturbance, to rehabilitate sites. During the year under review the majority of work carried out was in Durango (Mexico) and the Group followed procedures and pursued objectives in line with guidelines published by the Australian and Mexican Governments. These guidelines are quite detailed and encompass the impact on owners and land users, heritage, health and safety and proper restoration practices. The Group supports this approach and is confident that it properly monitors and adheres to these objectives, and any local conditions applicable wherever it explores.

The Group is committed to minimising environmental impacts during all phases of exploration, development and production through a best practice environmental approach. The Group shares responsibility for protecting the environment for the present and the future. It believes that carefully managed exploration programs should have little or no long-lasting impact on the environment, and the Group has formed a best practice policy for the management of its exploration programs. The Group properly monitors and adheres to this approach and there were no environmental incidents to report for the year under review. Furthermore, the Group is in compliance with the state and/or commonwealth environmental laws for the jurisdictions in which it operates.

Occupational Health, Safety and Welfare
In running its business, Mithril aims to protect the health, safety and welfare of employees, contractors and guests. The Group reviews its OHS&W policy at regular intervals to ensure a high standard of OHS&W, and to reflect best practice in injury and accident prevention.

For personal use only

Corporate Governance
In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Mithril Silver and Gold Limited support and have adhered to the principles of sound corporate governance. The Board recognises the recommendations of the Australian Securities Exchange Corporate Governance Council and considers that Mithril Silver and Gold Limited is in compliance to the extent possible with those guidelines, which are of importance to the commercial operation of a junior listed resources company. During the financial year, shareholders continued to receive the benefit of an efficient and cost-effective corporate governance policy for the Company.

The Company has established a set of corporate governance policies and procedures and these can be found within the Company's Corporate Governance Statement located on the Company's website:
www.mithilsilvergold.com.au/corporate/governance

Shares under option
At the date of this report, options to acquire ordinary shares in the Company were on issue as follows:

Class	Grant date	Expiry date	Exercise price	Number under option
MTHAAI	16/05/2024	14/05/2027	$0.20	2,300,000
MTHAAI	12/09/2024	14/05/2027	$0.20	800,000
MTHAAL	24/07/2025	24/07/2027	CAD $0.36	1,820,848
MTHAAM	02/09/2025	01/09/2028	$1.07	4,180,000
MTHAAM	21/11/2025	01/09/2028	$1.07	5,200,000
MTHAAM	01/03/2026	01/09/2028	$1.07	800,000
				15,100,848

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Warrants
At the date of this report, warrants to acquire ordinary shares in the Company were on issue as follows:

Class	Grant date	Expiry date	Exercise price	Number under option
MTHAAH	16/05/2024	14/05/2027	$0.10	3,000,000
MTHO	16/05/2024	14/05/2027	$0.20	21,576,498
MTHAAK	19/12/2024	19/12/2026	$0.75	12,500,005
MTHAAK	27/12/2024	19/12/2026	$0.75	1,500,000
				38,576,503

Class MTHAAJ granted on 5 September 2024 with an exercise price of $0.75 per share expired on 5 September 2026 with a quantity of 4,258,700 under option expired unexercised.

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options or warrants
Refer to Note 14 for details on the exercise of options and warrants during the financial year.

For personal use only

Remuneration report (audited)
The remuneration report details the key management personnel remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors. These are as follows:

Craig Sharpe	Non-Executive Chairman
John Skeet	Chief Executive Officer / Managing Director
David Toyoda	Non-Executive Director (Appointed 20 September 2024)
Meghan Lewis	Non-Executive Director (Appointed 20 May 2025)
Michael Port	Chief Financial Officer (Appointed 30 April 2025)
James Barr	Vice President Exploration (Appointed 1 March 2026)

Principles used to determine the nature and amount of remuneration
The Board is responsible for determining remuneration policies applicable to directors and senior executives of the Group. The Board policy is to ensure that remuneration properly reflects the individuals' duties and responsibilities and that remuneration is competitive in attracting, retaining and motivating people with appropriate skills and experience. At the time of determining remuneration, consideration is given by the Board to the Group's financial performance.

The Board currently determines the nature and amount of remuneration for board members and senior executives of the Group. The policy is to align Director and executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives.

The Non-Executive Directors and other executives receive a superannuation guarantee contribution required by the government, which was 12.00%, and do not receive any other retirement benefits. Some individuals, however, may choose to sacrifice part of their salary to increase payments towards superannuation. All remuneration paid to directors and executives is expensed as incurred. Executives are also entitled to participate in the Company share option scheme. Options are valued using the Black-Scholes methodology.

Non-Executive Directors cash remuneration is set from a pool that is approved by shareholders, which presently is set at $250,000 per annum. This has not been increased since the Group’s initial public offering in 2002 and the Group has a policy of obtaining shareholder approval for any share based remuneration (such as options) to be granted to Directors in accordance with the ASX Listing Rules. The Board policy is to remunerate Non-Executive Directors at market rates based on comparable companies for time, commitment and responsibilities. The board determines payments to non-executive Directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. Given the current stage of exploration of the Group’s concession and tenement assets, performance factors such as dividends, income growth and return of capital have not been formally considered.

Voting and comments made at the Company's 2025 Annual General Meeting ('AGM')
At the 2025 AGM, more than 99% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2025. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

For personal use only

Details of remuneration

Amounts of remuneration
Details of the remuneration of key management personnel of the Group are set out in the following tables.

	Short-term benefits	Post-employment benefits	Share-based payments	
2026	Cash salary and fees $	Super-annuation $	Options $	Total $
Non-Executive Directors:				
Craig Sharpe	50,000	6,000	192,000	248,000
David Toyoda	48,000	-	144,000	192,000
Meghan Lewis	48,000	-	144,000	192,000
Executive Director:				
John Skeet	314,593	36,000	240,000	590,593
Other Key Management Personnel:				
James Barr *	81,705	-	104,000	185,705
Michael Port	163,000	-	195,000	358,000
	705,298	42,000	1,019,000	1,766,298

	Short-term benefits	Post-employment benefits	Share-based payments	
2025	Cash salary and fees $	Super-annuation $	Options $	Total $
Non-Executive Directors:				
Craig Sharpe	43,049	4,951	-	48,000
Stephen Layton *	48,000	-	-	48,000
Garry Thomas *	43,049	4,951	-	48,000
David Toyoda *	37,315	-	-	37,315
Meghan Lewis *	5,548	-	-	5,548
Executive Director:				
John Skeet	278,583	23,000	-	301,583
Other Key Management Personnel:				
Leon Ho *	23,275	-	-	23,275
Michael Port *	21,000	-	-	21,000
	499,819	32,902	-	532,721

* Mr Layton resigned as a Director on 30 June 2025
Mr Thomas resigned as a Director on 30 June 2025
Mr Toyoda was appointed as a Director on 20 September 2024.
Ms Lewis was appointed as a Director on 20 May 2025
Mr Ho was appointed as Chief Financial Officer on 20 September 2024 and resigned on 30 April 2025
Mr Port was appointed as Chief Financial Officer on 30 April 2025
Mr Barr was appointed as Vice President Exploration on 1 March 2026

For personal use only

The proportion of remuneration linked to performance and the fixed proportion are as follows:

	Fixed remuneration		At risk - STI	
Name	2026	2025	2026	2025
Non-Executive Directors:				
Craig Sharpe	22.6%	100.0%	77.4%	0.0%
Stephen Layton	n/a	100.0%	n/a	0.0%
Garry Thomas	n/a	100.0%	n/a	0.0%
David Toyoda	25.0%	100.0%	75.0%	0.0%
Meghan Lewis	25.0%	100.0%	75.0%	0.0%
Executive Director:				
John Skeet	59.4%	100.0%	40.6%	0.0%
Other Key Management Personnel:				
Leon Ho	n/a	100.0%	n/a	0.0%
Michael Port	45.5%	100.0%	54.5%	0.0%
James Barr	44.0%	n/a	56.0%	n/a

Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	John Skeet
Title:	Chief Executive Officer (Appointed Managing Director 8 September 2020)
Agreement commenced:	9 June 2020
Term of agreement:	Reviewed every two years
Details:	Mr Skeet's salary is $300,000 per annum plus superannuation from 1 November 2024. The Company or the employee may terminate the employment contract without cause by providing 3 months written notice or making payment in lieu of notice, based on the annual salary component. Termination payments are generally not payable on resignation or dismissal for serious misconduct. In the instance of serious misconduct, the Company can terminate employment at any time.

For personal use only

The Company or the employee may terminate the employment contract of James Barr (Vice President Exploration) without cause by providing 2 months written notice or making payment in lieu of notice, based on the annual salary component.

Share-based compensation

Issue of shares

There were no shares issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Issue of options and warrants

There were 4,300,000 Options issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Options over equity instruments granted as compensation:

Name	Grant date	Fair value per option at grant date	Exercise price per option	Number of options vested during 2025/2026
Craig Sharpe	21/11/2025	$0.24	$1.07	800,000
John Skeet	21/11/2025	$0.24	$1.07	1,000,000
David Toyoda	21/11/2025	$0.24	$1.07	600,000
Meghan Lewis	21/11/2025	$0.24	$1.07	600,000
Michael Port	02/09/2025	$0.39	$1.07	500,000
James Barr	01/03/2026	$0.13	$1.07	800,000

There were no warrants issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Performance rights

There were no performance rights issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Additional disclosures relating to key management personnel

Shareholding

The number of shares in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Acquired	Balance as time of appointment	Disposals/ other	Upon resignation	Balance at the end of the year
Ordinary shares						
Craig Sharpe	1,050,000	-	-	-	-	1,050,000
John Skeet	5,345,637	-	-	-	-	5,345,637
David Toyoda	30,000	-	-	-	-	30,000
Meghan Lewis	-	-	-	-	-	-
Michael Port	849	-	-	-	-	849
James Barr	-	-	-	-	-	-
	6,426,486	-	-	-	-	6,426,486

Options
The number of Options in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Acquired	Received as part of remuneration	Lapsed	Upon resignation	Balance at the end of the year
Options						
Craig Sharpe	500,000	-	800,000	-	-	1,300,000
John Skeet	1,050,000	-	1,800,000	(250,000)	-	2,600,000
David Toyoda	-	-	600,000	-	-	600,000
Meghan Lewis	-	-	600,000	-	-	600,000
Michael Port	-	-	500,000	-	-	500,000
James Barr	-	-	800,000	-	-	800,000
	1,550,000	-	5,100,000	(250,000)	-	6,400,000

All options held by Directors and other members of key management personnel of the Group are fully vested.
Lapsed options did not give rise to any issued equity instruments.

Warrants
The number of Warrants in the Company held during the financial year by each Director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Acquired	Received as part of remuneration	Disposals/ other	Upon resignation	Balance at the end of the year
Warrants						
Craig Sharpe	525,000	-	-	-	-	525,000
John Skeet	1,800,000	-	-	-	-	1,800,000
David Toyoda	-	-	-	-	-	-
Meghan Lewis	-	-	-	-	-	-
Michael Port	-	-	-	-	-	-
James Barr	-	-	-	-	-	-
	2,325,000	-	-	-	-	2,325,000

All warrants held by Directors and other members of key management personnel of the Group are fully vested.

Other transactions with key management personnel and their related parties
A close family member of Mr Skeet has been employed on a full-time capacity in an administration and legal role related to Mexico requirements and incurred salary costs of $196,648 (2025: $111,913 part-time basis) and received stock options at a value of $192,000 (2025: $nil).

During the year, a company controlled by Mr Toyoda provided consulting legal services of $19,184 (2025: $81,563).

A related party of Ms Lewis provided consulting services costing $52,500 (2025: $nil) and received stock options at a value of $144,000 (2025: $nil).

This concludes the remuneration report, which has been audited.

Events Subsequent to the Reporting Date

Options granted on 5 September 2024 with an exercise price of $0.75 per share expired on 5 September 2026 with a quantity of 4,258,700 under option expiring unexercised.

No other matters or circumstances have arisen since 30 June 2026 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

For personal use only

Indemnity and insurance of officers
The Group has made an agreement indemnifying all the Directors and Officers of the Company against all losses or liabilities by each Director or Officer in their capacity as Directors or Officers of the Company to the extent permitted by the Corporations Act 2001, the indemnification specifically excludes wilful acts of negligence.

The Company paid insurance premiums in respect of Directors' and Officers' Liability Insurance contracts for current officers of the Company, including officers of the Company's controlled entities. The liabilities insured are damages and legal costs that may be incurred in defending civil or criminal proceeding that may be brought against the officers in their capacity as officers of entities of the Group. The total amount of insurance premiums paid for the financial year was $40,939 (2025: $49,910).

Indemnity and insurance of auditor
The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Rounding of amounts
The company is of a kind referred to in the Corporations Instrument 2026/183, issued by the Australian Securities and Investments Commission, relating to 'rounding off'. Amounts in this report have be rounded off in accordance with that Corporations Instrument to the nearest thousand dollars, or in certain cases, the nearest dollar.

Non-audit services
There were no non-audit services provided during the financial year by the auditor.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this Directors' report.

Auditor
BDO Audit Pty Ltd continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the Directors

John Skeet
Managing Director

29 September 2026

For personal use only

Tel: +61 3 9603 1700
Fax: +61 3 9602 3870
www.bdo.com.au

Collins Place
Level 25, 35 Collins Street
Melbourne VIC 3000
GPO Box 5099 Melbourne VIC 3001
Australia

For personal use only

DECLARATION OF INDEPENDENCE BY TONY BATSAKIS TO THE DIRECTORS OF MITHRIL SILVER AND GOLD LIMITED

As lead auditor of Mithril Silver and Gold Limited for the year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Mithril Silver and Gold Limited and the entities it controlled during the period.

Tony Batsakis
Director

BDO Audit Pty Ltd

Melbourne, 29 September 2026

BDO Audit Pty Ltd ABN 33 134 022 870 is a member of a national association of independent entities which are all members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.

Mithril Silver and Gold Limited
Consolidated statement of profit or loss and other comprehensive loss
For the year ended 30 June 2026

	Note	Consolidated 2026 $	2025 $
Income			
Other income	5	28,392	7,877
Interest revenue		463,500	379,917
Gain on disposal of Tenement		54,090	-
Expenses			
Administration expenses		(710,573)	(622,177)
Conference and seminars expense		(206,881)	(49,892)
ASIC and listing fees		(178,205)	(315,736)
Share-based payments	27	(2,982,200)	(39,400)
Employee benefits expense	6	(716,167)	(648,054)
Travel expenses		(222,861)	(120,991)
Legal expenses		(31,568)	(172,193)
Investor relations expenses		(622,912)	(381,699)
Depreciation and amortisation expense		(130,309)	(66,293)
Impairment of exploration assets	11	-	(91,457)
Fair Value loss on investments – other companies		(11,765)	-
Interest expense		(536)	(2,036)
Loss before income tax expense		(5,267,995)	(2,122,134)
Income tax expense	7	-	-
Loss after income tax expense for the year		(5,267,995)	(2,122,134)
Other comprehensive loss			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		661,645	(38,857)
Other comprehensive loss for the year, net of tax		661,645	(38,857)
Total comprehensive loss for the year		(4,606,350)	(2,160,991) (3
		Cents	**Cents**
Basic loss per share	25	(2.90)	(1.62)
Diluted loss per share	25	(2.90)	(1.62)

The above consolidated statement of profit or loss and other comprehensive loss should be read in conjunction with the accompanying notes

For personal use only

Mithril Silver and Gold Limited
Consolidated statement of financial position
As at 30 June 2026

	Note	Consolidated 2026 $	2025 $
Assets			
Current assets			
Cash and cash equivalents	8	7,256,013	11,056,014
Other receivables	9	905,797	493,327
Other assets	10	174,476	331,465
Total current assets		8,336,286	11,880,806
Non-current assets			
Trade and other receivables		4,564	1,221
Property, plant and equipment		4,930	2,456
Exploration and evaluation	11	55,025,188	39,065,392
Total non-current assets		55,034,682	39,069,069
Total assets		63,370,968	50,949,875
Liabilities			
Current liabilities			
Trade and other payables	12	1,371,565	787,998
Employee benefits	13	150,403	82,674
Total current liabilities		1,521,968	870,672
Total liabilities		1,521,968	870,672
Net assets		61,849,000	50,079,203
Equity			
Issued capital	14	103,458,491	90,658,715
Reserves	15	10,002,663	5,764,647
Accumulated losses		(51,612,154)	(46,344,159)
Total equity		61,849,000	50,079,203

The above consolidated statement of financial position should be read in conjunction with the accompanying notes

For personal use only

Mithril Silver and Gold Limited
Consolidated statement of changes in equity
For the year ended 30 June 2026

	Issued capital	Reserves	Accumulated losses	Total equity
	$	$	$	$
Balance at 1 July 2025	90,658,715	5,764,647	(46,344,159)	50,079,203
Total Comprehensive Income:				
Loss after income tax expense for the year	-	-	(5,267,995)	(5,267,995)
Other comprehensive income for the year, net of tax	-	661,645	-	661,645
Total comprehensive income for the year	-	661,645	(5,267,995)	(4,606,350)
Transactions with Owners:				
Share based payments	-	2,982,200	-	2,982,200
Shares issued during the year (note 14)	14,451,737	-	-	14,451,737
Transaction costs (note 14)	(1,651,961)	594,171	-	(1,057,790)
Balance at 30 June 2026	103,458,491	10,002,663	(51,612,154)	61,849,000

	$	$	$	$
Balance at 1 July 2024	71,115,636	5,583,304	(44,222,025)	32,476,915
Total Comprehensive Income:				
Loss after income tax expense for the year	-	-	(2,122,134)	(2,122,134)
Other comprehensive income for the year, net of tax	-	(38,857)	-	(38,857)
Total comprehensive income for the year	-	(38,857)	(2,122,134)	(2,160,991)
Transactions with Owners:				
Share based payments	-	39,400	-	39,400
Shares issued during the year	20,725,490	-	-	20,725,490
Transaction costs	(1,182,411)	180,800	-	(1,001,611)
Balance at 30 June 2025	90,658,715	5,764,647	(46,344,159)	50,079,203

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

For personal use only

Mithril Silver and Gold Limited
Consolidated statement of cash flows
For the year ended 30 June 2026

	Note	Consolidated 2026 $	2025 $
Cash flows from operating activities			
Payments to suppliers and employees (inclusive of GST)		(2,378,222)	(2,280,053)
Interest received		474,979	328,986
Interest paid		-	(2,036)
Mexico tax adjustments received		28,392	7,877
Net cash used in operating activities	24	(1,874,851)	(1,945,226)
Cash flows from investing activities			
Payments for exploration activities		(15,294,124)	(8,180,814)
Payments for plant and equipment		(4,514)	(2,764)
Payments for other receivables		(3,343)	-
Proceeds from sale of tenement		25,000	-
Net cash used in investing activities		(15,276,981)	(8,183,578)
Cash flows from financing activities			
Proceeds from issue of shares		14,426,237	20,725,490
Share issue transaction costs		(1,057,790)	(1,001,611)
Repayment of borrowings		-	(34,740)
Net cash provided by financing activities		13,368,447	19,689,139
Net (decrease)/increase in cash and cash equivalents		(3,783,385)	9,560,335
Cash and cash equivalents at the beginning of the financial year		11,056,014	1,496,392
Effects of exchange rate changes on cash and cash equivalents		(16,616)	(713)
Cash and cash equivalents at the end of the financial year	8	7,256,013	11,056,014

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

For personal use only

Note 1. General information

The financial statements cover Mithril Silver and Gold Limited ('the Company' or 'the Consolidated Entity') as a Group consisting of Mithril Silver and Gold Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Mithril Silver and Gold Limited's functional and presentation currency.

Mithril Silver and Gold Limited is a listed public company limited by shares, incorporated and domiciled in Australia. The financial statements were authorised for issue, in accordance with a resolution of Directors, on the date of signing the Directors' Declaration.

Note 2. Material accounting policy information

The material accounting policies adopted in the preparation of the financial statements are set out either in the respective notes or below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards and International Accounting Standards as issued by the International Accounting Standards Board (IASB) and Interpretations (collectively IFRS Accounting Standards).

Historical cost convention
The financial statements have been prepared under the historical cost convention, unless otherwise noted.

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current period.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Going concern

The annual financial statements have been prepared using the going concern basis of preparation. The Group incurred a net loss of $5,267,995 and net cash outflows from operating and investing activities of $17,151,832 during the year ended 30 June 2026.

The Group continues to be dependent on the raising of additional capital as and when required for its continued operations including the exploration program and the provision of working capital.

Notwithstanding this, the Directors are satisfied that the Group will have sufficient cash resources to meet its working capital requirements in the future. The Directors have reviewed the Group's cashflow forecasts, which indicate a continuation of cash outflows from operating and investing activities, and believe that for a period in excess of 12 months from the date of approval of the financial report, the Group has the ability to meet its debts as and when they fall due. The Group continues to receive strong interest and support from professional investors in its capital raisings, whereby $14,426,237 of share capital was raised before issuance costs during the 2026 financial year as set out in note 14 to the annual financial statements.

The Group's ability to continue as a going concern is contingent upon generation of cash inflows from additional capital raisings, which is uncertain until secured, and/or controlling expenditures within available cash reserves held. If sufficient additional funds are not raised or expenditures are not maintained within the limits of the Group's cash reserves, the going concern basis may not be appropriate, and consequently, a material uncertainty exists as to whether the Group will continue as a going concern and it may therefore be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or to the amount and classification of liabilities that might result should the Group be unable to continue as a going concern and meet its debts when they fall due.

Rounding of amounts
The company is of a kind referred to in Corporations instrument 2026/183, issued by the Australian Securities and Investments commission, relating to 'rounding off'. Amounts in this report have been rounded off in accordance with that corporations instrument to the nearest dollar.

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2026. The Group has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

AASB 18 Presentation and Disclosure in Financial Statements

The standard replaces IAS 1 'Presentation of Financial Statements', with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The consolidated entity will adopt this standard from 1 July 2027 and it is expected that there will be a significant change to the layout of the statement of profit or loss and other comprehensive income.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Recoverable value and capitalisation of exploration and evaluation expenditure
The recoverability of these assets is dependent upon the successful discovery and commercial development of economic mineral deposits, or alternatively through the sale of the underlying interests.
Management has exercised significant judgement in concluding that the exploration and evaluation assets continue to satisfy the recognition criteria of AASB 6 and should remain capitalised. In forming this judgement, management considered:

- the Group's continuing rights to tenure and option interests;
- the substantial exploration activity undertaken during the year;
- the upgraded Target 1 Mineral Resource Estimate announced in June 2026;
- ongoing and planned exploration programmes across the Copalquin district;
- the availability of funding to continue exploration activities; and
- management's intention to continue advancing the projects.

Should future exploration results, commodity prices, funding availability, permitting outcomes or development studies indicate that the carrying amount may not be recoverable, an impairment charge may be required in future reporting periods. The carrying value of exploration and evaluation assets is therefore sensitive to these assumptions and judgements.

In addition refer to note 11.

Valuation and amortization of share-based payment transactions
The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

For personal use only

Note 4. Operating segments

Identification of reportable operating segments
The Board has considered the requirements of AASB 8 Operating Segments and has determined that the Group has two operating segments: Mexican operations and Australian operations.

In determining these operating segments, the Board has considered the location of the Group's exploration activities which represent its principal operations. The results of these operating segments are monitored by the Board and form the basis for which strategic decisions are made. The Copalquin Gold Silver Project and the La Dura Gold Silver Project in Durango, Mexico constitutes a separately identifiable operating segment to the Group's Australian operations given the Board's intention to regularly review the financial information from its Mexican operations to determine the future allocation of resources. The Australian operation's include head office activities as reported to the Group's chief operating decision maker, the Board.

Operating segment information

2026	Mexican operations $	Australian operations $	Total $
Revenue			
Other revenue	28,392	-	28,392
Interest revenue	-	463,500	463,500
Sale of tenements	-	54,090	54,090
Total revenue	28,392	517,590	545,982
Operating expenses	(24,181)	(1,961,120)	(1,985,301)
Employee benefits expense	-	(716,167)	(716,167)
Depreciation and amortisation	(128,269)	(2,040)	(130,309)
Loss before unallocated expenses	(124,058)	(2,161,737)	(2,285,795)
Unallocated expenses			
Share based payments			(2,982,200)
Loss before income tax expense			(5,267,995)
Income tax expense			-
Loss after income tax expense			(5,267,995)
Other comprehensive loss			
Items unallocated subsequent to profit or loss			
Foreign currency translation			661,645
Other comprehensive loss for the year, net of tax			661,645
Total comprehensive loss for the year			(4,606,350)
Assets			
Cash and cash equivalents	340,351	6,915,662	7,256,013
Trade and other receivables	858,943	51,418	910,361
Other assets	4,191	175,215	179,406
Exploration and evaluation	55,002,197	22,991	55,025,188
Total assets	56,205,682	7,165,286	63,370,968
Liabilities			
Trade and other payables	1,070,258	301,307	1,371,565
Employee benefits	78,172	72,231	150,403
Total liabilities	1,148,430	373,538	1,521,968

2025	Mexican operations $	Australian operations $	Total $
Revenue			
Other revenue	7,877	-	7,877
Interest revenue	-	379,917	379,917
Total revenue	7,877	379,917	387,794
Operating expenses	(61,074)	(1,603,650)	(1,664,724)
Employee benefits expense	-	(648,054)	(648,054)
Depreciation and amortisation	(65,985)	(308)	(66,293)
Impairment expense	-	(91,457)	(91,457)
Loss before unallocated expenses	(119,182)	(1,963,552)	(2,082,734)
Unallocated expenses			
Share based payments			(39,400)
Loss before income tax expense			(2,122,134)
Income tax expense			-
Loss after income tax expense			(2,122,134)
Other comprehensive loss			
Items unallocated subsequent to profit or loss			
Foreign currency translation			(38,857)
Other comprehensive loss for the year, net of tax			(38,857)
Total comprehensive loss for the year			(2,160,991)
Assets			
Cash and cash equivalents	640,817	10,415,197	11,056,014
Trade and other receivables	430,566	63,982	494,548
Other assets	78,387	255,534	333,921
Exploration and evaluation	39,021,491	43,901	39,065,392
Total assets	40,171,261	10,778,614	50,949,875
Liabilities			
Trade and other payables	414,151	373,847	787,998
Employee benefits	41,684	40,990	82,674
Total liabilities	455,835	414,837	870,672

Note 5. Other income

	2026 $	**2025 $**
Mexico tax adjustments income	28,392	7,877
Other income	28,392	7,877

Mexico tax adjustments – VAT/IVA
Mexico tax adjustments income is recognised when there is reasonable assurance that the Group has the right to receive and will collect the income.

Note 6. Employee benefits expense

	2026 $	2025 $
Salaries and wages	654,881	602,909
Superannuation	61,286	45,145
	716,167	648,054

Salaries, wages and on-costs of $1,744,222 (2025: $798,945) were incurred and capitalised as part of evaluation and exploration assets. Additional employee share-based payments are set out in Note 27.

Note 7. Income tax

	2026 $	2025 $
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(5,267,995)	(2,122,134)
Tax at the statutory tax rate of 25% (2025: 25%)	(1,316,999)	(530,534)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Expenses not allowable for income tax purposes	107,264	104,347
Share based payments	745,550	9,850
	(464,185)	(416,337)
Current year tax losses and temporary differences not recognised	464,185	416,337
Income tax expense	-	-

The Group has gross tax losses arising in Australia of $47,426,600 (2025: $44,951,398) that may be available and may be offset against future taxable profits. In addition, these tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed.

No deferred tax asset has been recognised because it is not probable future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised.

Accounting policy for income tax
The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

For personal use only

Note 7. Income tax (continued)

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Mithril Silver and Gold Limited and its wholly owned Australian resident entities are part of a tax consolidated group.

The head entity within the tax-consolidated group is Mithril Silver and Gold Limited. Mithril Silver and Gold Limited and each of its wholly-owned controlled entities recognise the current and deferred tax assets and deferred tax liabilities applicable to the transactions undertaken by it, after elimination of intra-group transactions. Mithril Silver and Gold Limited recognises the entire tax-consolidated group's retained tax losses. The allocation approach the Group takes is the “stand alone taxpayer” approach for each entity, as if it continued to be a taxable entity in its own right.

Note 8. Cash and cash equivalents

	2026 $	2025 $
Cash at bank	7,256,013	11,056,014

Note 9. Other receivables

	2026 $	2025 $
Accrued interest income	39,452	50,931
GST and overseas taxes receivable	866,345	442,396
	905,797	493,327

Note 10. Other assets

	2026 $	2025 $
Prepayments	136,241	331,465
Investments – Other Companies, carried at fair value*	38,235	-
Total Other Assets	174,476	331,465

*Comprises an equity security accounted for at fair value through profit and loss (FVTPL).

For personal use only

Note 11. Exploration and evaluation

	2026 $	2025 $
Tangible exploration assets		
Exploration and evaluation - Copalquin Gold Silver Project (Mexico)	972,899	1,125,481
Intangible exploration assets		
Exploration and evaluation - Australia	22,991	43,901
Exploration and evaluation - Copalquin Gold Silver Project (Mexico)	53,790,155	37,896,010
Exploration and evaluation – La Dura Gold Silver Project (Mexico)	239,143	-
	54,052,289	37,939,911
	55,025,188	39,065,392

Reconciliations

	Australian Projects $	Mexico Gold Silver Projects $	Total $
Balance at 1 July 2024	130,144	30,681,410	30,811,554
Additions through expenditures capitalised	5,214	8,444,923	8,450,137
Depreciation		(65,985)	(65,985)
Foreign exchange translation	-	(38,857)	(38,857)
Impairment expense*	(91,457)	-	(91,457)
Balance at 30 June 2025	43,901	39,021,491	39,065,392
Additions through expenditures capitalised	-	15,371,830	15,371,830
Acquisition – La Dura Gold Silver Project (Mexico)	-	75,500	75,500
Foreign exchange translation	-	661,645	661,645
Depreciation	-	(128,269)	(128,269)
Tenement Sold	(20,910)	-	(20,910)
Balance at 30 June 2026	22,991	55,002,197	55,025,188

*Write-off of capitalized exploration expenditures for the tenements that were relinquished during the year, included in impairment of exploration assets expense.

Exploration and evaluation expenditure comprise costs which are directly attributable to:

- research and analysing exploration data
- conducting geological studies, exploratory drilling and sampling
- examining and testing extraction and treatment methods
- compiling pre-feasibility and definitive feasibility studies

Exploration and evaluation expenditure also include the costs incurred in acquiring rights, the entry premiums paid to gain access to areas of interest and amounts paid to third parties to acquire interests in existing projects.
Exploration and evaluation expenditure is charged against profit and loss as incurred; except for expenditure incurred after a decision to proceed to development is made, in which case the expenditure is capitalised as an asset.

For personal use only

Note 11. Exploration and evaluation (continued)

Exploration and evaluation costs have been capitalised on the basis that the consolidated entity will commence commercial production in the future, from which time the costs will be amortised in proportion to the depletion of the mineral resources. Key judgements are applied in considering costs to be capitalised which includes determining expenditures directly related to these activities and allocating overheads between those that are expensed and capitalised. In addition, costs are only capitalised that are expected to be recovered either through successful development or sale of the relevant mining interest. Factors that could impact the future commercial production at the mine include the level of reserves and resources, future technology changes, which could impact the cost of mining, future legal changes and changes in commodity prices. To the extent that capitalised costs are determined not to be recoverable in the future, they will be written off in the period in which this determination is made.

The recoverability of the carrying amount of the exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

Property interests

At 30 June, Mithril held a 50% interest in the Copalquin mining concessions and an exclusive option to acquire the remaining 50% for US$10 million. The reported payment deadline had been extended to 7 August 2028. La Dura remains subject to its four-year purchase option; the option is a right to acquire a 100% ownership interest. In Australia, Mithril completed the disposal of its remaining Lignum Dam interest and retained a 10% free-carried interest in the Limestone Well tenements.

Note 12. Trade and other payables

	2026 $	2025 $
Trade payables	681,567	552,703
Other payables - Australia	117,276	174,558
Other payables - Mexico	572,722	60,737
	1,371,565	787,998

Refer to note 16 for further information on financial instruments.

Note 13. Employee benefits

	2026 $	2025 $
Provision for employee benefits	150,403	82,674
	150,403	82,674

For personal use only

Note 14. Equity - issued capital

	30 June 2026 Shares	30 Jun 2025 Shares	30 June 2026 $	30 Jun 2025 $
Ordinary shares - fully paid	187,487,758	145,858,022	103,458,491	90,658,715

Movement during the year:	Shares	$
Warrants exercised at 20 cents each – 02.07.2025	110,000	22,000
Warrants exercised at 20 cents each – 21.07.2025	158,000	31,600
Placement at CAD36 cents each – 24.7.2025	31,944,700	12,726,956
Warrants exercised at 20 cents each – 12.08.2025	50,000	10,000
Warrants exercised at 20 cents each – 14.08.2025	30,000	6,000
Warrants exercised at 30 cents each – 14.08.2025	25,000	7,500
Warrants exercised at 10 cents each – 15.08.2025	500,000	50,000
Warrants exercised at 30 cents each – 28.08.2025	300,000	90,000
Warrants exercised at 20 cents each – 05.09.2025	1,766,500	353,300
Warrants exercised at 10 cents each – 05.09.2025	1,300,000	130,000
Warrants exercised at 30 cents each – 05.09.2025	1,425,000	427,500
Warrants exercised at 20 cents each – 12.09.2025	39,350	7,870
Warrants exercised at 30 cents each – 12.09.2025	150,000	45,000
Warrants exercised at 20 cents each – 14.10.2025	515,000	103,000
Warrants exercised at 10 cents each – 06.11.2025	50,000	5,000
Warrants exercised at 30 cents each – 14.11.2025	150,000	45,000
Warrants exercised at 20 cents each – 14.11.2025	155,352	31,071
Warrants exercised at 20 cents each – 02.02.2026	150,000	30,000
Options exercised at CAD36 cents each – 02.02.2026	95,834	36,440
Warrants exercised at 20 cents each – 31.03.2026	15,000	3,000
Warrants exercised at 10 cents each – 28.04.2026	2,650,000	265,000
Settlement of La Dura consideration at 51 cents each – 17.06.2026	50,000	25,500
Capital raising costs		(1,651,961)
	41,629,736	12,799,776
Closing balance as at 30 June 2026	187,487,758	103,458,491

Ordinary shares
Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

Proceeds from share issues are used to maintain and expand the Company's exploration activities and fund operating costs.

For personal use only

Note 15. Reserves

	2026 $	2025 $
Foreign exchange reserve	3,673,263	3,011,618
Share options reserve	4,088,567	512,196
Performance rights reserve	2,240,833	2,240,833
	10,002,663	5,764,647

Foreign exchange reserve
The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars, and also exchange differences arising from a monetary item that forms part of the Group's net investment in a foreign subsidiary. The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Share-based payments reserves
The share options reserve and the performance rights reserve are used to recognise the value of equity benefits provided to employees and Directors as part of their remuneration, and other parties as part of their compensation for services.

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

	Share options reserve $	Performance rights reserve $	Foreign exchange reserve $	Total $
Balance at 1 July 2024	291,996	2,240,833	3,050,475	5,583,304
Share options issued	39,400	-	-	39,400
Warrants issued – capital raising costs	180,800	-	-	180,800
Movement in foreign exchange reserve	-	-	(38,857)	(38,857)
Balance at 30 June 2025	512,196	2,240,833	3,011,618	5,764,647
Share options issued - expensed	2,982,200	-	-	2,982,200
Options issued – capital raising costs	594,171	-	-	594,171
Movement in foreign exchange reserve	-	-	661,645	661,645
Balance at 30 June 2026	4,088,567	2,240,833	3,673,263	10,002,663

Note 16. Financial instruments

Financial risk management objectives
The Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and ageing analysis for credit risk.

Risk management is carried out by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the Group and appropriate procedures, controls and risk limits. The Board identifies, evaluates and hedges financial risks within the Group's operating units.

For personal use only

Note 16. Financial instruments (continued)

Market risk

Foreign currency risk
The Group undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The Board has determined that the current level of foreign currency risk resulting from its operations in Mexico is not significant to the Group.

Price risk
The Group is not exposed to any significant price risk.

Interest rate risk
The Group is not exposed to any significant interest rate risk.

The following table illustrates the sensitivity of the net result for the year and equity to a reasonably possible change in interest rates with effect from the beginning of the year. These changes are considered to be reasonably possible based on observation of current market conditions but are not expected to have a significant impact on the Group's operating result.

	Basis points increase			Basis points decrease		
2026	**Basis points change**	**Effect on profit before tax**	**Effect on equity**	**Basis points change**	**Effect on profit before tax**	**Effect on equity**
Cash and cash equivalents	50	36,280	36,280	50	(36,280)	(36,280)
2025	**Basis points change**	**Effect on profit before tax**	**Effect on equity**	**Basis points change**	**Effect on profit before tax**	**Effect on equity**
Cash and cash equivalents	50	55,280	55,280	50	(55,280)	(55,280)

Credit risk
Credit risk represents the risk that the counterparty to the financial instrument will fail to discharge an obligation and cause the Group to incur a financial loss. The Group's maximum credit exposure is the carrying amounts on the statement of financial position. The Group holds financial instruments with credit worthy third parties. The credit risk for liquid funds and other short-term financial assets is considered negligible, since the counterparties are reputable banks and institutions with high quality external credit ratings.

Liquidity risk
Liquidity risk arises from the Company's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that the Company will encounter difficulty in meeting its financial obligations as they fall due.

Ultimate responsibility for liquidity risk management rests with the Board of Directors, whom have built an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves.

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The Investments – Other Companies is a level 1 equity security, valued using a market comparison based technique (quoted market price).

For personal use only

Note 17. Key management personnel disclosures

Compensation
The aggregate compensation made to Directors and other members of key management personnel of the Group is set out below:

	2026 $	2025 $
Short-term employee benefits	705,298	499,819
Post-employment benefits	42,000	32,902
Share-based payments	1,019,000	-
	1,766,298	532,721

Full details of the remuneration of each director of the Company and each of the other key management personnel are disclosed in the Remuneration Report contained within the Directors' Report.

Other transactions with key management personnel
A close family member of Mr Skeet has been employed on a full-time capacity in an administration and legal role related to Mexico requirements and incurred salary costs of $196,648 (2025: $111,913 part-time basis) and received stock options at a value of $192,000 (2025: $nil).

During the year, a company controlled by Mr Toyoda provided consulting legal services of $19,184 (2025: $81,563).

A related party of Ms Lewis provided consulting services costing $52,500 (2025: $nil) and received stock options at a value of $144,000 (2025: $nil).

Note 18. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided:

	2026 $	2025 $
Audit or review of the financial statements	115,532	87,500
Other assurance related services	-	17,300
Total fees	115,532	104,800

The auditor for the 30 June 2026 and 2025 annual financial year is BDO Audit Pty Ltd. The auditor for the 31 December 2024 half year review was Nexia Melbourne Audit Pty Ltd.

Note 19. Capital and leasing commitments

There are Mexican government mining concession rents and purchase option payments to the concession owner each six month period.

These are not considered commitments as the Group can exit the projects and not continue payments at any time.

For personal use only

Note 20. Related party transactions

Parent entity
Mithril Silver and Gold Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 22.

Transactions between Mithril Silver and Gold Limited and its wholly owned entities during the year consisted of equity contributions and loans advanced by Mithril Silver and Gold Limited to fund exploration and investment activities.

Key management personnel
Disclosures relating to key management personnel are set out in note 17 and the Remuneration Report included in the Directors' report.

Transactions with related parties
There were no transactions with related parties during the current and previous financial year other than those disclosed in note 17.

Payable to related parties
The following balances are outstanding at the reporting date in relation to transactions with related parties:

	2026 $	2025 $
Current payables:		
Director fees payable	36,000	19,787
CFO fees payable	13,000	-
VP Exploration fees payable	20,126	-
Total Current Payables	69,126	19,787

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 21. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2026 $	2025 $
Loss after income tax	(5,115,585)	(1,906,250)
Other comprehensive income for the year, net of tax	-	-
Total comprehensive loss	(5,115,585)	(1,906,250)

For personal use only

For personal use only

Statement of financial position

	Parent	
	2026	**2025**
	$	**$**
Total current assets	7,091,938	10,729,473
Total non-current assets	52,713,184	37,856,385
Total assets	59,805,122	48,585,858
Total current liabilities	373,538	414,836
Total liabilities	373,538	414,836
Net assets	59,431,584	48,171,022
Equity		
Issued capital	103,458,491	90,658,715
Share options reserve	4,088,567	512,196
Performance rights reserve	2,240,833	2,240,833
Accumulated losses	(50,356,307)	(45,240,722)
Total equity	59,431,584	48,171,022

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2026 and 30 June 2025.

Contingent liabilities
The parent entity had no contingent liabilities as at 30 June 2026 and 30 June 2025.

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

Note 22. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries:

		Ownership interest	
Name	**Principal place of business / Country of incorporation**	**2026 %**	**2025 %**
Minex (Aust) Pty Ltd	Australia	100%	100%
Minex (West) Pty Ltd	Australia	100%	100%
Mithril Resources Investments Pty Ltd	Australia	100%	100%
Sun Minerals Pty Ltd	Australia	100%	100%
Drummond Gold S.A. de C.V.	Mexico	100%	100%
Carlton Gold S.A. de C.V.	Mexico	100%	100%

* The percentage of ownership interest held is equivalent to the percentage voting rights for all subsidiaries.

For personal use only

Note 23 Events after the reporting period

Options granted on 5 September 2024 with an exercise price of $0.75 per share expired on 5 September 2026 with a quantity of 4,258,700 under option expiring unexercised.

No other matters or circumstances have arisen since 30 June 2026 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Note 24. Cash flow information

Reconciliation of loss after income tax to net cash used in operating activities

	2026 $	2025 $
Loss after income tax expense for the year	(5,267,995)	(2,122,134)
Adjustments for:		
Sale of tenement	(54,090)	-
Depreciation and amortisation	130,309	66,293
Impairment of non-current assets	-	91,457
Loss on investments	11,765	-
Share-based payments	2,982,200	39,400
Change in operating assets and liabilities:		
(Increase)/decrease in trade and other receivables	(412,470)	(315,034)
(Increase)/decrease in prepayments	195,224	104,727
Increase/(decrease) in trade and other payables	472,477	148,040
Increase/(decrease) in employee benefits	67,729	42,025
Net cash provided by/(used in) operating activities	(1,874,851)	(1,945,226)

Non-cash investing activities
The share-based payment cost of $594,171 recognised in equity (2025: $180,800) was a non-cash investing activity.

Note 25. Loss per share

	2026 $	2025 $
Loss after income tax	(5,267,995)	(2,122,134)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic loss per share	181,860,228	131,209,470
Weighted average number of ordinary shares used in calculating diluted loss per share	181,860,228	131,209,470
	Cents	**Cents**
Basic loss per share	(2.90)	(1.62)
Diluted loss per share	(2.90)	(1.62)

Accounting policy for earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the loss attributable to the owners of Mithril Silver and Gold Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares. For the current and prior year there were no dilutive potential ordinary shares due to losses incurred.

Note 26. Contingent liabilities

The Group had no contingent liabilities as at 30 June 2026 and 30 June 2025.

Note 27. Share-based payments

(A) Options and Warrants issued as share-based payments

The Group established the Employee Incentive Plan. Options are granted under the Plan at the discretion of the Board and if permitted by the Board, may be issued to Directors, employees and consultants.
Set out below are summaries of options granted under the plan:

2026 Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
16/11/2022	16/11/2025	$1.50	250,000	-	-	(250,000)	-
22/04/2024	14/05/2027	$0.20	2,300,000	-	-	-	2,300,000
12/09/2024	14/05/2027	$0.20	800,000	-	-	-	800,000
24/07/2025	24/07/2027	CAD$0.36	-	1,916,682	(95,834)	-	1,820,848
02/09/2025	01/09/2028	$1.07	-	4,180,000*	-	-	4,180,000
21/11/2025	01/09/2028	$1.07	-	5,200,000	-	-	5,200,000
01/03/2026	01/09/2028	$1.07	-	800,000	-	-	800,000
			3,350,000	12,096,682	(95,834)	(250,000)	15,100,848

*This includes 1,180,000 options granted to employees under the Plan with a service period of 1 year from the grant date, and will vest if the employees are still employed with the Group on September 1, 2026. All other options have no vesting conditions.

The Group issued warrants during 2025 as compensation for a capital raising performed in that year.

Set out below are summaries of warrants granted as share-based payments:

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
27/12/2024	19/12/2026	$0.75	1,500,000	-	-	-	1,500,000

Note 27. Share-based payments (continued)

The weighted average remaining contractual life of options outstanding at the end of the financial year was 1.77 years (2025: 1.76 years). The weighted average exercise price of options at balance date was $0.81 (2025: $0.30).

There were no warrants issued by the group during the year as compensation.

(B) Fair Value of Options and Warrants issued during the year

The fair value of options granted was independently determined using a Black-Scholes pricing model. The valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
24/07/2025	24/07/2027	$0.52	CAD$0.36	100.00%	-	3.332%	$0.31
02/09/2025	01/09/2028	$0.71	$1.07	100.00%	-	3.404%	$0.39
21/11/2025	01/09/2028	$0.51	$1.07	100.00%	-	3.667%	$0.24
01/03/2026	01/09/2028	$0.365	$1.07	100.00%	-	4.184%	$0.13

(C) Share-based payments during the year

	Consolidated	
	2026	**2025**
	$	**$**
Options issued to Directors	720,000	-
Options issued to employees and consultants	2,262,200	39,400
Options issued to brokers – capital raising costs – equity transaction	594,171	180,800

For personal use only

Note 27. Share-based payments (continued)

Accounting policy for share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees and consultants.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees or consultants in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using the Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Group receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods. For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying the Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. These transactions are recognised as an expense with a corresponding increase in liabilities. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

If the non-vesting condition is within the control of the Group or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Group or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

For personal use only

Mithril Silver and Gold Limited
Consolidated Entity Disclosure Statement
30 June 2026

Name of entity	Country of incorporation	Tax Residency	Foreign Jurisdiction(s) *	Equity holding % 2026	Equity holding % 2025
Mithril Silver and Gold Limited	Australia	Australia	N/A	n/a	n/a
Minex (Aust) Pty Ltd	Australia	Australia	N/A	100	100
Minex (West) Pty Ltd	Australia	Australia	N/A	100	100
Mithril Resources Investments Pty Ltd	Australia	Australia	N/A	100	100
Sun Minerals Pty Ltd	Australia	Australia	N/A	100	100
Drummond Gold S.A. de C.V.	Mexico	Mexico	Mexico	100	100
Carlton Gold S.A. de C.V.	Mexico	Mexico	Mexico	100	100

All entities above are body corporates.
* Foreign jurisdiction(s) in which the entity is a resident for tax purposes (according to the law of the foreign jurisdiction)

Basis of Preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the *Corporations Act 2001,* reflecting the amendments to section 295(3A)(vi) and (vii) which clarify the definition of foreign resident as being an entity that is treated as a resident of a foreign country under the tax laws of that foreign country. The CEDS includes certain information for each entity that was part of the consolidated entity at the end of the financial year in accordance with AASB 10 *Consolidated Financial Statements*.

Determination of Tax Residency

Section 295(3B)(a) of the *Corporation Acts 2001* defines Australian resident as having the meaning in the *Income Tax Assessment Act 1997.* The determination of tax residency involves judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency. Section 295 (3A)(a)(vii) requires the determination of tax residency in a foreign jurisdiction to be based on the law of the foreign jurisdiction relating to foreign income tax.

In determining tax residency, the consolidated entity has applied the following interpretations:

- **Australian tax residency**

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Tax Ruling TR 2018/5.

- **Foreign tax residency**

Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in determining tax residency in those foreign jurisdictions and ensure compliance with applicable foreign tax legislation.

For personal use only

Mithril Silver and Gold Limited
Directors' declaration
30 June 2026

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the information disclosed in the attached consolidated entity disclosure statement is true and correct;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2026 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of Directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors

John Skeet
Managing Director

29 September 2026

For personal use only

Tel: +61 3 9603 1700
Fax: +61 3 9602 3870
www.bdo.com.au

Collins Place
Level 25, 35 Collins Street
Melbourne VIC 3000
GPO Box 5099 Melbourne VIC 3001
Australia

For personal use only

INDEPENDENT AUDITOR'S REPORT

To the members of Mithril Silver and Gold Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Mithril Silver and Gold Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2026, the consolidated statement of profit or loss and other comprehensive loss, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

(i) Giving a true and fair view of the Group's financial position as at 30 June 2026 and of its financial performance for the year ended on that date; and

(ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to audits of the financial report of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 2 in the financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

BDO Audit Pty Ltd ABN 33 134 022 870 is a member of a national association of independent entities which are all members of BDO International Ltd, a UK company limited by guarantee, and form part of the international BDO network of independent member firms. Liability limited by a scheme approved under Professional Standards Legislation.

For personal use only

BDO

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material uncertainty related to going concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Recognition and recoverable value of exploration and evaluation expenditure assets

Key audit matter	How the matter was addressed in our audit
As at 30 June 2026 exploration and evaluation assets are $55.025m as disclosed in Note 11 – 'Exploration and evaluation'. As the carrying value of the capitalised exploration and evaluation expenditure represents a significant asset of the Group, we considered it necessary to evaluate management's assessment of whether facts and circumstances existed to suggest that the carrying amount of this asset may exceed its recoverable amount. In addition, significant expenditures were incurred and capitalised as exploration and evaluation assets during the 2026 financial year, where key judgements were applied in considering the costs to be capitalised to ensure the criteria for recognition of these assets was met. We focussed on testing the capitalisation of expenditures due to their quantum and the judgement involved in evaluating the capitalizable nature of these costs. AASB 6 Exploration for and Evaluation of Mineral Resources contains the requirements with respect to both the initial recognition of such assets and ongoing requirements to continue to carry forward the assets. Note 2 and Note 11 to the annual financial statements include the accounting policies for recognition of exploration and evaluation expenditure assets and Note 11 also contains disclosures in relation to capitalised exploration and evaluation expenditures.	Our procedures included: • Obtaining evidence that the Group has valid rights to explore in the areas represented by the capitalised exploration and evaluation expenditure. • Confirming whether the rights to tenure of the areas of interest remained current at the reporting date as well as confirming that rights to tenure are expected to be renewed for tenements that will expire in the near future. • Agreeing a sample of additions to supporting documentation and ensuring amounts capitalised were permissible and capitalised correctly. We have also checked for legitimacy of vendors through publicly available information and association with any related parties. • Reviewing the forecast prepared by management to ensure that substantive expenditure on further exploration and evaluation of the mineral resources in the areas of interest were planned. • Reviewing reporting on preliminary studies performed on areas of interest in respect of material capitalised exploration and evaluation expenditure. • Reviewing key assumptions and judgements in management's impairment assessment. • Reviewing ASX and TSX-V announcements and minutes of directors' meetings to assess whether the Group had not decided to discontinue activities in any of its areas of interest for which capitalised expenditures have yet to be impaired. • Reviewing appropriateness of disclosures within the Financial Statements.

For personal use only

BDO

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2026, but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of:

a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and

b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the directors determine is necessary to enable the preparation of:

i) the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

ii) the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (http://www.auasb.gov.au/Home.aspx) at:

https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf

This description forms part of our auditor's report.

For personal use only

Report on the Remuneration Report

Opinion on the Remuneration Report

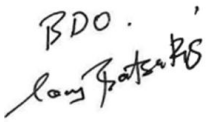
We have audited the Remuneration Report included in pages 21 to 25 of the directors' report for the year ended 30 June 2026.

In our opinion, the Remuneration Report of Mithril Silver and Gold Limited, for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd



Tony Batsakis
Director

Melbourne, 29 September 2026

Mithril Silver and Gold Limited
ASX Shareholder information
30 June 2026

Details of Shares as at 7 September 2026:

Top Holders
The 20 largest holders of Fully Paid Ordinary Shares were:

Name	No. of Shares	%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	37,787,790	20.15
CANADIAN CONTROL A/C\C	34,169,977	18.23
CITICORP NOMINEES PTY LIMITED	12,285,922	6.55
TINA DANALI PTY LTD <THE HENDERSON FAMILY A/C>	10,632,679	5.67
BELL POTTER NOMINEES LTD <BB NOMINEES A/C>	5,000,000	2.67
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	4,009,493	2.14
MR MIGUEL ANGEL MATAS MARTINEZ	3,333,000	1.78
EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	3,279,689	1.75
GOSS CLOSET PTY LTD <GC SUPER FUND A/C>	3,100,000	1.65
THOMAS FAMILY SUPERANNUATION FUND PTY LTD	2,621,041	1.40
TRIMIN PTY LTD <SKEET FAMILY A/C>	2,216,637	1.18
S3 CONSORTIUM PTY LTD	2,211,336	1.18
GARRY THOMAS + NANCY-LEE THOMAS <THOMAS FAMILY A/C>	2,010,813	1.07
BNP PARIBAS NOMS PTY LTD	1,358,012	0.72
MR MIGUEL ANGEL MATAS MARTINEZ	1,250,000	0.67
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	1,089,758	0.58
MR CRAIG ANDREW SHARPE + MRS MICHELLE ROSE SHARPE <FUNKY MONKEY SUPER FUND A/C>	1,050,000	0.56
THOMAS FAMILY SUPERANNUATION FUND PTY LTD <THOMAS FAMILY SUPER A/C>	877,143	0.47
PAC PARTNERS SECURITIES PTY LTD	748,000	0.40
BIG RIVER ENTERPRISES PTY LTD <BIG RIVER ENT TRADING A/C>	742,630	0.40
	129,773,920	69.22

Distribution Schedules
A distribution of each class of equity security as at 7 September 2026:

Fully Paid Ordinary Shares

Range	Total holders	No. of shares	% Units
500,001 Over	24	132,241,363	70.53
250,001 to 500,000	26	9,194,697	4.91
10,001 to 250,000	879	39,191,801	20.90
5,001 to 10,000	408	3,259,305	1.74
1,001 to 5,000	1,163	3,081,102	1.64
1 to 1,000	1,743	519,490	0.28
	4,243	187,487,758	100.00

For personal use only

Mithril Silver and Gold Limited
ASX Shareholder information
30 June 2026

Details of Options and Warrants as at 7 September 2026:

Top Holders
The 20 largest holders of Listed Warrants (Exercise price of 20 cents each expiring 14 May 2027) were:

Name	No. of Warrants	%
CITICORP NOMINEES PTY LIMITED	3,932,500	18.22
MR CHRISTOPHER JAMES COOPER	1,987,509	9.21
S3 CONSORTIUM PTY LTD	1,875,000	8.69
MR SIMON CATT	1,380,650	6.40
GOSS CLOSET PTY LTD <GC SUPER FUND A/C>	1,250,000	5.79
KELEMEN NOMINEES PTY LTD <KYNETON PROPERTY A/C>	603,000	2.79
CASABLANCA HOLDINGS PTY LTD	500,000	2.32
MR SIMON CATT	500,000	2.32
MR ANDREW CHARLES FERGUSON	500,000	2.32
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	500,000	2.32
MR CRAIG ANDREW SHARPE + MRS MICHELLE ROSE SHARPE <FUNKY MONKEY SUPER FUND A/C>	475,000	2.20
MR SIMON JOHN SPINKS	387,700	1.80
MR VINCENZO VINCENZINO + MRS CONCETTA LUCIA VINCENZINO <THE V & C SUPER FUND A/C>	295,000	1.37
PAC PARTNERS SECURITIES PTY LTD	294,430	1.36
ANDREWLOLA PTY LTD <ANDREW MCCARTHY S/F A/C>	283,500	1.31
SPEED CAPITAL GMBH	260,500	1.21
MR JOHN PAUL WELBORN	260,500	1.21
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	256,600	1.19
HOLTEX PTY LTD <BUCKERIDGE S/F A/C>	254,248	1.18
EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	250,200	1.16
	16,046,337	74.37

Distribution Schedules
A distribution of each class of equity security as at 7 September 2026:

Listed Warrants

Range	Total holders	No. of Warrants	% Units
500,001 Over	6	11,028,659	51.11
250,001 - 500,000	14	5,017,678	23.26
10,001 - 250,000	86	5,400,808	25.03
5,001 - 10,000	10	87,500	0.41
1,001 - 5,000	14	41,812	0.19
1 - 1,000	2	41	0.00
	132	21,576,498	100.00

For personal use only

Mithril Silver and Gold Limited
ASX Shareholder information
30 June 2026

As at 7 September 2026, unlisted options and warrants to acquire ordinary shares in the Company were on issue as follows:

	Expiry date	Exercise price	Number under option
MTHAAH	14/5/2027	$0.10	3,000,000
MTHAAI	14/5/2027	$0.20	3,100,000
MTHAAK	19/12/2026	$0.75	14,000,005
MTHAAL	24/07/2027	CAD$0.36	1,820,848
MTHAAM	01/09/2028	$1.07	10,180,000

Substantial shareholders
The names of substantial shareholders and the number of shares to which each substantial shareholder and their associates have a relevant interest, as disclosed in substantial shareholding notices given to the Company, are set out below:

Substantial Shareholder	No. of shares	%
Jupiter Asset Management Limited	23,000,000	12.91
Hendo Family Superannuation Fund Pty Ltd <The Henderson Family>	10,632,679	5.75

Unmarketable Parcels
Holdings less than a marketable parcel of ordinary shares (being 2,146 at $0.255 per share as at 7 September 2026):

Fully Paid Ordinary Shares	Holders	No. of shares	% of issued shares
Holdings less than a marketable parcel	2,146	1,101,278	0.59

Voting Rights
The voting rights attaching to fully paid ordinary shares are:

On a show of hands every member present in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Options and Warrants do not carry any voting rights.

For personal use only