



Black Bear Minerals Limited
(formerly James Bay Minerals Limited)

ABN 90 659 846 901

Half Year Report

FOR THE HALF YEAR ENDED
31 DECEMBER 2025

Directors	Matthew Hayes Dean Ercegovic Judith Baker
Chief Executive Officer (CEO)	Dennis Lindgren
Company secretary	James Doyle
Registered office and Principal place of business	Danpalo Group Pty Ltd Suite 1, 1 Tully Road East Perth, WA 6004
Share register	Automic Group Level 5, 191 St Georges Terrace, Peth WA 6000
Auditor	William Buck Audit (Vic) Pty Ltd Level 20, 181 William Street Melbourne VIC 3000
Solicitors	Hamilton Locke Level 39, 152-158 St Georges Terrace Perth WA 6000
Stock exchange listing	Australian Securities Exchange (ASX: BKB) OTCQX Market (OTCQX Code: BKBMF)
Website	www.blackbearminerals.com.au

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as “**Black Bear Minerals**”, “**the Company**” or “**Group**”) consisting of Black Bear Minerals Limited (formerly James Bay Minerals Limited) (referred to hereafter as the ‘Company’ or ‘parent entity’) and the entities it controlled at the end of, or during, the half-year ended 31 December 2025.

Directors

The following persons were Directors of Black Bear Minerals Limited (formerly James Bay Minerals Limited) during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

- Matthew Hayes - Executive Chair (from 2 October 2025, previously Executive Director)
- Dean Ercegovic - Non-Executive Director
- Judith Baker - Non-Executive Director
- Andrew Dornan - Executive Chair (resigned 2 October 2025)

Principal activities

During the financial period the principal continuing activities of the Group are the exploration and evaluation of the Independence Gold Project located in Nevada United States of America, the Shafter Silver Project located in Texas, United States of America and Quebec Lithium Assets in the James Bay region of Quebec, Canada.

Review of operations

Black Bear Minerals Limited (ASX: BKB; OTCQX: BKBMF) is pleased to provide a review of operations for the half year ended 31 December 2025 (“**the Half Year**” or “**the Period**”).

The loss for the Group after providing for income tax amounted to \$4,037,316 (31 December 2024: \$3,575,920).

Shafter Silver Project (Texas, USA)

High-Grade Shafter Silver Project Acquisition

The Half Year was highlighted by the acquisition of a 100% interest in the Shafter Silver Project (“**Shafter**” or “**Shafter Project**”), transforming the company into a near-term U.S. focused silver developer.

The Shafter Project is a high-grade, advanced-stage silver asset located in Presidio County, Texas, approximately 64km south of Marfa.

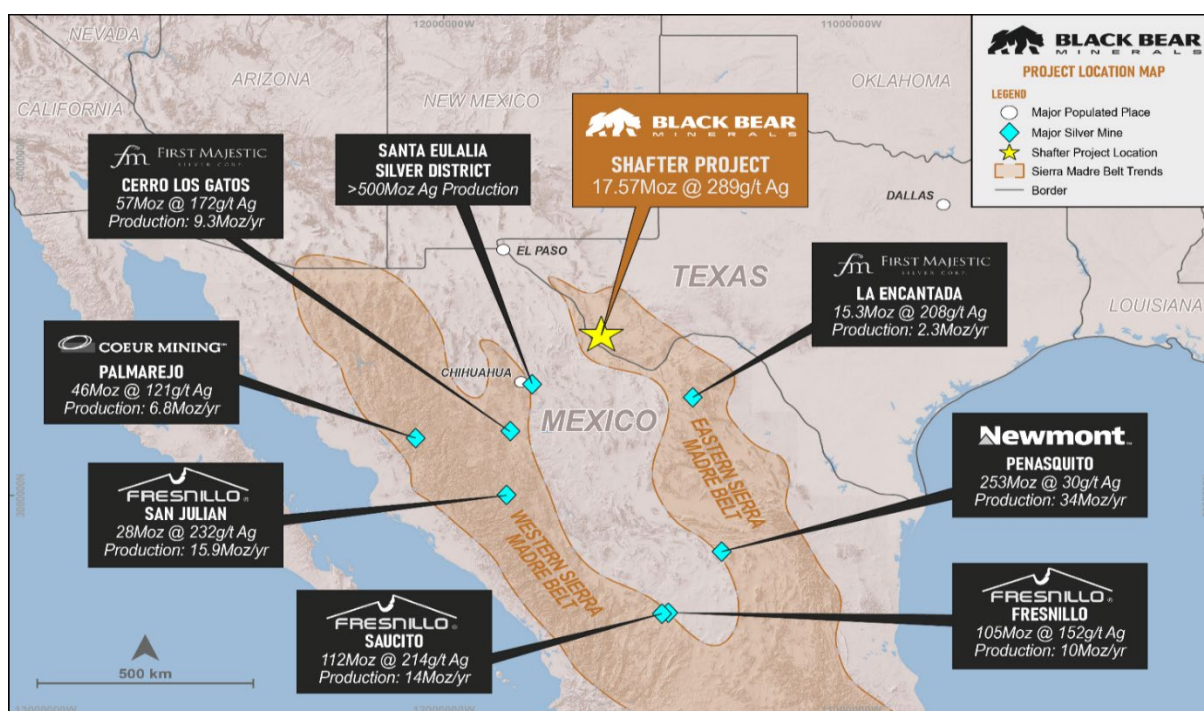


Figure 1: Location of Shafter Project in relation to major silver mines of the Sierra Madre Belt¹

¹ Details related to global ranking of the Penasquitos Mine can be found at: <https://operations.newmont.com/latin-america/penasquito-mexico>; and <https://www.newmont.com/investors/news-release/news-details/2024/Newmont-Reports-Fourth-Quarter-and-Full-Year-2023-Results-Provides-2024-Outlook-for-Integrated-Company/default.aspx>. Links to source documentation for the highlighted deposits are outlined in JORC Table 1, Section 2 - Balanced Reporting in the Company’s ASX announcement dated 2 October 2025.

Project Highlights

- **Tier-1 Jurisdiction:** Located on private land in Texas, a mining-friendly jurisdiction.
- **Strategic Domestic Supply:** Silver was added to the U.S. Critical Minerals List in 2025. Shafter represents a rare, high-grade domestic source of silver for the defence, semiconductor, and renewable energy sectors.
- **Existing Infrastructure:** The site includes an estimated A\$150 million in existing infrastructure, significantly reducing the capital required for a production restart. With Black Bear Minerals in the process of validating and renewing existing permits within a favourable and supportive jurisdiction.

Resource & Mineralisation

The Shafter Project is situated within a basin carbonate sequence that extends 1,600km from northern Mexico through southwest Texas, sitting on the same prolific mineralized belt as the world-class Peñasquito mine.

Shafter currently hosts a high-grade foreign mineral resource estimate (prepared under Canadian NI 43-101 standards) which the Company is currently working to convert to JORC standards and reporting.

Classification	Cut-Off (Ag g/t)	Tonnes (Mt)	Grade (Ag g/t)	Ag Ounces (Moz)
Measured	137	0.09	299	0.89
Indicated	137	1.01	314	10.17
Inferred	137	0.79	256	6.51
Total	137	1.89	289	17.57

Table 1: Shafter Silver Project Foreign Mineral Resource Estimate

The Company first announced the foreign estimate on 2 October 2025. The mineral resource estimate is a foreign estimate prepared in accordance with Canadian National Instrument 43-101. A competent person has not done sufficient work to classify the foreign estimate as a mineral resource in accordance with the JORC Code 2012, and it is uncertain whether further evaluation and exploration will result in an estimate reportable under the JORC Code 2012.

Site Infrastructure

A major differentiator for the Shafter Project is the state of its surface and underground facilities, which were modernised by previous owners around 2011 and 2012.

- **Processing Plant:** Includes a modern Merrill-Crowe plant and refinery.
- **Support Buildings:** A 24,000 sq. ft. warehouse complex, assay laboratory, and administrative offices.
- **Power & Water:** 69 kV utility power line connected to an on-site substation and full unencumbered water rights for future operations.

The Project includes the historic Presidio Mine, which operated between 1883 and 1942².

- **Historical Output:** Produced ~35.2 million ounces of silver.
- **Historical Grades:** Averaged an exceptional 521 g/t Ag.
- **Development:** Features over 160km of existing underground workings and four production shafts.

As announced on 15 January 2026, the Company has recently engaged global engineering and project delivery firm, Ausenco, to undertake operational restart assessment, dilapidation studies and capital estimates at the Shafter Silver Project. Ausenco's scope of work includes:

² Tietz, P., Prens, N., Tilley, B., Bender, M., & DeMarse, M. J. (2018). *Preliminary Economic Assessment and Updated Technical Report, Shafter Project, Presidio County, Texas, USA*. Prepared by Mine Development Associates for Aurcana Corporation. Report Date: July 29, 2018.

- **Site Inspection:** A detailed assessment of mechanical, structural, and electrical infrastructure across the crushing, milling, leaching, and Merrill-Crowe extraction circuits.
- **Dilapidation Study:** Verification of asset conditions to determine refurbishment requirements and evaluate the remaining useful life of on-site equipment.
- **Restart CAPEX Estimate:** Development of an order-of-magnitude capital cost estimate for equipment refurbishment and facility restart.

Acquisition Terms

As announced on 2 October 2025, the Company and its newly incorporated wholly owned subsidiary, JBM Texas, Inc., entered into an asset purchase agreement with Rio Grande Mining Company and Shafter Properties Inc. (both of which are wholly owned subsidiaries of Aurcana Silver Corporation) to acquire 100% of the Shafter Silver Project ("**Asset Purchase Agreement**").

The key terms of the Asset Purchase Agreement are summarised below:

(a) **Consideration**

The Company agreed to provide the following consideration for the Acquisition:

- (i) **(Upfront Consideration):** US\$9,500,000 in cash payable on completion of the Acquisition ("**Completion**");
- (ii) **(Deferred Consideration):** Deferred consideration of US\$8,500,000, payable in two equal instalments of US\$4,250,000:
 - (A) the first payable no later than 12 months after the date of the Asset Purchase Agreement; and
 - (B) the second payable no later than 24 months after the date of the Asset Purchase Agreement.

At the Company's election, subject to shareholder approval at the time of making such election and the Floor Price described below, the Deferred Consideration may be satisfied by the issue of Shares ("**Deferred Consideration Shares**"). The number of Deferred Consideration Shares is to be determined based on a deemed issue price equal to the 20-day volume weighted average price ("**VWAP**") of the Company's Shares as at the date of the relevant notice of general meeting. The deemed issue price of the Deferred Consideration Shares is subject to a floor price of \$0.70 per Share ("**Floor Price**"). The Deferred Consideration must be satisfied in cash if the VWAP is below the Floor Price or if Shareholders do not approve the issue.

- (b) **Royalty:** A 2.0% Net Smelter Return (NSR) royalty on all metals.

The Acquisition was completed in late November 2025 following payment of the Upfront Consideration and confirmation of satisfaction of the conditions precedent.

Exceptional High-Grade Rock Chip Samples Outside Mineral Resource

Site activity undertaken during the Period included reconnaissance mapping and sampling with assays received for 72 rock chip samples from the central area of the Shafter Project (Figure 2).

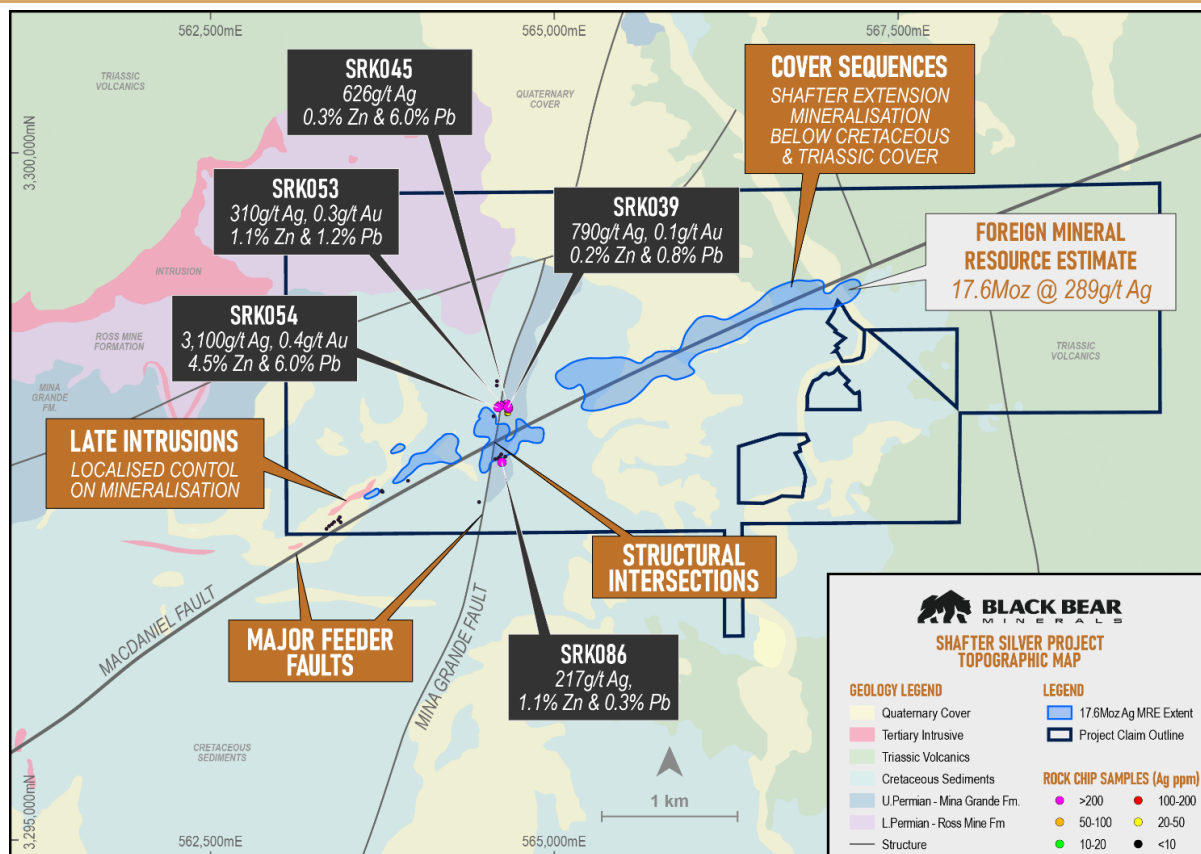


Figure 2: Geological Map of the Shafter Project, showing key structures and intrusive units in relation to the Shafter Deposit. Received rock chip sample results displayed (Ag ppm)³.

Exceptional grades, with 10 samples above 200g/t Ag, and a peak result of 3,100g/t Ag³, indicate that from-surface high-grade silver mineralisation exists outside the existing foreign mineral resource estimate associated with the outcropping Mina Grande Formation.

The results show that high-grade silver mineralisation is present both to the north and south of the historic Presidio Mine area, spanning a minimum strike of 370m, and is open in both directions. Nearby historic drilling is too sparse, or lacking adequate sampling, and doesn't appear to capture the potential highlighted from the rock chip sample results, warranting further exploration and assessment.

From-surface mineralisation at the Presidio Mine area is hosted in the Mina Grande Formation as manto-style carbonate replacement ore bodies. The area was previously selectively mined targeting high-grade >500g/t Ag mineralisation. As a result, a large portion of silver mineralisation remains at the surface and is considered a high-priority target for the Company to assess the potential for open-pit mining.

The Shafter Deposit was historically assessed for only silver mineralisation potential. First-pass rock chip sampling by the Company shows that manto-style mineralisation is polymetallic, comprised of silver in addition to zinc, lead and gold. The Company plans to continue to evaluate the multi-commodity potential of the Shafter Project through additional surface sampling and re-analysis of historic core to determine whether additional elements are of economic value.

Sampling Confirms High Grade Silver and Base Metals in Stockpiles

As part of a preliminary assessment of the stockpiles at Shafter, the Company also conducted grab sampling across the four stockpiles to determine the potential for future processing of the material (Figure 3). Additional stockpiles are located across the Shafter Project, though these were not sampled during this preliminary phase of work. Significant results are highlighted in Figure 3. Cautionary Statement: Grade estimation of stockpiles cannot be based on surface grab sampling, as insufficient work has been carried out to estimate the resource properties of each stockpile.

³ For previously reported results refer to the Company's ASX announcement dated 27 November 2025.

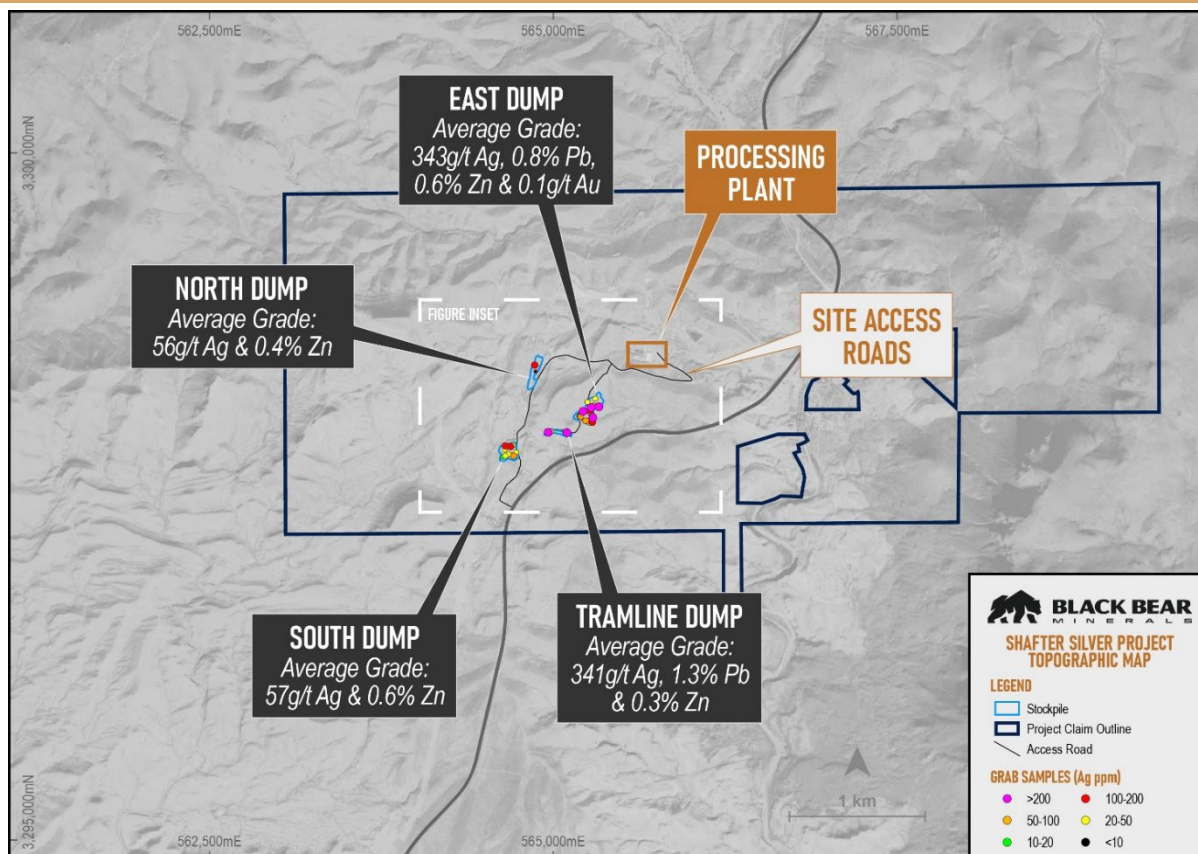


Figure 3: Topographic Map of the Shafter Project, showing the location of stockpiled material in relation to main access routes and the millsite processing facilities. Received grab sample results displayed (Ag ppm)⁴.

The stockpiles are located proximal to the historic mine entrances at the north shaft, south shaft and east shaft. A fourth dump (“Tramline”) was built in a valley to support a now-defunct tramline that was historically used to cart material across the Project during early 1900s production.

The East Dump is the youngest and largest of the stockpiles, covering a 16,500m² area and is approximately 18m in height. The North and South dumps each cover 10,000m². The stockpiles proximal to the shafts comprise material ranging in size from <1mm to 30cm, with the majority of the material is approximately 2cm in diameter. The Tramline Dump, which covers ~3,000m² is comprised of coarse 10-20cm material. Drilling is required to determine the volume of the North, South and Tramline dumps due to their topographic settings.

Field observations noted all stockpiles are comprised of oxidised goethitic and haematitic carbonate with no sulphide mineralisation identified.

The Company plans to commence an extensive evaluation of stockpiles in 2026 to delineate the possibility of capitalising on the already-mined material in a mine start-up scenario. At this stage no resource estimation or economic assessment has been completed and there is no certainty that further evaluation will result in material suitable for processing.

Exploration Drilling Commences at Shafter Silver Project

During the Period, the Company commenced its maiden drill program at the Shafter Project. A total of 11 diamond drillholes were planned in Phase 1 for a total of 2,256m.

Due to the current lack of data in the southwest, the initial phase of diamond drilling aims to delineate the stratigraphic and structural trends in the southwestern portion of the Project, before targeting extensions to mineralisation outside the existing foreign mineral resource estimate (Figure 4).

Five holes are additionally planned around the Presidio West area, where wide-spaced historic drilling has delineated a broad area of silver mineralisation that remains outside the existing foreign mineral resource estimate. These holes aim to target a structural corridor that represents a favourable ‘feeder’ zone for mineralisation.

⁴ For previously reported results refer to the Company’s ASX announcement dated 2 December 2025.

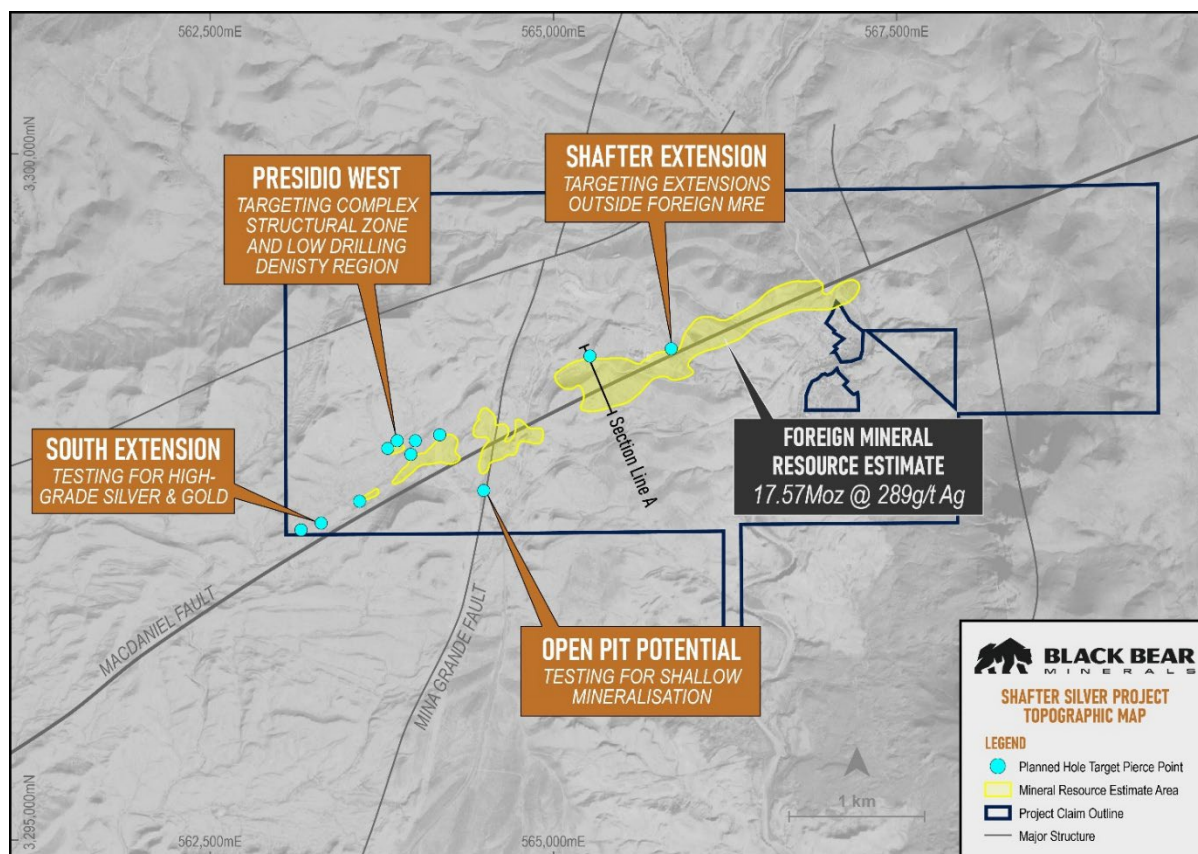


Figure 4: Topographic map of the Shafter Project showing pierce-point locations of planned Phase 1 drillholes in relation to the existing foreign mineral resource.

Drilling by previous owners at the Shafter Project focused on the mineralisation of the Shafter Extension in the NE of the project area, which represents a direct strike extension of the historic Presidio Mine orebody as it trends below Cretaceous cover. The Company plans to focus future exploration across three target areas (Figure 5):

1. **Presidio Mine Area** – from-surface mineralisation within the outcropping Mina Grande Formation that will be assessed for open-pit mining potential
2. **South Extension** – a structurally-complex area that has seen limited previous exploration along strike of the foreign mineral resource estimate
3. **North Extension** – direct strike extension to the Shafter Foreign Mineral Resource Estimate along the main structural corridor under Cretaceous cover

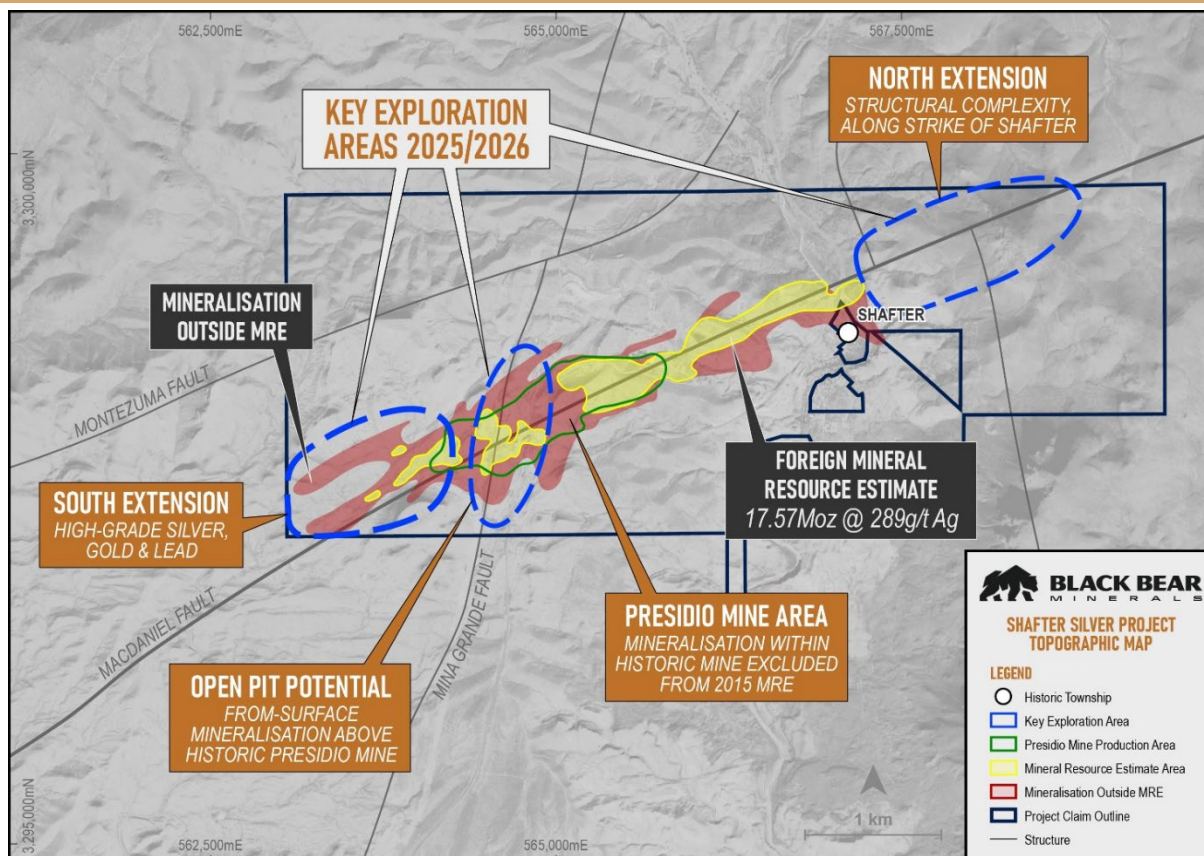


Figure 5: Shafter Project topographic map showing the foreign mineral resource estimate and key target areas for future exploration.

Partial results for the four drillholes (SFD002, SFD007, SFD010 and SFD011) were received subsequent to the end of the Period.

Initial target generation by Black Bear Minerals focused on identifying structural corridors parallel to the Mina Grande Fault, which are prospective for high-grade mineralisation. One such corridor was identified directly east of the Mina Grande Fault, where historic drilling had not adequately tested for mineralisation.

Drillhole SFD002 was planned to target the prospective structural corridor, testing for extensions to mineralisation outside the 17.5Moz foreign mineral resource estimate. Partial results were received for SFD002, spanning the Mina Grande Formation portion of the hole, and successfully intercepted thick, high-grade mineralisation⁵:

SFD002: **9.1m @ 240g/t Ag**, 1.1% Pb, 1.8% Zn & 0.1g/t Au from 214.3m, including **1.5m @ 501g/t Ag**, 2.0% Pb, 4.3% Zn & 0.2g/t Au

⁵ For previously reported drillhole intercepts refer to the Company's ASX announcement dated 6 March 2026.

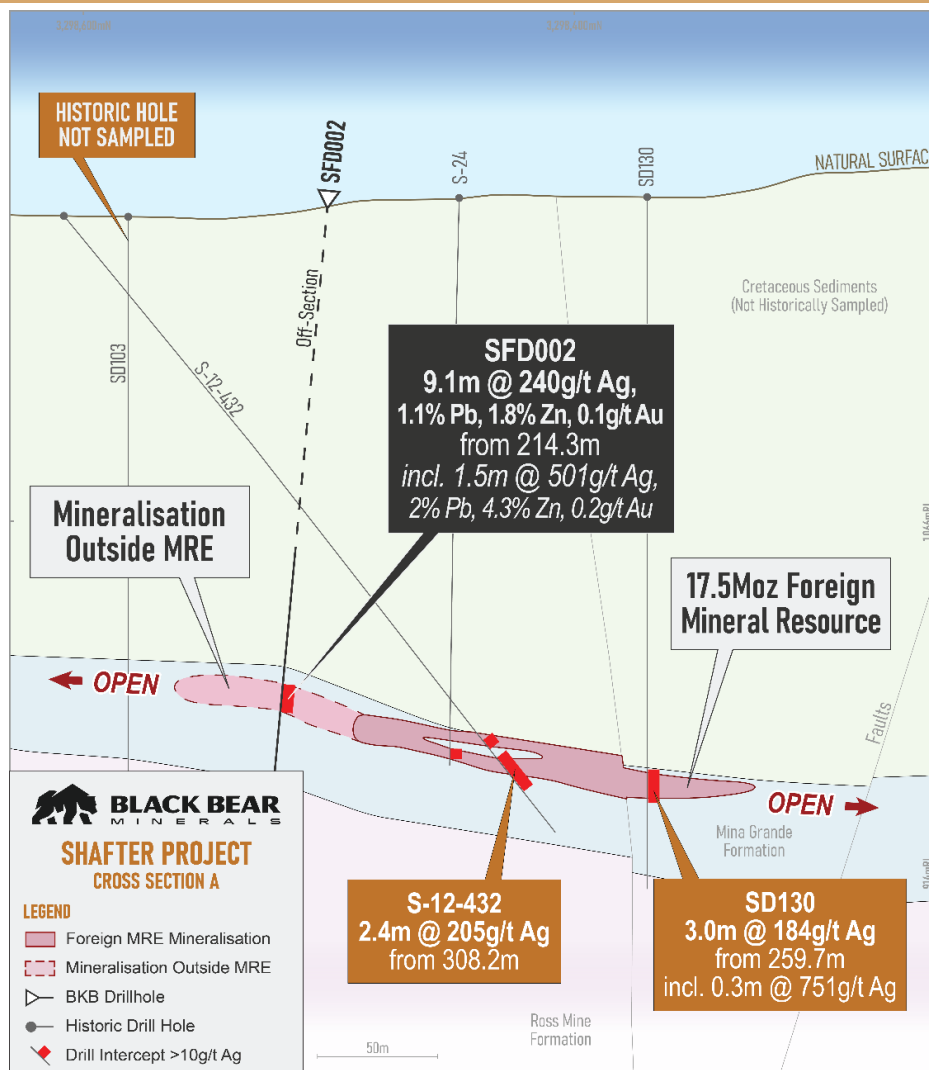


Figure 6: Cross Section A (refer to Figure 7) showing drillhole SFD002 in relation to the foreign MRE. Note that historic hole SD103 has not been sampled. Results for SFD002 have only been received within the Mina Grande Formation, the remaining portions of the hole remain outstanding.

In cross section, mineralisation within SFD002 is located northwest of historic drillholes that returned intercepts⁶ that are less than half the width and lower grade than that in SFD002:

S-12-432: 2.4m @ 205g/t Ag from 308.2m

SD130: 3.0m @ 184g/t Ag from 259.7m, including 0.3m @ 751g/t Ag

Locally, the result of SFD002 shows a thickening and increase in manto-mineralisation grade, providing a promising structural corridor for the Company to continue to follow-up with further exploration drilling.

In this area, manto-mineralisation has predominantly developed at the upper-contact of the Mina Grande Formation (carbonate host unit) with Cretaceous sediments and volcanics, with SFD002 confirming that mineralisation has formed a shallowly-dipping, continuous tabular mineralised body, with localised increasing-grade and thickening proximal to major structures.

Additional north-trending structures have been identified across the Shafter Project, including in the far northeast and southwest of the project area.

These structures will be the focus of exploration drilling over the coming months, where initial drilling will aim to delineate the stratigraphic offsets either side of the structures, before planning of targeted drillholes to test for further high-grade extensions to mineralisation.

⁶ For previously reported drill intercepts (S-12-432 and SD130) refer to the Company's ASX announcement dated 2 October 2025.

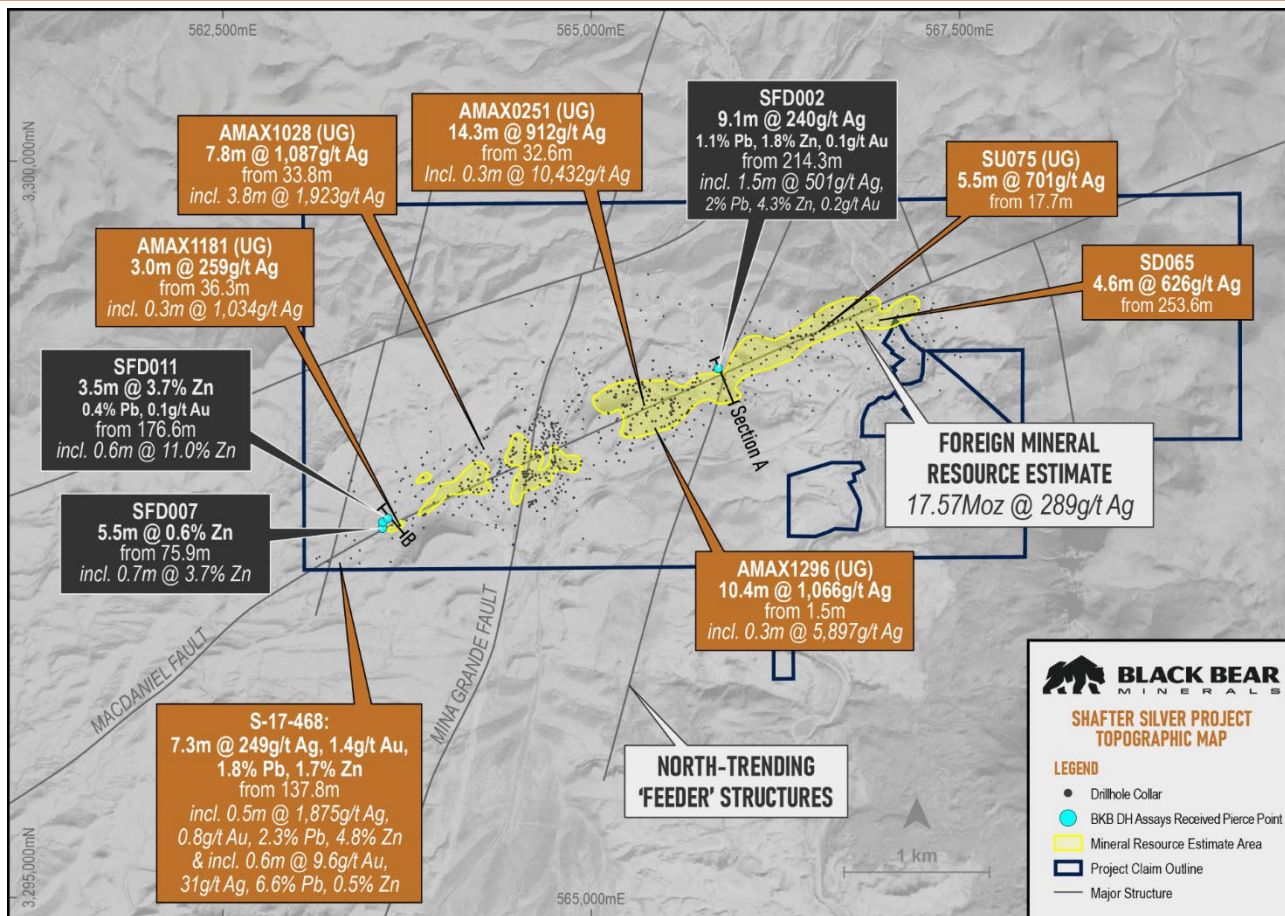


Figure 7: Topographic map of the Shafter Project displaying holes with received assays (black callouts) and historic drillhole intercepts (brown callouts) in relation to the foreign MRE⁷.

⁷ For previously reported drillhole intercepts refer to the Company's ASX announcements dated 2 October 2025 (historic intercepts) and 6 March 2026 (SFD002, SFD007, SFD011)

Polymetallic Potential

The Shafter foreign mineral resource estimate incorporates only silver, with no previous consideration given to multi-commodity potential.

Recent grab and rock chip sampling by the Company has shown that mineralisation at the Shafter Project is polymetallic, including gold, zinc, lead and vanadium⁸.

Results from drillhole SFD002 provides further evidence that mineralisation is polymetallic, with the high-grade 501g/t Ag interval returning 4.3% Zn, 2.0% Pb and 0.2g/t Au.

The Company is in the process of re-logging and re-sampling available historic core in order to better understand the distribution of all other significant commodities at the Shafter Project, with a view of incorporating results into a maiden JORC mineral resource estimate, in addition to silver.

As part of the Phase 1 exploration drilling, Black Bear Minerals completed 3 drillholes in the southwest of the Shafter Project, targeting an area suspected to be prospective for base metal mineralisation.

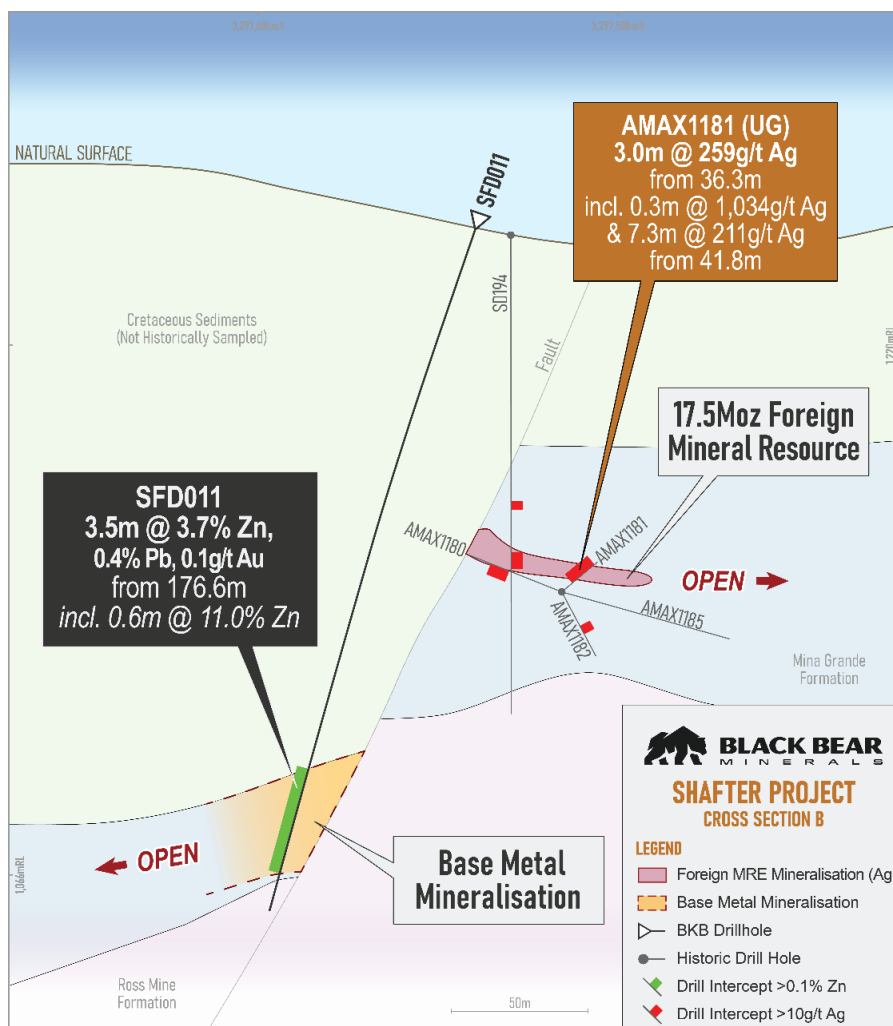


Figure 8: Cross Section B (refer to Figure 7) displaying drillhole SFD011 in relation to the foreign MRE, showing base metal-dominant mineralisation in relation to the silver-dominant MRE. Results for SFD011 have only been received within the Mina Grande Formation, the remaining portions of the hole remain outstanding. Note that the AMAX-series drillholes⁹ have been analysed for silver only.

⁸ For previously reported rock chip and grab sample results refer to the Company's ASX announcements dated 27 November 2025 (Rock Chip) and 2 December 2025 (Grab Samples).

⁹ For previously reported historic drillhole intercept (AMAX1181UG) refer to the Company's ASX announcement dated 2 October 2025.

Partial drill results, spanning the faulted portion of the Mina Grande Formation, have been received for these three holes¹⁰, with results confirming that polymetallic mineralisation is present:

SFD011:	3.5m @ 3.7% Zn, 0.4% Pb & 0.1g/t Au from 176.6m, Including 0.6m @ 11.0% Zn, and 0.9m @ 1.5% Zn, 0.3% Pb & 0.1g/t Au from 187.7m
SFD010:	11.5m 0.2% Zn from 135.9m
SFD007:	3.2m 0.6% Zn, 0.3% Pb, 0.1g/t Au from 56.2m, and 5.5m @ 0.6% Zn from 75.9m, including 0.7m @ 3.7% Zn

Further sampling of historic core is required to understand the extent of polymetallic mineralisation across the Shafter Project, as well as the completion of metallurgical testwork to determine how economically important by-product gold, zinc and lead are within a mine re-start scenario.

Permitting

Subsequent to the end of the Period, the Company confirmed that all material permits referenced in a 2018 Preliminary Economic Assessment¹ of the Shafter Project were valid, current, and transferable where required.

The review and action undertaken by the Company has confirmed that the Shafter Project retains all major permits necessary to support restart planning and future operations, with all major renewal obligations and administrative processes completed. Minor administrative and restart specific permits are to be finalised through defined operational restart strategy being undertaken with Ausenco. The work forms part of the Company's broader strategy to de-risk development and position Shafter as a rapid restart candidate leveraging its substantial existing infrastructure and prior operational history.

Independence Gold Project (Nevada, USA)

The Independence Gold Project ("**Independence Project**") consists of 80 unpatented mining claims and 84 unpatented mill sites, situated in Lander County, Nevada, and spans approximately 1,861 acres of Bureau of Land Management administered lands.

The project is adjacent to the Nevada Gold Mine's Phoenix Project and about 16km south of Battle Mountain. In addition, the Project encompasses Section 17; 470 acres of private fee surface land in the Battle Mountain Mining District where the Company holds exclusive water rights for future production water wells.

¹⁰ For previously reported drillhole intercepts refer to the Company's ASX announcements dated 6 March 2026.

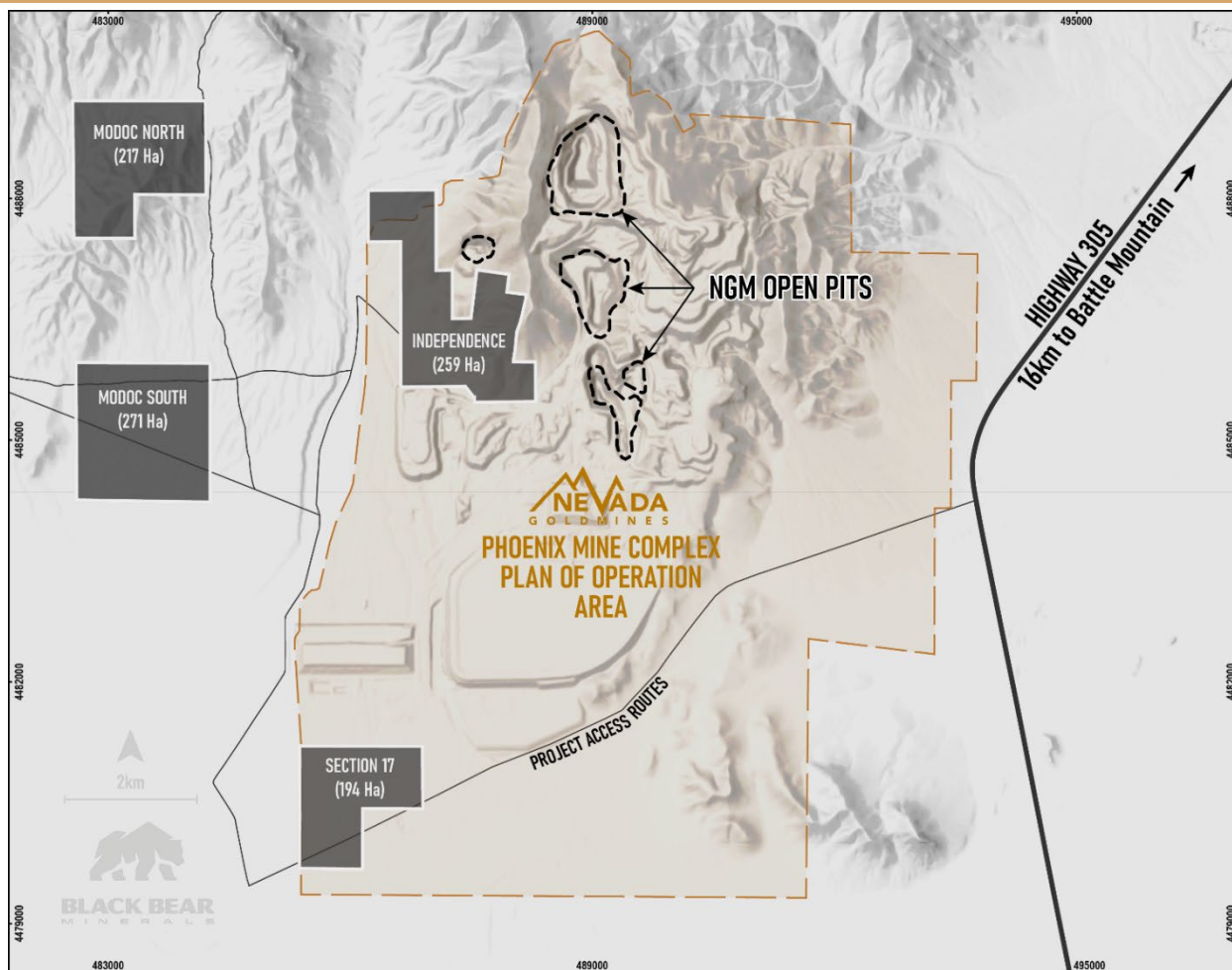


Figure 9: Independence Project overlaid with active Nevada Gold Mines (Newmont-Barrick JV) Phoenix Mine Complex, Plan of Operations.

The Independence Project contains a JORC 2012 mineral resource estimate as outlined in Table 2 below¹¹:

Description	Tonnes	Gold (Au) g/t	Gold (Au) g/t Equivalent	Gold (Au) Oz	Gold (Au) Equivalent Oz
Skarn – Mineral Resource					
Inferred	4,592,370	6.67	-	984,412	-
Near-Surface – Mineral Resource					
Indicated	23,176,458	0.40	0.43	294,395	321,584
Inferred	8,716,172	0.32	0.35	90,702	98,015

Table 2: Independence Project JORC Mineral Resource Estimate

References to metal equivalents is a function of metal prices, the Gold Equivalent is based on a Gold Price of US\$2,412.50/oz and Silver Price of US\$28.40/oz, and metal recoveries for both gold and silver. The recovery of gold is stated as 79% in oxide, 50% in transitional and 22% in fresh (AU Recovery). Silver averages 27% across all material. Resultantly, the AuEq calculation is $= g \text{ Au/t} + (g \text{ Ag/t} * (28.4 \times 0.27) / (2,412.5 \times \text{Au Recovery}))$. The Company believes that all metals included in the metal equivalent calculation have a reasonable potential to be recovered and sold.

¹¹ For previously reported estimates of mineral resources refer to the Company's ASX announcement dated 5 March 2025.

Drilling Defines Gold-Silver Mineralisation Outside Existing Resource

Drilling at the Independence Project has historically been concentrated in the south, with later exploration by Americas Gold Exploration targeting mineralisation north of the Wilson Mine (South Hill).

Reverse circulation (RC) drilling undertaken by the Company during the Period confirmed mineralisation spans the full strike length of the property, including the previously untested North Hill and Rebel Trend, and identified stacked mineralised lodes outside the existing mineral resource (Figure 10).

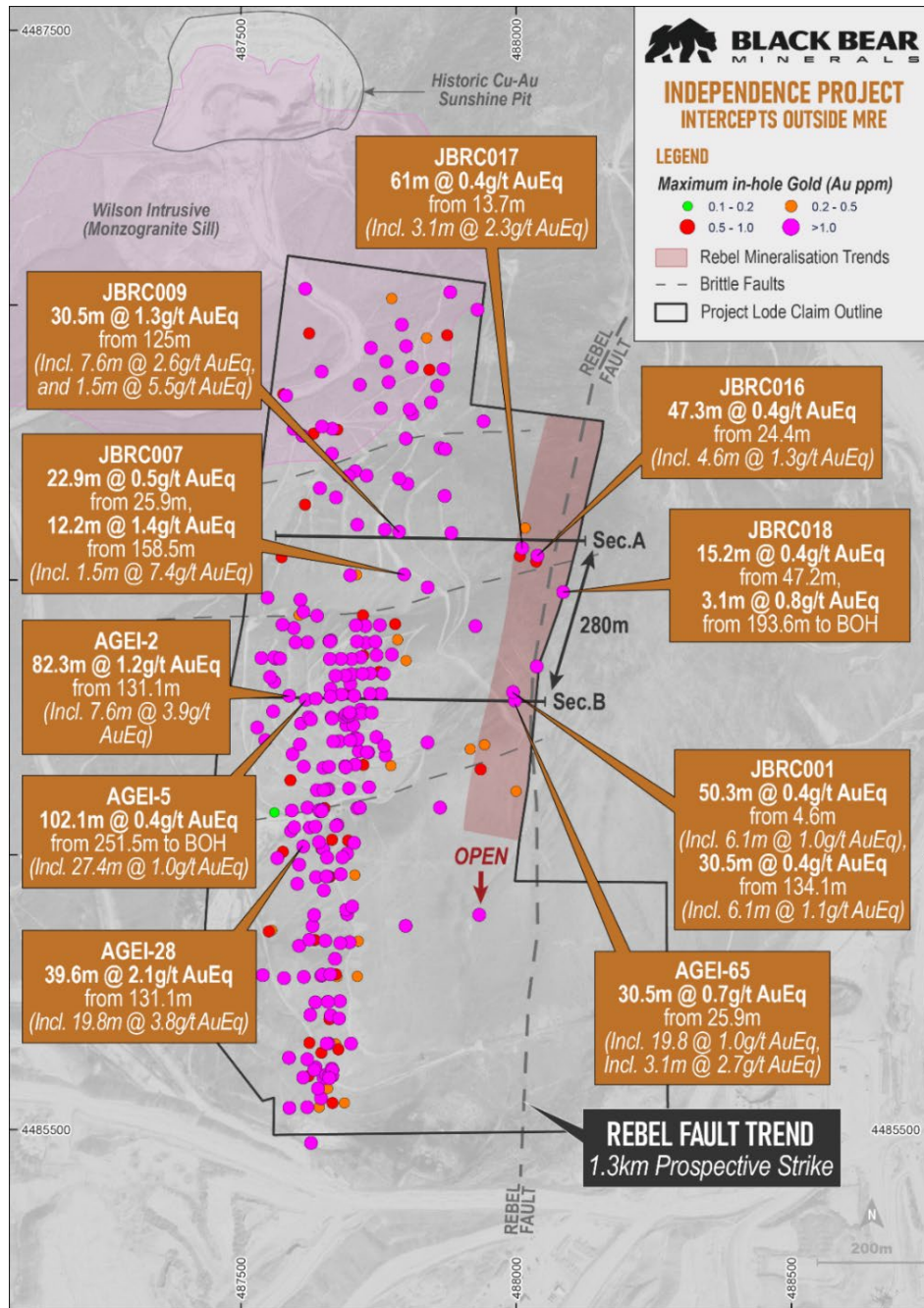


Figure 10: Drill hole assay results outside the near-surface MRE underlain by target mineralised trends.¹²

¹² For previously reported drillhole intercepts refer to the Company's ASX announcement dated 22 August 2025.

Initial drilling at North Hill intercepted numerous stacked mineralised lodes, including intervals with higher gold grades than the existing near-surface mineral resource estimate. Significant results included:

JBRC009: 30.5m @ 1.3g/t AuEq (0.9g/t Au, 67g/t Ag) from 125m, including:
7.6m @ 2.6g/t AuEq (1.3g/t Au, 205g/t Ag) from 132.6m, including:
1.5m @ 5.5g/t AuEq (5.3g/t Au, 29g/t Ag) from 147.8m

JBRC007: 22.9m @ 0.5g/t AuEq (0.5g/t Au, 4g/t Ag) from 25.9m, including:
12.2m @ 1.4g/t AuEq (1.2g/t Au, 30g/t Ag) from 158.5m

Drill intercepts in JBRC007 represent a 100m step-out north of the drilled extents of the southern portion of the near surface mineral resource, with drill intercept in JBRC009 a further 75m north.

As announced after the end of the Period, drilling at Rebel Peak intercepted numerous stacked mineralised lodes, including intervals that are higher gold grades than the existing near-surface mineral resource¹³:

JBRC016: 47.3m @ 0.4g/t AuEq (0.3g/t Au, 6g/t Ag) from 24.4m, including:
4.6m @ 1.3g/t AuEq (1.3g/t Au, 5g/t Ag) from 64.0m

JBRC017: 61.0m @ 0.4g/t AuEq (0.3g/t Au, 7g/t Ag) from 13.7m, including:
3.1m @ 2.3g/t AuEq (2.2g/t Au, 24g/t Ag) from 30.5m

JBRC018: 15.2m @ 0.4g/t AuEq (0.4g/t Au, 6g/t Ag) from 47.2m, and
3.1m @ 0.8g/t AuEq (0.8g/t Au, 24g/t Ag) from 193.6m to bottom-of-hole

JBRC019: 39.6m @ 0.3g/t AuEq (0.2g/t Au, 5g/t Ag) from 30.5m, including:
1.5m @ 1.0g/t AuEq (1.0g/t Au, 3g/t Ag) from 30.5m, and
36.6m @ 0.3g/t AuEq (0.2g/t Au, 5g/t Ag) from 178.3m

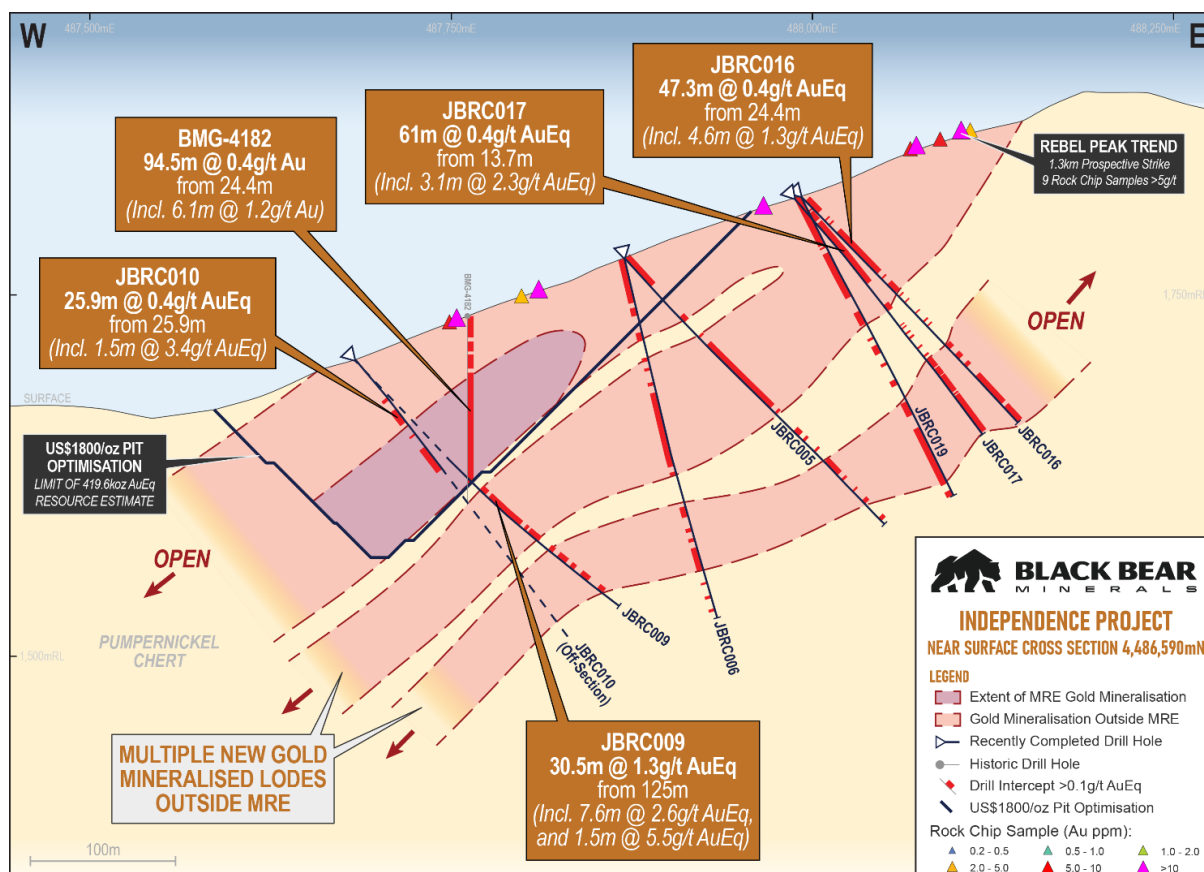


Figure 11: Cross section through the near-surface mineralisation at North Hill, displaying recently received assay results outside the MRE¹⁴.

¹³ For previously reported drill intercepts refer to the Company's ASX announcement dated 16 January 2026

¹⁴ For previously reported drillhole intercepts not previously referenced refer to the Company's ASX announcement dated 22 August 2025.

The results in drillholes JBRC016 to JBRC019 represent an up-dip extension to gold mineralised lodes previously intercepted in JBRC009 below the 419.6koz near surface mineral resource estimate.

Mineralisation of the Rebel Lodes dip westwards beneath the mineral resource estimate and are shown to extend for at least 450m at North Hill (Figure 11) and 560m at Yukon Hill (Figure 12), remaining open down-dip. Furthermore, drillholes JBRC016 to JBRC019 are situated 280m north of previously completed drillholes along the Rebel Trend¹⁴:

- AGEI-65: **30.5m @ 0.7g/t AuEq** (0.7g/t Au, 5g/t Ag) from 25.9m including:
incl. 19.8m @ 1.0g/t AuEq (0.9g/t Au, 5g/t Ag) from 35.1m including:
3.1m @ 2.7g/t AuEq (2.7g/t Au, 4g/t Ag) from 45.7m
- JBRC001: **50.3m @ 0.4g/t AuEq** (0.4g/t Au, 6g/t Ag) from 4.6m, and
30.5m @ 0.4g/t AuEq (0.3g/t Au, 5g/t Ag) from 134.1m including:
6.1m @ 1.1g/t AuEq (1.0g/t Au, 9g/t Ag) from 149.4m

The thickness of drill intercepts, coupled with continuity of lodes both down-dip and along strike highlight the growth potential that exists for near-surface gold mineralisation at the Independence Project.

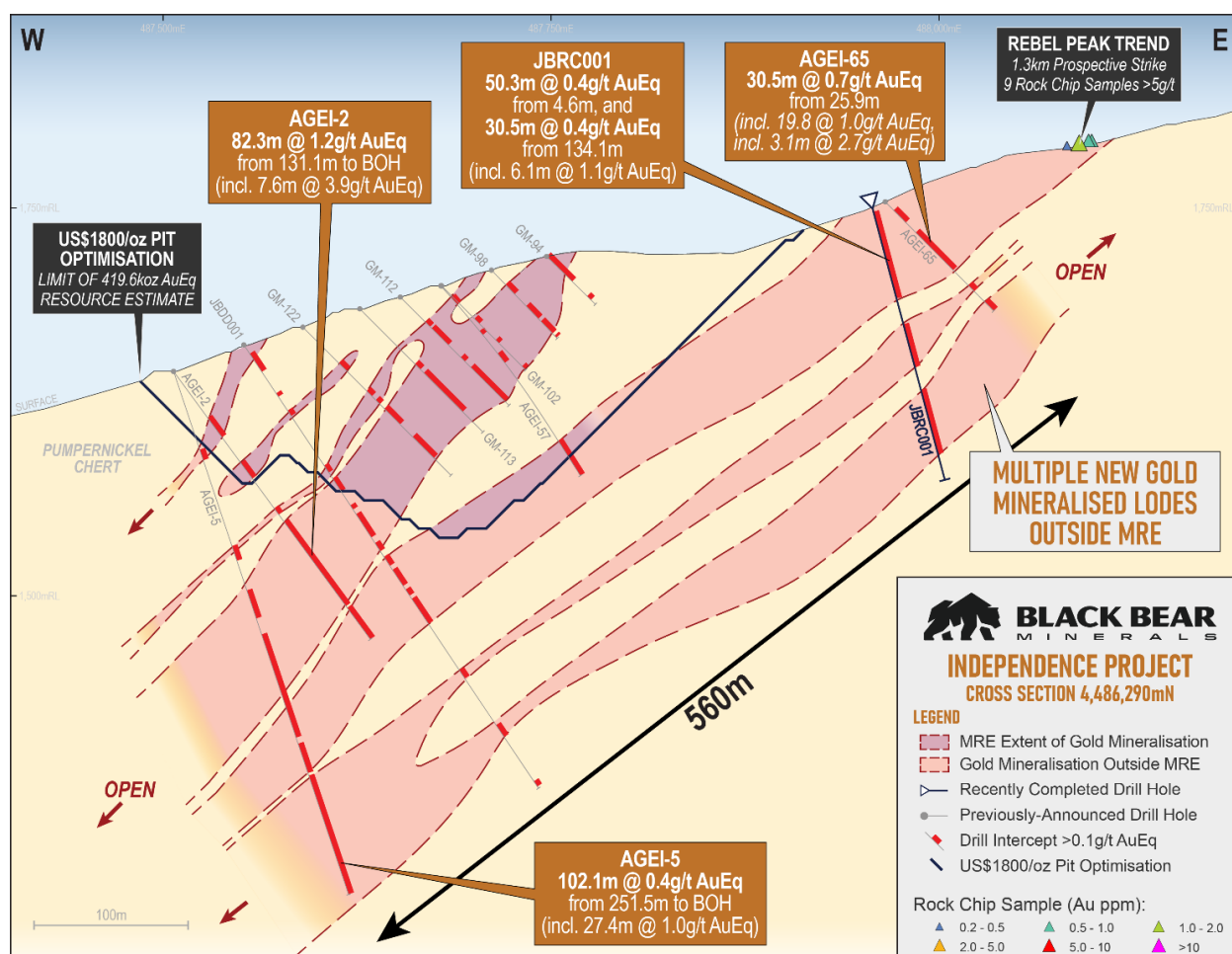


Figure 12: Cross section through the near-surface mineralisation at Yukon Hill, displaying recently received assay results outside the MRE¹⁵.

RC drilling at South Hill earlier in the Period also returned further promising thick mineralised intercepts across South Hill including¹⁶:

- JBRC011: **25.9m @ 0.6g/t AuEq** (0.5g/t Au, 11g/t Ag) from 161.5m, including:
4.6m @ 1.3g/t AuEq (1.1g/t Au, 19g/t Ag) from 182.9m
- JBRC012: **12.2m @ 0.5g/t AuEq** (0.4g/t Au, 19g/t Ag) from 100.6m, including:

¹⁵ For previously reported drillhole intercepts not previously referenced refer to the Company's ASX announcement dated 22 August 2025.

¹⁶ For previously reported results refer to the Company's ASX announcement dated 6 November 2025.

	1.5m @ 2.4g/t AuEq (1.9g/t Au, 71g/t Ag) from 108.2m
JBRC014:	4.6m @ 0.8g/t AuEq (0.6g/t Au, 53g/t Ag) from surface, and 25.9m @ 0.4g/t AuEq (0.3g/t Au, 9g/t Ag) from 103.6m
JBRC015:	1.5m @ 0.4g/t AuEq (0.3g/t Au, 7g/t Ag) from 13.7m

Phase 1 drilling at Rebel Peak is now complete and all assays have been received from the 2025 drilling at the Independence Project. Over the winter months, where site operations are halted due to weather, the Company will progress modelling of the new Rebel Lodes and plan additional drillholes in order to incorporate the gold mineralisation discovered outside the MRE into an updated JORC mineral resource estimate anticipated in Q2 2026.

Metallurgical Testwork Confirms +95% Gold Recovery of High-grade Skarn Resource

In conjunction with onsite activities during the Period, initial results were also received from metallurgical testwork, undertaken by Independent Metallurgical Operations, on core samples from all three domains of the existing skarn mineral resource estimate at the Independence Project. Initial results were received from Composite 2 (Middle Domain), with testwork on Composites 1 and 3 ongoing.

The preliminary testwork program was designed to assess the most effective flowsheet for gold recovery, as well as identifying any accessory elements to gold mineralisation prior to expanding the testwork program across all domains of the skarn resource.

A total of 40 samples, comprising 12 lengths of quartered diamond core and 28 coarse crushed sample reject material, were selected from four drillholes spanning each of the three domains of the skarn resource at the Independence Project. Three composite samples of 30-40kg were created, one composite for each of the resource domains (Table 3).

Composite ID	Hole IDs	Sample Type	Total Mass (kg)	Original Assay Value (g/t Au)	Status
Composite 1	IND-04	Core	30.01	4.28	Pending
Composite 2	IND-04, IND-05, IND-06	Core	34.44	4.61	Preliminary Complete
Composite 3	IND-01, IND-04, IND-05	Core	38.30	4.31	Pending

Table 3: Composite Sample selection details Summary¹⁷

Each composite was submitted for specific gravity determination and head assay analysis. Composite 2 was selected to undertake flowsheet determination testwork prior to further comparative testwork being completed on Composites 1 and 3.

Composite 2 was split into three samples, with each split being prepared to achieve a respective P80 grind size of 75µm (split 1), 150µm (split 2) and 106µm (split 3).

Each split was then individually run through a Knelson gravity concentrator to produce a gravity gold concentrate. The tailings from the gravity concentrator were then sent through two further processing routes: split 1 was sent for direct cyanidation, while splits 2 and 3 were sent for combined flotation followed by cyanidation. The aim of this work was to assess the most effective flowsheet for gold recovery from a single sample composite (Composite 2) at various grind sizes.

Total gold recoveries for all tests on Composite 2 ranged between 87.7% and 95.9%, with low reagent consumptions for both lime and cyanide on all tests.

Test ID	Grind Size P80 (µm)	Gold Head Grade Average (g/t)	Gravity Recovery (%)	Flotation Gold Recovery (%)	Leaching Gold Recovery (%)	Total Gold Recovery (%)	Lime Consumption (kg/t)	Cyanide Consumption (kg/t)
LT01	75	3.86	43.3	N/A	52.6	95.9	1.37	0.50
LT02	150	3.99	40.3	32.5	14.9	87.7	1.19	0.41
LT03	106	3.78	41.5	39.4	15.0	95.9	1.21	0.49

Table 4: Gold Recovery testwork summary for Composite 2 testwork. Note: "N/A" stipulates that no flotation testwork was carried out on LT01¹⁷.

¹⁷ For previously reported exploration results refer to the Company's ASX announcement dated 31 October 2025.

Quebec Lithium Assets

Black Bear Minerals maintains a 100% interest in one of the largest lithium exploration portfolios in the James Bay region of Quebec, Canada. The Company's properties are located in the La Grande sub-province along-trend from PMET Resources (ASX: PMT) Shaakichiuwaanaan deposit.

No substantive exploration, mining or development activities were undertaken at the Company's Quebec Lithium Assets during the Period.

Corporate

Placement

As a condition precedent for the acquisition of the Shafter Project, the Company completed a two-tranche placement to raise A\$30m (before costs) through the issue of 46,153,847 new shares at an issue price of A\$0.65 ("**Placement**"). The Placement was strongly supported by leading offshore and domestic institutions.

Board and Management Appointments

On 2 October 2025, the Company announced the appointment of Dennis Lindgren as full-time Chief Executive Officer to lead the next stage of growth, with a focus on capitalising on the strong macroeconomic outlook for precious metals in the United States and the increasing alignment of U.S. government policy towards securing domestic supplies of critical and strategic minerals. Mr Lindgren's appointment ensures the Company is well positioned to leverage potential federal and state support for domestic silver production and associated critical mineral development.

In conjunction with Mr Lindgren's appointment, Andrew Dornan resigned from his position as Executive Chair and transitioned into the role of Corporate Consultant. Executive Director, Mr Matthew Hayes assumed the role of Executive Chair.

Change of Company Name

On 19 November 2025, the Company advised that following shareholder approval at the Company's Annual General Meeting, the Australian Securities and Investments Commission ("**ASIC**") had recorded the change of the Company name from James Bay Minerals Limited to **Black Bear Minerals Limited**. The change of company name and change of Australian Securities Exchange ("**ASX**") code to '**BKB**', took effect from the commencement of trading on Thursday, 20 November 2025.

Commencement of Trading on OTCQX

Black Bear Minerals commenced trading on the OTCQX Market under the ticker symbol "BKBMF" on December 16, 2025.

The OTCQX is the highest market of the OTC Markets Group in the United States and provides an efficient, transparent platform for U.S. investors, including institutional and retail, to access high-quality international companies.

Significant changes in the state of affairs

On 2 October 2025, the Company announced:

- it had entered into an agreement (Asset Purchase Agreement) under which it has agreed to acquire 100% of the Shafter Silver Project (Project or Shafter Project) in Texas, United States of America, the acquisition was completed following necessary shareholder approvals on 13 November 2025,
- a two-tranche placement to raise \$30,000,000 before costs. The placement was completed on 13 November 2025 following shareholder approval of Tranche 2. The proceeds were used to fund the acquisition of the Shafter Project, further exploration and development on all projects, placement costs, due diligence costs and working capital, and
- the appointment of Dennis Lindgren as full time Chief Executive Officer (CEO) with effect from 20 October 2025.

On 19 November 2025, following shareholder approval, the Company announced that ASIC had recorded the change in the Company name from James Bay Minerals Limited to Black Bear Minerals Limited.

On 19 November 2025, following shareholder approval, the Company issued 4,000,000 performance rights to director, Matthew Hayes ("**Director Performance Rights**") and 3,000,000 performance rights to CEO, Dennis Lindgren ("**CEO Performance Rights**") as a long-term incentive under the employee incentive plan.

The strengthening of the Australian dollar during the financial year affected the carrying values of US held assets and liabilities. The most significant impact was a \$1,065,928 foreign currency translation loss recorded against capitalised exploration and evaluation costs. (Refer note 4).

There were no other significant changes in the state of affairs of the Group during the financial half-year.

Matters subsequent to the end of the financial half-year

On 15 January 2026, shareholders approved the issue of 1,192,926 Stage1 Earn-in Shares valued at USD\$500,000 (based on the 30-Day VWAP of \$0.642 as at 28 November 2025 and an exchange rate of \$1AUD= \$0.6533 USD) as consideration to complete the Independence Project Stage 1 Earn-in. The Stage 1 Expenditure requirement was satisfied during the reporting period; however, the share-based consideration was subject to shareholder approval.

As a result, the Group's ownership interest in the Independence Project increased by a further 23.46%, bringing its total effective interest to 75%.

On 2 February 2026, CEO Dennis Lindgren was issued 500,000 fully paid ordinary shares for nil cash consideration upon exercising vested performance rights.

On 23 February 2026, director Matthew Hayes was issued 2,000,000 fully paid ordinary shares for nil cash consideration upon exercising vested performance rights.

No other matter or circumstance has arisen since 31 December 2025 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.

Forward-looking statements

This report may contain certain forward-looking statements, guidance, forecasts, estimates or projections in relation to future matters (Forward Statements) that involve risks and uncertainties, and which are provided as a general guide only. Forward Statements can generally be identified by the use of forward-looking words such as "anticipate", "estimate", "will", "should", "could", "may", "expects", "plans", "forecast", "target" or similar expressions and include, but are not limited to, indications of, or guidance or outlook on, future earnings or financial position or performance of the Company. The Company can give no assurance that these expectations will prove to be correct. You are cautioned not to place undue reliance on any forward-looking statements. None of the Company, its directors, employees, agents or advisers represent or warrant that such Forward Statements will be achieved or prove to be correct or gives any warranty, express or implied, as to the accuracy, completeness, likelihood of achievement or reasonableness of any Forward Statement contained in this report. Actual results may differ materially from those anticipated in these forward-looking statements due to many important factors, risks and uncertainties. The Company does not undertake any obligation to release publicly any revisions to any "forward-looking statement" to reflect events or circumstances after the date of this report, except as may be required under applicable laws.

Competent Person Statement

The information in this report that relates to previously reported Exploration Results for the Shafter Project is extracted from the Company's ASX announcements dated 2 October 2025, 27 November 2025, 2 December 2025 and 6 March 2026 ("**Shafter Announcements**"). The Company confirms that it is not aware of any new information or data that materially affects the information contained in the Shafter Announcements.

The resource estimate for the Shafter Project is a foreign estimate prepared in accordance with Canadian National Instrument 43-101. The Company first announced the foreign estimate on 2 October 2025. The supporting information provided in the original market announcement continues to apply and has not materially changed. The Company confirms it is not in possession of any new information or data that materially impacts on the reliability of the foreign estimates or the Company's ability to verify the foreign estimates as mineral resources in accordance with the JORC Code.

The information in this report that relates to previously reported Exploration Results and Estimates of Mineral Resources for the Independence Project is extracted from the Company's ASX announcements dated 5 March 2025, 22 August 2025, 31 October 2025, 6 November 2025 and 16 January 2026 ("**Independence Announcements**"). The Company confirms that it is not aware of any new information or data that materially affects the information contained in the Independence Announcements and, in the case of estimates of mineral resources, the Company confirms that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

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.

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors



Matthew Hayes
Executive Chair

16 March 2026

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the directors of Black Bear Minerals Limited (formerly James Bay Minerals Limited)

As lead auditor for the review of Black Bear Minerals Limited for the half-year ended 31 December 2025, I declare that, to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Black Bear Minerals Limited and the entities it controlled during the period.



William Buck Audit (Vic) Pty Ltd
ABN 59 116 151 136



J. C. Luckins
Director
Melbourne, 16 March 2026

Black Bear Minerals Limited (formerly James Bay Minerals Limited)
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General information

The financial statements cover Black Bear Minerals Limited as a Group consisting of Black Bear Minerals Limited and the entities it controlled at the end of, or during, the half-year. The financial statements are presented in Australian dollars, which is Black Bear Minerals Limited presentation currency Black Bear Minerals Limited functional currency is United States dollars.

Black Bear Minerals Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Danpalo Group Pty Ltd
Suite 1, 1 Tully Road
East Perth, WA 6004

A description of the nature of the Group's operations and its principal activities is included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 16 March 2026.

Black Bear Minerals Limited (formerly James Bay Minerals Limited)
Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2025



	Note	Consolidated	
		31 Dec 2025	31 Dec 2024
		\$	\$
Other Income			
Interest income		73,553	10,478
Government Grants (Canadian mining tax credits)		85,143	200,904
Expenses			
Corporate expenses		(1,020,074)	(605,185)
Exploration and evaluation costs		(159,789)	(588,925)
Employment and consulting		(382,369)	(444,047)
Share based payments	8	(2,606,419)	(2,149,145)
Finance costs		(27,361)	-
Loss before income tax expense		(4,037,316)	(3,575,920)
Income tax expense		-	-
Loss after income tax expense for the half-year		(4,037,316)	(3,575,920)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation		(712,769)	53,618
Other comprehensive income for the half-year, net of tax		(712,769)	53,618
Total comprehensive income for the half-year		(4,750,085)	(3,522,302)
		Cents	Cents
Basic earnings per share		(3.50)	(6.30)
Diluted earnings per share		(3.50)	(6.30)

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

Black Bear Minerals Limited (formerly James Bay Minerals Limited)
Consolidated statement of financial position
As at 31 December 2025



	Note	Consolidated 31 Dec 2025 \$	30 Jun 2025 \$
Assets			
Current assets			
Cash and cash equivalents		12,801,790	4,454,648
Trade and other receivables		374,510	187,560
Prepayments		610,199	209,115
Total current assets		<u>13,786,499</u>	<u>4,851,323</u>
Non-current assets			
Property, plant and equipment		326,308	162,590
Exploration and evaluation	4	44,088,009	14,638,661
Prepayments		68,750	23,118
Total non-current assets		<u>44,483,067</u>	<u>14,824,369</u>
Total assets		<u>58,269,566</u>	<u>19,675,692</u>
Liabilities			
Current liabilities			
Trade and other payables		991,457	679,291
Employee benefits		1,417	-
Deferred consideration	7	6,343,284	-
Total current liabilities		<u>7,336,158</u>	<u>679,291</u>
Non-current liabilities			
Deferred consideration	7	5,967,989	34,066
Total non-current liabilities		<u>5,967,989</u>	<u>34,066</u>
Total liabilities		<u>13,304,147</u>	<u>713,357</u>
Net assets		<u>44,965,419</u>	<u>18,962,335</u>
Equity			
Issued capital	5	56,896,012	26,467,996
Reserves		2,440,291	2,827,907
Accumulated losses		(14,779,649)	(10,742,333)
Equity attributable to the owners of Black Bear Minerals Limited		44,556,654	18,553,570
Non-controlling interest		408,765	408,765
Total equity		<u>44,965,419</u>	<u>18,962,335</u>

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

Black Bear Minerals Limited (formerly James Bay Minerals Limited)
Consolidated statement of changes in equity
For the half-year ended 31 December 2025

Consolidated	Issued capital \$	Share-based payments reserve \$	Foreign currency translation reserve \$	Accumulated losses \$	Non-controlling interests \$	Total equity \$
Balance at 1 July 2024	8,090,827	187,500	(71,774)	(5,500,390)	-	2,706,163
Loss after income tax expense for the half-year	-	-	-	(3,575,920)	-	(3,575,920)
Other comprehensive income for the half-year, net of tax	-	-	53,618	-	-	53,618
Total comprehensive income for the half-year	-	-	53,618	(3,575,920)	-	(3,522,302)
<i>Transactions with owners in their capacity as owners:</i>						
Contributions of equity	7,500,000	-	-	-	-	7,500,000
Share-based payments	11,132,500	-	-	-	408,765	11,541,265
Exercise of Performance rights	120,000	(120,000)	-	-	-	-
Shares issued for investor relations services	114,375	-	-	-	-	114,375
Vesting of share-based payments	-	2,149,145	-	-	-	2,149,145
Capital raising costs	(473,206)	-	-	-	-	(473,206)
Balance at 31 December 2024	<u>26,484,496</u>	<u>2,216,645</u>	<u>(18,156)</u>	<u>(9,076,310)</u>	<u>408,765</u>	<u>20,015,440</u>
Consolidated	Issued capital \$	Share-based payments reserve \$	Foreign currency translation reserve \$	Accumulated losses \$	Non-controlling interests \$	Total equity \$
Balance at 1 July 2025	26,467,996	2,815,307	12,600	(10,742,333)	408,765	18,962,335
Loss after income tax expense for the half-year	-	-	-	(4,037,316)	-	(4,037,316)
Other comprehensive income for the half-year, net of tax	-	-	(712,769)	-	-	(712,769)
Total comprehensive income for the half-year	-	-	(712,769)	(4,037,316)	-	(4,750,085)
<i>Transactions with owners in their capacity as owners:</i>						
Placement shares issued - Tranche 1 (note 5)	8,046,500	-	-	-	-	8,046,500
Exercise of Performance rights (note 5)	2,053,266	(2,053,266)	-	-	-	-
Shares issued to CEO (note 5)	228,000	-	-	-	-	228,000
Vesting of share-based payments	-	2,378,419	-	-	-	2,378,419
Placement shares issued - Tranche 2 (note 5)	21,953,500	-	-	-	-	21,953,500
Capital raising costs	(1,853,250)	-	-	-	-	(1,853,250)
Balance at 31 December 2025	<u>56,896,012</u>	<u>3,140,460</u>	<u>(700,169)</u>	<u>(14,779,649)</u>	<u>408,765</u>	<u>44,965,419</u>

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

Black Bear Minerals Limited (formerly James Bay Minerals Limited)
Consolidated statement of cash flows
For the half-year ended 31 December 2025



	Note	Consolidated	
		31 Dec 2025	31 Dec 2024
		\$	\$
Cash flows from operating activities			
Receipts from Canadian mining tax credits		63,268	540,794
Payments to suppliers and employees		(1,850,543)	(2,174,799)
		(1,787,275)	(1,634,005)
Interest received		75,045	10,478
Net cash used in operating activities		(1,712,230)	(1,623,527)
Cash flows from investing activities			
Payments to acquire exploration and evaluation assets	7	(15,623,977)	-
Cash acquired through asset acquisition		-	3,202
Payments for property, plant and equipment		(187,200)	(15,911)
Payments for exploration and evaluation		(2,263,242)	(170,928)
Net cash used in investing activities		(18,074,419)	(183,637)
Cash flows from financing activities			
Proceeds from issue of shares	5	30,000,000	7,500,000
Share issue transaction costs	5	(1,853,250)	(473,206)
Net cash from financing activities		28,146,750	7,026,794
Net increase in cash and cash equivalents		8,360,101	5,219,630
Cash and cash equivalents at the beginning of the financial half-year		4,454,648	2,113,306
Effects of exchange rate changes on cash and cash equivalents		(12,959)	6,241
Cash and cash equivalents at the end of the financial half-year		<u>12,801,790</u>	<u>7,339,177</u>

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

Note 1. Material accounting policy information

These general purpose financial statements for the interim half-year reporting period ended 31 December 2025 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001 and the annual report for the year ended 30 June 2025.

The principal accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

Exploration and evaluation

The Group's accounting policies for exploration and evaluation expenditure for each area of interest are outlined below.

- Lithium Resources Project (James Bay, Quebec, Canada): exploration and evaluation expenditure is expensed as incurred.
- Independence Gold Project (Nevada, USA) and Shafter Silver Project (Texas, USA) exploration and evaluation expenditure is either partially or fully capitalised and recognised as an asset.

Expenditure for the Independence Gold Project and the Shafter Silver Project has been capitalised based on an assessment completed by the Directors in accordance with AASB 6 Exploration for and Evaluation of Mineral Resources. This assessment considered the fact that it is a new area of interest, along with the tenement's exploration prospects and prevailing gold and silver commodity prices.

Canadian mining tax credits

Mining tax credits are recognised as and when control over the credits are achieved and all conditions necessary relevant to the release of that credits are fulfilled.

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 consolidated entity.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

The following Accounting Standards and Interpretations are most relevant to the Group:

Note 2. 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.

Note 2. Critical accounting judgements, estimates and assumptions (continued)

In addition to the accounting estimates and judgments set out in the 30 June 2025 financial statements, the following accounting estimates and judgments arose that the directors deem materially impacted these financial statements for the half year ended 31 December 2025:

Determination of exploration and evaluation expenditure accounting policies for each area of interest.

The directors have elected to adopt separate exploration and evaluation expenditure accounting policies for each area of interest based on an assessment of:

- rights to tenure of the area of interest,
- whether the exploration and evaluation activities have reached a stage whereby economically recoverable mining reserves are determinable, and
- prevailing market conditions.

Acquisition of Shafter Silver Project (refer note 7).

The Group assesses whether a transaction constitutes a business combination under AASB 3 – Business Combinations or an asset acquisition. A transaction is classified as a business combination if it involves acquiring an integrated set of activities and assets capable of being conducted and managed to generate returns. If the acquired assets do not meet the definition of a business, the transaction is accounted for as an asset acquisition, with identifiable assets and liabilities recognised at their relative fair values. No goodwill is recognised in an asset acquisition.

In assessing whether the Group has control over the acquired assets, management applies the principles of AASB 10 – Consolidated Financial Statements. Control exists when the Group:

- has power over the acquired entity or assets;
- is exposed to, or has rights to, variable returns from its involvement; and
- has the ability to use its power to affect the amount of returns.

Significant judgment was required in assessing control, particularly when evaluating contractual arrangements, governance rights, and decision-making authority over key activities.

Following the acquisition of the Shafter Silver Project, management assessed the transaction under AASB 3 and determined that the acquired assets do not constitute a business, as they lack significant processes or outputs. Accordingly, the transaction has been accounted for as an asset acquisition, with assets and liabilities recognised at their relative fair values.

Significant judgement was also required to determine accounting treatment for the deferred consideration component of the Shafter Project acquisition. As the second deferred consideration payment is due no later than 2 October 2027, it was classified as a non-current liability initially recognised at fair value based on its present value using US risk-free interest rates on government securities with similar maturity profiles.

Share-based payments (refer note 8).

Judgement is applied in assessing the probability of satisfying market and non-market vesting conditions attached to performance rights. Estimation is also required in determining the grant-date fair value of awards with market-based conditions, including the selection of an appropriate valuation model and key assumptions such as volatility, expected term, risk-free rate, market capitalisation hurdles and future share price performance. These estimates are reviewed at each reporting date and revised where appropriate.

Note 3. Operating segments

The chief operating decision makers, being the Company's directors, have determined that the Company conducts exploration and evaluation activities in the North American geographical segment.

Note 4. Exploration and evaluation

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

Consolidated	Independence	Shafter Silver	Total
	Gold Project	Project	
	\$	\$	\$
Balance at 1 July 2025	14,638,661	-	14,638,661
Additions through asset acquisition (note 7)	-	28,252,034	28,252,034
Additions	1,819,308	443,934	2,263,242
Foreign exchange translations	(125,707)	(940,221)	(1,065,928)
Balance at 31 December 2025	<u>16,332,262</u>	<u>27,755,747</u>	<u>44,088,009</u>

Note 5. Issued capital

	Consolidated		30 Jun 2025
	31 Dec 2025	31 Dec 2025	
	Shares	\$	\$
Ordinary shares - fully paid	<u>148,742,117</u>	<u>56,896,012</u>	<u>26,467,996</u>

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 Jul 2025	99,128,270		26,467,996
Placement - Tranche 1 ^(a)	9 Oct 2025	12,379,230	\$0.6500	8,046,500
Exercise of performance rights held by former director, Andrew Dornan	3 Nov 2025	3,000,000	\$0.6700	2,004,898
Placement - Tranche 2 ^(a)	10 Nov 2025	33,774,617	\$0.6500	21,953,500
Shares issued to CEO, Dennis Lindgren ^(b) (note 8)	13 Nov 2025	300,000	\$0.7600	228,000
Exercise of performance rights	19 Nov 2025	100,000	\$0.3023	30,230
Exercise of performance rights	19 Nov 2025	60,000	\$0.3023	18,138
Capital raising costs		-		(1,853,250)
Balance	31 December 2025	<u>148,742,117</u>		<u>56,896,012</u>

(a) The Company completed a two-tranche placement raising \$30,000,000 before costs at a fixed issue price of \$0.65 per share. Shareholders approved Tranche 2 on 13 November 2025. Canaccord Genuity (Australia) Limited acted as Lead Manager. The proceeds were used to fund the acquisition of the Shafter Project, further exploration and development on all projects, placement costs, due diligence costs and working capital.

(b) Issued at fair value based on the prevailing market price of the Company's shares

Note 6. Contingent liabilities

The Group via 1404100 B.C. Ltd, a wholly owned subsidiary, has granted the original vendors a 3% net smelter royalty on minerals extracted from the projects being Joule, Aero, Aqua, Troilus and La Grande East.

The Independence Gold Project unpatented mining claims are subject to a 2% net smelter return royalty to Independence Gold-Silver Mines, Inc., the previous owner of the unpatented mining claims.

AGEI will be granted a 2.0% net smelter return royalty upon the Company's acquisition of the AGEI Interest in the Independence Gold Project via the Joint Venture entity Independence Mining LLC. The Company retains the right to buy back 50% of the Royalty (reducing it from 2% to 1%) at any time by paying US\$4,000,000 to AGEI, which may be satisfied in cash or Shares based on the 30-day VWAP.

Note 6. Contingent liabilities (continued)

The Shafter Silver Project is subject to a 2.0% net smelter return royalty on all metals payable to the previous owner Rio Grande Mining Company and Shafter Properties Inc. (both wholly owned subsidiaries of Aurcana Silver Corporation).

Note 7. Asset acquisition

Shafter Silver Project acquisition

On 2 October 2025, the Company announced it had entered into an agreement (**Asset Purchase Agreement**) under which it has agreed to acquire 100% of the Shafter Silver Project (**Project** or **Shafter Project**) in Texas, United States of America. The Acquisition was completed following necessary shareholder approvals on 13 November 2025.

Consideration paid and payable under the Asset Purchase Agreement comprises:

(a) (Upfront Consideration): The upfront consideration comprised US\$9,500,000 as set out in the Asset Purchase Agreement plus legal and due diligence was paid on completion of the Acquisition.

(b) Deferred Consideration): Deferred consideration of US\$8,500,000, payable in two equal instalments of US\$4,250,000:

- (i) the first payable no later than 12 months after the date of the Asset Purchase Agreement; being 2 October 2026
- (ii) the second payable no later than 24 months after the date of the Asset Purchase Agreement; being 2 October 2027

At the Company's election, subject to shareholder approval at the time of making such election and the Floor Price described below, the Deferred Consideration may be satisfied by the issue of Shares. The number of Deferred Consideration Shares is to be determined based on a deemed issue price equal to the 20-day volume weighted average price (**VWAP**) of the Company's Shares as at the date of the relevant notice of general meeting. The deemed issue price of the Deferred Consideration Shares is subject to a floor price of \$0.70 per Share (**Floor Price**). The Deferred Consideration must be satisfied in cash if the VWAP is below the Floor Price or if Shareholders do not approve the issue.

As the second deferred consideration payment is due no later than 2 October 2027, it is classified as a non-current liability. The liability was initially recognised at its present value, with the subsequent unwinding of the discount recognised as a finance cost

(c) (Royalty): A 2.0% net smelter return royalty on all metals.

	Consolidated 31 Dec 2025 \$
Shafter Project Purchase consideration	
Upfront cash consideration paid	15,623,977
First deferred consideration payment due no later than 2 October 2026 ^(a)	6,538,462
Non-current liability second deferred consideration payment due no later than 02 October 2027, recorded at net present value ^(a)	6,089,595
	28,252,034

(a) The variance in deferred consideration between the acquisition date and 31 December 2025 arises from the unwinding of the discount on initial recognition and the retranslation of the US dollar-denominated liability at the closing rate. These movements are recognised in profit or loss as a finance cost and within equity in the foreign currency translation reserve, respectively.

Independence Gold Project acquisition

Details of the acquisition of the Independence Gold Project were previously disclosed in the Group's 30 June 2025 Annual Report.

During the period, the Group satisfied the expenditure requirement under the Stage 1 Earn In condition. The share-based consideration to fully satisfy the Stage 1 Earn In condition required shareholder approval which occurred subsequent to the end of the reporting period on 15 January 2026. This resulted in the Group increasing its ownership interest in the Independence Project by a further 23.46%, bringing its total effective interest to 75%. (Refer note 9 Events after the end of the reporting period.

Note 8. Share-based payments

Reconciliation of share-based payments

	Consolidated	
	31 Dec 2025	31 Dec 2024
	\$	\$
<i>Statement of profit or loss and other comprehensive income</i>		
Share-based payment to CEO, Dennis Lindgren (note 5).	(228,000)	
Vesting of performance rights granted	(2,378,419)	(2,149,145)
	(2,606,419)	(2,149,145)

On 19 November 2025, following shareholder approval, the Company issued 4,000,000 performance rights to director, Matthew Hayes (**Director Performance Rights**) and 3,000,000 performance rights to CEO, Dennis Lindgren (**CEO Performance Rights**) as a long-term incentive under the employee incentive plan.

The performance rights were issued for nil consideration.

The Director and CEO performance rights will expire and lapse on the first to occur of the following:

- (a) the Vesting Condition becoming incapable of satisfaction due to the cessation of employment of the holder with the Company (or any of its subsidiary entities) (subject to the exercise of the Board's discretion under the Plan) or
- (b) 5.00pm (AWST) on the date which is 5 years after the date of issue.

The Director Performance Rights vesting conditions are:

Tranche 1	500,000	Subject to ongoing employment or engagement with the Company, the Company announcing completion of a drill program of not less than 5,000 meters at the Shafter Project.
Tranche 2	500,000	Subject to ongoing employment or engagement with the Company, the Company announcing a JORC 2012 mineral resource at its Shafter Project of at least of 25 Moz AgEq at a minimum grade of 300 g/t AgEq (classification inferred or better).
Tranche 3	1,000,000	Subject to ongoing employment or engagement with the Company, the market capitalisation of the Company, being the total number of fully paid ordinary shares on issue multiplied by the closing price of the Company's shares on the ASX (Market Capitalisation), over a period of 20 consecutive trading days being equal or greater than A\$150 million.
Tranche 4	1,000,000	Subject to ongoing employment or engagement with the Company, the Market Capitalisation of the Company over a period of 20 consecutive trading days being equal or greater than A\$175 million.
Tranche 5	1,000,000	Subject to ongoing employment or engagement with the Company, the Market Capitalisation of the Company over a period of 20 consecutive trading days being equal or greater than A\$200 million.
	4,000,000	

Note 8. Share-based payments (continued)

The CEO Performance Rights vesting conditions are:

Both of the following:

(a) 12 months of continuous services as an executive;

and,

(b) the Company announcing completion of a drill program of not less than 5,000 meters following commencement as CEO.

Tranche 1	500,000	Subject to ongoing employment or engagement with the Company, the Company announcing a maiden JORC 2012 mineral resource at its Shafter Project, minimum size of 3 Mt @ 250 g/t Ag (classification inferred or better).
Tranche 2	500,000	Subject to ongoing employment or engagement with the Company, the Market Capitalisation of the Company over a period of 20 consecutive trading days being equal or greater than A\$125 million.
Tranche 3	500,000	Subject to ongoing employment or engagement with the Company, the Market Capitalisation of the Company over a period of 20 consecutive trading days being equal or greater than A\$150 million.
Tranche 4	500,000	Subject to ongoing employment or engagement with the Company, the Market Capitalisation of the Company over a period of 20 consecutive trading days being equal or greater than A\$175 million.
Tranche 5	500,000	Subject to ongoing employment or engagement with the Company, the Market Capitalisation of the Company over a period of 20 consecutive trading days being equal or greater than A\$200 million
Tranche 6	500,000	
	<u>3,000,000</u>	

The valuation model inputs used to determine the fair value of each Director performance right tranche in respective order is set out below:

Grant date	Expiry date	Share price at valuation date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.725
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.725
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.676
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.664
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.653

The valuation model inputs used to determine the fair value of each CEO performance right tranche in respective order is set out below:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.609
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.725
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.689
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.676
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.664
13/11/2025	13/11/2030	\$0.7250	\$0.0000	100.00%	-	3.94%	\$0.653

Set out below is a summary of performance rights granted.

Note 8. Share-based payments (continued)

31 Dec 2025

Grant date	Expiry date	Exercise price	Balance at the start of the half-year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the half-year *
01/03/2024	28/02/2028	\$0.0000	5,000,000	-	-	-	5,000,000
01/03/2024	28/02/2028	\$0.0000	750,000	-	-	-	750,000
04/09/2023	04/09/2028	\$0.0000	750,000	-	-	-	750,000
01/03/2024	28/02/2028	\$0.0000	750,000	-	-	-	750,000
13/12/2024	12/12/2029	\$0.0000	1,000,000	-	(1,000,000)	-	-
13/12/2024	12/12/2029	\$0.0000	1,000,000	-	(1,000,000)	-	-
13/12/2024	12/12/2029	\$0.0000	1,000,000	-	(1,000,000)	-	-
13/12/2024	12/12/2029	\$0.0000	1,000,000	-	-	-	1,000,000
17/03/2025	16/03/2028	\$0.0000	210,000	-	-	-	210,000
17/03/2025	16/03/2028	\$0.0000	210,000	-	-	-	210,000
17/03/2025	16/03/2028	\$0.0000	210,000	-	(160,000)	-	50,000
02/05/2025	01/05/2030	\$0.0000	1,000,000	-	-	-	1,000,000
02/05/2025	01/05/2030	\$0.0000	1,000,000	-	-	-	1,000,000
02/05/2025	01/05/2030	\$0.0000	1,000,000	-	-	-	1,000,000
02/05/2025	01/05/2030	\$0.0000	1,000,000	-	-	-	1,000,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	1,000,000	-	-	1,000,000
13/11/2025	13/11/2030	\$0.0000	-	1,000,000	-	-	1,000,000
13/11/2025	13/11/2030	\$0.0000	-	1,000,000	-	-	1,000,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
13/11/2025	13/11/2030	\$0.0000	-	500,000	-	-	500,000
			16,880,000	7,000,000	(3,160,000)	-	20,720,000

* As at 31 December 2025 1,550,000 (30 June 2025: 3,000,000) performance rights were exercisable.

Note 9. Events after the reporting period

On 15 January 2026, shareholders approved the issue of 1,192,926 Stage1 Earn-in Shares valued at USD\$500,000 (based on the 30-Day VWAP of \$0.642 as at 28 November 2025 and an exchange rate of \$1AUD= \$0.6533 USD) as consideration to complete the Independence Project Stage 1 Earn-in. The Stage 1 Expenditure requirement was satisfied during the reporting period; however, the share-based consideration was subject to shareholder approval.

As a result, the Group's ownership interest in the Independence Project increased by a further 23.46%, bringing its total effective interest to 75%.

On 2 February 2026, CEO Dennis Lindgren was issued 500,000 fully paid ordinary shares for nil cash consideration upon exercising vested performance rights.

On 23 February 2026, director Matthew Hayes was issued 2,000,000 fully paid ordinary shares for nil cash consideration upon exercising vested performance rights.

No other matter or circumstance has arisen since 31 December 2025 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.

Black Bear Minerals Limited (formerly James Bay Minerals Limited)
Directors' declaration
31 December 2025

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2025 and of its performance for the financial half-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.

Signed in accordance with a resolution of Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the Directors



Matthew Hayes
Executive Chair

16 March 2026

Independent auditor's review report to the members of Black Bear Minerals Limited (formerly James Bay Minerals Limited)

Report on the half-year financial report



Our conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of Black Bear Minerals Limited (the Company), and its subsidiaries (the Group) does not comply with the *Corporations Act 2001*, including:

- giving a true and fair view of the Group's financial position as at 31 December 2025 and of its financial performance for the half-year then ended; and
- complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

What was reviewed?

We have reviewed the accompanying half-year financial report of the Group, which comprises:

- the consolidated statement of financial position as at 31 December 2025,
- the consolidated statement of profit or loss and other comprehensive income for the half-year then ended,
- the consolidated statement of changes in equity for the half-year then ended,
- the consolidated statement of cash flows for the half-year then ended,
- notes to the financial statements, including material accounting policy information, and
- the directors' declaration.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's responsibilities for the review 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 our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibilities for the review of the financial report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2025 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



William Buck Audit (Vic) Pty Ltd

ABN 59 116 151 136



J. C. Luckins

Director

Melbourne, 16 March 2026