

# Certificate of Amalgamation

# Certificat de fusion

Business Corporations Act

Loi sur les sociétés par actions

**PROBE GOLD INC.**

Corporation Name / Dénomination sociale

**1000408506**

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en  
vigueur le

**January 09, 2023 / 09 janvier 2023**

*V. Quintanilla W.*

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

The Certificate of Amalgamation is not complete  
without the Articles of Amalgamation

Certified a true copy of the record of the  
Ministry of Public and Business Service Delivery.

*V. Quintanilla W.*

Director/Registrar



Le certificat de fusion n'est pas complet s'il ne  
contient pas les statuts de fusion

Copie certifiée conforme du dossier du  
ministère des Services au public et aux  
entreprises.

*V. Quintanilla W.*

Directeur ou registrateur



# Articles of Amalgamation

Business Corporations Act

## 1. Amalgamated Corporation Name

PROBE GOLD INC.

## 2. Registered Office Address

56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

## 3. Number of Directors

Minimum/Maximum

Min 1 / Max 10

## 4. The director(s) is/are:

Full Name

ALEKSANDRA BUKACHEVA

Resident Canadian

Yes

Address for Service

56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

Full Name

MARCO GAGNON

Resident Canadian

Yes

Address for Service

56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

Full Name

BASIL A. HAYMAN

Resident Canadian

No

Address for Service

56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.  
Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

A handwritten signature in black ink, appearing to read "V. Quintanilla W.", written over a light blue horizontal line.

Director/Registrar, Ministry of Public and Business Service Delivery

Full Name JAMIE HORVAT  
Resident Canadian Yes  
Address for Service 56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

Full Name GORDON A. MCCREARY  
Resident Canadian Yes  
Address for Service 56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

Full Name DAVID PALMER  
Resident Canadian Yes  
Address for Service 56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

Full Name DENNIS H. PETERSON  
Resident Canadian Yes  
Address for Service 18 King Street East, 902, Toronto, Ontario, Canada, M5C 1C4

Full Name JAMIE C. SOKALSKY  
Resident Canadian Yes  
Address for Service 56 Temperance Street, 1000, Toronto, Ontario, Canada, M5H 3V5

## 5. Method of Amalgamation

### B. Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries.

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the Business Corporations Act on the date set out below.

**The Name, OCN, and Date of Adoption/Approval for each amalgamating corporation are as follows:**

<b>Corporation Name</b>	<b>OCN</b>	<b>Date of Adoption/Approval</b>
PROBE GOLD INC.	1000294040	January 09, 2023
PROBE METALS INC.	1958972	August 25, 2022

**6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":**

None.

**7. The classes and any maximum number of shares that the corporation is authorized to issue:**

An unlimited number of common shares.

**8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors' authority with respect to any class of shares which may be issued in series. If there is only one class of shares, enter "Not Applicable":**

Not applicable.

**9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":**

None.

**10. Other provisions:**

None.

**The articles have been properly executed by the required person(s).**

Supporting Document - Schedule "A"

Statement of a director or officer of each of the amalgamating corporations completed as required under subsection 178(2) of the Business Corporations Act.

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Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

*V. Quintanilla W.*

Director/Registrar, Ministry of Public and Business Service Delivery

**Supporting Document - Schedule "B"**

The directors' resolutions of each amalgamating corporation as required under section 177 of the Business Corporations Act

*V. Quintanilla W.*