SHARE CAPITAL

All of the issued Shares in the Company comprise fully paid common shares. Under the BCBCA, companies incorporated in British Columbia typically have an unlimited authorised capital, and do not generally attribute a "par value" in respect of classes of shares. All Shares are recorded in the Company's financial statements at their issue price less issue costs.

Before the [REDACTED]

As at the Latest Practicable date, the issued Shares of our Company was 221,174,202, all Shares are fully paid up.

Upon the Completion of the [REDACTED]

Immediately following the completion of the **[REDACTED]**, assuming that the **[REDACTED]** are not exercised, the share capital of our Company will be as follows.

Description of Shares	Number of Shares	% of the total issued share capital of our Company
Issued Shares as at the Latest Practicable Date	221,174,202	**[REDACTED]**
Shares issuable upon exercise of all outstanding Options under the Omnibus Plan	745,107	**[REDACTED]**
Shares issuable upon settlement of all outstanding RSUs under the Omnibus Plan	2,498,586	**[REDACTED]**
Shares issuable upon conversion of all the Convertible Notes	32,411,415	**[REDACTED]**
Shares to be issued pursuant to the **[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Total	**[REDACTED]**	100.00

Immediately following the completion of the **[REDACTED]**, assuming that the **[REDACTED]** are fully exercised, the share capital of our Company will be as follows.

Description of Shares	Number of Shares	% of the total issued share capital of our Company
Issued Shares as at the Latest Practicable Date	221,174,202	**[REDACTED]**
Shares issuable upon exercise of all outstanding Options under the Omnibus Plan	745,107	**[REDACTED]**
Shares issuable upon settlement of all outstanding RSUs under the Omnibus Plan	2,498,586	**[REDACTED]**
Shares issuable upon conversion of all the Convertible Notes	32,411,415	**[REDACTED]**
Shares to be issued pursuant to the **[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Total	**[REDACTED]**	100.00

Ranking

The Shares rank pari passu in all respects, and in particular, for all dividend and other distributions, declared paid or made on the Shares.

Save as disclosed in this Document, no share or loan capital of the Company or any of its subsidiaries is under any option or is agreed conditionally or unconditionally to be put under any option.

Circumstances under which general meetings are required

All of the issued Shares in the Company comprise fully paid common shares, each of which ranks pari passu with the other Shares.

Pursuant to the BCBCA and the terms of our Articles, our Company may from time to time by ordinary resolution of Shareholders (i) increase its capital; (ii) consolidate and divide its capital into Shares of larger amount; (iii) divide its unissued Shares into classes; (iv) subdivide its Shares or any of them into Shares of smaller amount; and (v) cancel any Shares which at the date of the passing of resolution which have not been taken or agreed to be taken by any person, and diminish the amount of its share capital by the amount of the Shares so canceled. In addition, our Company may reduce or redeem its share capital by Shareholders' special resolution.

For details, please refer to "Appendix IV — Summary of Articles, Canadian Corporate and Securities Laws, and Certain United States Federal Securities Laws, TSX and NYSE American Listing Policies and Shareholder Protection Matters" in this Document.

The Omnibus Plan

Our Company have adopted the Omnibus Plan approved by Shareholders on September 26, 2025. The principal terms of the Omnibus Plan is summarized in the section headed "Appendix V — Statutory and General Information — D. Equity Compensation Plan" in Appendix V of this Document.

General mandate to issue Shares

At the special meeting of our Company to be convened before the **[REDACTED]**, a resolution will be put forth for the Shareholders to approve that, conditional upon the **[REDACTED]**, our Directors will be granted a general unconditional mandate to allot, issue and deal with Shares with a total number of not more than the sum of:

(a) 20% of the number of Shares in issue immediately following completion of the **[REDACTED]**; and

(b) the total number of Shares repurchased by us under the authority referred to in the paragraph headed "— General mandate to repurchase Shares" in this section.

This general mandate to issue Shares will expire at the earliest of:

- the conclusion of the next annual general meeting of our Company;
- the expiration of the period within which the next annual general meeting of our Company is required to be held by any applicable laws or the Articles; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders passed in a general meeting.

Please see the paragraph headed "Statutory and General Information — A. Further Information about Our Company — 4. Resolutions of our Shareholders' General Meeting in relation to the **[REDACTED]**" in Appendix V of this Document for further details of this general mandate to allot, issue and deal with Shares.

General mandate to repurchase Shares

The Board approved a share repurchase programme (the "**Repurchase Programme**") in which our Company may acquire up to 8,747,245 common shares of the Company representing approximately 4% of the total issued and outstanding Shares as at September 5, 2025 from September 19, 2025 to September 18, 2026.

As at the Latest Practicable Date, the Repurchase Programme has been adopted and shall lapse upon **[REDACTED]**. At the general meeting to be convened before the **[REDACTED]**, a resolution will be put forth for the Shareholders to approve that, conditional upon **[REDACTED]**, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase our own securities with a total number of up to 10% of the total number of our Shares in issue immediately upon **[REDACTED]** (the "**Repurchase Mandate**").

The Repurchase Mandate relates to repurchases which are made on the Stock Exchange, or on any other stock exchange on which our Shares are listed (and which are recognized by the SFC and the Stock Exchange for this purpose), in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the paragraph headed "Statutory and General Information — A. Further Information about Our Company — 4. Resolutions of our Shareholders' General Meeting in relation to the **[REDACTED]** and — 5. Explanatory statement on repurchase of our own securities" in Appendix V of this Document.