AMENDED OFFERING DOCUMENT
UNDER THE LISTED ISSUER FINANCING EXEMPTION

(Amending the Offering Document dated October 1, 2026)

November 13, 2026

BEYOND MINERALS INC.
("**Beyond**" or the "**Company**")

PART 1. SUMMARY OF OFFERING

What are we offering?

Securities Offered:	Up to 20,000,000 units of the Company (the "**Units**").
Description of Securities Offered:	Each Unit will consist of one common share in the capital of the Company (each, a "**Common Share**") and one-half of one Common Share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant will entitle the holder thereof to purchase one Common Share (a "**Warrant Share**") at a price of $0.10 per Warrant Share for a period of 24 months following the date of issuance. Holders of Common Shares are entitled to: (i) receive notice of and to attend (in person or by proxy) all meetings of shareholders of the Company, and to have one vote for each Common Share held at such time, except in each case for meetings at which only holders of another specified class of shares of the Company are entitled to vote; (ii) subject to the prior rights, if any, of other classes of shares of the Company, receive dividends, if any, as and when declared by the Company's board of directors; and (iii) subject to the prior rights, if any, of other classes of shares of the Company, to participate equally in any distribution of net assets upon the dissolution, liquidation or winding-up of the Company. The Common Shares do not carry any pre-emptive, subscription, redemption or conversion rights, nor do they contain any sinking or purchase fund provisions. The terms and conditions which govern the Warrants will be referred to on the certificates representing the Warrants and will, among other things, include provisions for the appropriate adjustment in the class, number and price of the Warrant Shares issuable upon exercise of the Warrants upon the occurrence of certain events, including any subdivision, consolidation or reclassification of the Common Shares, the payment of stock dividends and the amalgamation, arrangement or reorganization of the Company. The issue of the Warrants will not restrict or prevent the Company from obtaining any other financing, or from issuing additional securities or rights, during the period within which the Warrants may be exercised.
Offering Price:	$0.036 per Unit.

Offering Amount:	Up to 20,000,000 Units, for maximum gross proceeds of up to $720,000 (the "**Offering**"). There is no minimum Offering amount. The Company may complete the Offering for any amount up to the maximum Offering amount, subject to the Company having sufficient available funds to meet its business objectives and liquidity requirements for the 12 months following completion of the Offering.
Closing Date:	The Offering is expected to close on or about November 20, 2026, or on any other date or dates as the Company may determine, and, in any event, on or before a date not later than 45 days after the date of the filing of this amended Offering Document. The Offering may close in one or more tranches.
Exchange:	The Common Shares are listed and posted for trading on the Canadian Securities Exchange (the "**CSE**") under the symbol "**BY**" and on the OTCQB (the "**OTC**") under the symbol "**BYDMF**".
Last Closing Price:	On November 12, 2026, the closing price of the Common Shares on the CSE was $0.03 and on the OTC was US$0.02.

All references in this amended Offering Document to "dollars", "C$" or "$" are to Canadian dollars, unless otherwise stated.

No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this document. Any representation to the contrary is an offence. This offering may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.

The Company is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 - *Prospectus Exemptions* ("NI 45-106"). In connection with this Offering, the Company represents the following is true:

- **The Company has active operations and its principal asset is not cash, cash equivalents or its exchange listings.**
- **The Company has filed all periodic and timely disclosure documents that it is required to have filed.**
- **The total dollar amount of this Offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption in the 12 months immediately before the date of this amended Offering Document, will not exceed $5,000,000.**
- **The Company will not close this Offering unless the Company reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.**
- **The Company will not allocate the available funds from this Offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the Company seeks security holder approval.**

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This amended Offering Document contains “forward-looking information” within the meaning of applicable Canadian securities legislation (“**forward-looking statements**”). In some cases, forward-looking statements can be identified by words or phrases such as “may”, “might”, “will”, “expect”, “anticipate”, “estimate”, “intend”, “plan”, “indicate”, “seek”, “believe”, “predict”, “assume”, “budget”, “strategy”, “scheduled”, “forecast”, “target” or “likely”, or the negative forms of these terms, or other similar expressions (or variations of such words or phrases) or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. In particular, forward-looking statements in this amended Offering Document include, but are not limited to, statements with respect to: future capital expenditures, anticipated content, commencement, and cost of exploration programs in respect of the Company's projects and mineral properties, anticipated exploration program results from exploration activities, resources and/or reserves on the Company's projects, and the anticipated business plans and timing of future activities of the Company. All statements other than statements of historical fact included in this amended Offering Document, including, without limitation, statements regarding the future plans and objectives of the Company, predictions, expectations, beliefs, projections, assumptions or future events are forward-looking statements.

These forward-looking statements are not historical facts and are not guarantees of future performance and involve assumptions, estimates and risks and uncertainties that are difficult to predict. Therefore, actual results may differ materially from what is expressed, implied or forecasted in such forward-looking statements. Forward-looking statements are based on the assumptions, beliefs, expectations and opinions of management on the date the statements are made concerning anticipated financial performance, business prospects, strategies, regulatory developments, development plans, exploration and development activities, commitments and future opportunities, many of which are difficult to predict and beyond our control. In connection with the forward-looking statements contained in this amended Offering Document, we have made certain assumptions about, among other things, the Company’s business operations, including the Company’s growth potential, future prospects and opportunities, including that no significant event will occur outside the Company’s normal course of business operations; the demand for and future prices of commodities and minerals; the future impact of pandemics, endemics and epidemics; the Company’s financial resources and its ability to raise any necessary additional capital on reasonable terms; general business and economic conditions; the accuracy of budgeted exploration costs and expenditures; results of exploration activities being as anticipated and being completed in accordance with anticipated timelines and costs; future currency exchange rates and interest rates; the Company’s ability to attract and retain skilled personnel and directors; political and regulatory stability; competitive conditions; stable and favourable market (including labour, financial and capital market) conditions in Canada; the timely receipt of governmental, regulatory and third-party approvals, licenses and permits on favourable terms; results, costs and timing of future exploration and drilling programs; our relationship with stakeholders, including local communities; and our ability to acquire additional properties on favourable terms. Although management considers those assumptions to be reasonable on the date of this amended Offering Document based on information currently available to us, these assumptions are subject to significant business, social, economic, political, regulatory, competitive and other risks and uncertainties, contingencies and other factors that could cause actual performance, achievements, actions, events, results or conditions to be materially different from those projected in the forward-looking statements. The Company cautions that the foregoing list of assumptions is not exhaustive. Other events or circumstances could cause action results to differ materially from those estimated or projected and expressed in, or implied by, the forward-looking statements contained in this amended Offering Document.

Investors are cautioned not to place undue reliance on forward-looking statements. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, actions, events, conditions, performance or achievements to be materially different from those expressed or implied by the forward-looking statements, including, without limitation, those related to: continuing as a going concern; ability to meet financial commitments; exploration, development and operating risks; dependence on few mineral properties; the early stage status of the Company’s mineral properties and the nature of exploration; fluctuations in commodity prices; environmental laws, regulations and permitting requirements and environmental hazards; relationships with local communities and

aboriginal groups; property option agreements, license agreements and similar arrangements; geopolitical risks; information technology, including cyber security risks; social and environmental activism; the application for and receipt of required permits and approvals; potential acquisitions and their integration with the Company's business; compliance with laws; the Company's requirements for additional capital; flow-through financings; factors inherent in the exploration and development of mineral properties that are outside of the Company's control; title to mineral properties; inflation; adverse general economic conditions; access to and the availability of adequate infrastructure; limits of insurance coverage and the occurrence of uninsurable risks; competitive conditions in the mineral exploration and mining businesses; human error; the influence of third party stakeholders; the growth of the Company; litigation or other proceedings; expansion into other geographical areas; outbreaks of contagious diseases; the Company's compliance with evolving corporate governance and public disclosure regulations; investment in the Common Shares; the potential for dilution to holders of Common Shares; the volatility of the market price for the securities of mining companies and the market price for the Common Shares; and the Company's ability to maintain the listing of the Common Shares on a stock exchange.

The factors identified above are not intended to represent a complete list of the risks and factors that could affect any of the forward-looking statements. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results, actions, events, conditions, performance or achievements not to be as anticipated, estimated or intended. Forward-looking statements are not a guarantee of future performance. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

The forward-looking statements contained herein are made as of the date of this amended Offering Document and, accordingly, are subject to change after such date. The Company disclaims any intent or obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of assumptions or factors, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws.

SCIENTIFIC AND TECHNICAL INFORMATION

The scientific and technical information disclosed herein has been reviewed, approved and verified by Lawrence Tsang, P.Geo., who is the VP Exploration of the Company and a "qualified person" as defined by National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**"). The potential grades of exploration targets disclosed in this amended Offering Document are conceptual in nature. There has been insufficient exploration to define a mineral resource and it is uncertain if further exploration will result in any targets being delineated as a mineral resource.

PART 2. SUMMARY DESCRIPTION OF BUSINESS

What is our business?

Beyond is a junior mineral exploration company engaged in the business of acquiring, exploring, staking and evaluating natural resource properties in Canada. The Company owns:

(i) a 100% undivided interest in the six mineral claims covering a total area of over 5,900 hectares known as the Rare One project (the "**Rare One Project**"), located within the highly prospective Rocky Mountain Rare Earth Belt hosted in the Alkaline Province in British Columbia, Canada;

(ii) a 100% undivided interest in a multi-cell mineral claim encompassing approximately 3,522 hectares in an area of southwestern British Columbia hosting several significant porphyry deposits for copper-moly and copper-gold mineralizations, known as Owl Creek # 1 (the "**Owl Creek Project**"); and

(iii) a 100% undivided interest in 79 mineral claims covering a total area of 3,252 hectares located approximately 2 kilometres north of the town of Ear Falls, in the province of Ontario, known as the Ear Falls spodumene project (the "**Ear Falls Spodumene Project**").

The Company has yet to receive any revenue from its natural resource exploration operations. Accordingly, the Company has no operating income or cash flows. Its continued existence has relied almost exclusively upon equity financing activities, which is not expected to significantly change in the immediate future. The Company is in the process of exploring its exploration and evaluation properties and has not determined whether these properties contain mineral reserves which are economically recoverable.

The Company was incorporated under the *Canada Business Corporations Act* on October 8, 2019. The Company's head office and registered and records office is located 30th Floor - 360 Main Street, Winnipeg, Manitoba, R3C 4G1.

Recent developments

- On November 13, 2026, the Company announced that it received a Multi-Year Area-Based ("MYAB") exploration permit for its Owl Creek Project. The Owl Creek Project comprises five priority targets (Zones A to E) extending over 10 kilometres along a major regional structural corridor. A total of 80 grab samples were collected from two Zones, A and C, with the majority of results reported in the Company's October 1, 2026 news release. In Zone A, sample #893885, characterized by visible bornite and chalcopyrite mineralization, exceeded the upper analytical limit for copper and returned 1.06% Cu together with 0.13 g/t Au. The permit authorizes diamond drilling from up to 10 drill pads and allows the Company to commence its inaugural drill program at the Owl Creek Project. The initial program is expected to comprise approximately 2,500 to 3,200 metres of diamond drilling, subject to financing and final budget approval. Drilling will focus on the recently defined Zone C target located within the central portion of the project area. Zone C hosts the most extensive historical exploration database on the property, including a well-defined soil geochemical anomaly and results from 10 historical diamond drill holes. The compilation and reinterpretation of historical and recent work have further enhanced the Company's understanding of the Owl Creek copper-gold porphyry system, which lies within a structural trend spanning over 10 kilometers. While drilling activities are focused on Zone C, the Company intends to continue exploration activities in the other four Zones, A, B, D, and E, including geological mapping, drone geophysics and imagery survey, prospecting and geochemical sampling. The objective of this work is to advance the Owl Creek Project into a large-scale, multi-target copper-gold porphyry system in Southern British Columbia.

- On November 13, 2026, the Company further announced that it intends to extend the expiry date of an aggregate of 5,222,853 warrants issued in connection with a debt settlement transaction and a non-brokered private placement, of which 2,722,853 warrants were issued on December 19, 2024 under the debt settlement transaction and 2,500,000 warrants were issued on December 30, 2024 under the non-brokered private placement. The exercise price of the warrants is $0.10 and remains unchanged. The warrants have original expiration dates of December 19, 2026 and December 30, 2026. The Company proposes to extend each of the expiration dates by one additional year to December 19, 2027 and December 30, 2027, respectively. All other terms and conditions of the warrants will remain unchanged.

- On October 1, 2026, the Company reported results from the first-pass exploration program completed in late August 2026 at the Owl Creek Project. A total of eighty grab samples were collected across Zones A and C and assay results from the initial program have successfully confirmed the presence of a Cu-Au-Mo-Ag porphyry mineralization system at the Owl Creek Project.

Owl Creek First Pass Exploration Highlights:

- Zone A grab sample highlights:
  - Sample # 893887: 0.75% Cu, 0.36 g/t Au, and 4 g/t Ag
  - Sample # 893885: >1% Cu (awaiting overlimit copper assay) and 0.13 g/t Au
  - Sample # 893884: 0.43% Cu, 0.04 g/t Au, and 116 ppm Mo
- Zone C grab sample highlights:
  - Sample # 893853: 0.65% Cu, 0.09 g/t Au, and 3 g/t Ag
  - Sample # 893854: 0.34% Cu, 0.04g/t Au, and 309 ppm Mo
- Localized Mo and Ag mineralization associated with the main Cu–Au mineralization.
- Consistent Cu-Au grade associated with different mineralization assemblages.
  - Malachite-Chalcopyrite
  - Chalcopyrite-Bornite. Higher Cu & Au grade association in general

The Company's immediate focus will be on advancing Zone C to drill-ready status upon permit issuance. In the next phase of field work at Zones A and C, the Company intends to refine its geological and structural model through modern geophysical surveying and interpretation, detailed mapping, expanded sampling, and additional drone imagery. In parallel, the Company will begin prospecting in Zones B, D, and E to ensure those areas are ready for future targeting as the project continues to progress.

- On September 21, 2026, the Company announced that it has elected to rely on Coordinated Blanket Order 51-933 *Exemptions to Permit Semi-Annual Reporting for Certain Venture Issuers* (the "**Blanket Order**") and move to semi-annual financial reporting ("**SAR**"). The SAR framework is implemented under the Blanket Order, which allows eligible venture issuers to voluntarily move from quarterly to semi-annual financial reporting. By adopting the SAR, the Company aims to reduce the administrative and financial burden associated with quarterly reporting. The Company will not file interim financial statements and related Management's Discussion and Analysis ("**MD&A**") for the nine-month period ending September 30, 2026 and will not file any interim financial statements and MD&A for any subsequent quarters ending March 31st or September 30th going forward for as long as it remains eligible for SAR. The Company will continue to file audited annual financial statements and related MD&A (due within 120 days of December 31st) and six-month interim financial statements and MD&A (due within 60 days of June 30th). The Company confirms it meets the pilot program's eligibility criteria, which include being a venture issuer with annual revenues of less than $10 million and maintaining a clean 12-month continuous disclosure record. The Company remains committed to timely disclosure and will continue to report all material changes and significant developments as required under National Instrument 51-102 – *Continuous Disclosure Obligations*.

- On September 20, 2026, the Company completed a non-brokered private placement of an unsecured convertible debenture (the "**Debenture**") in the aggregate principal amount of $50,000, for gross proceeds in the same amount, bearing interest at a rate of 10% per annum and maturing one year from the date of issuance (the "**Debenture Offering**"). At the option of the holder, the principal amount of the Debenture and the accrued interest thereon may be converted into Common Shares at a conversion price of $0.05 per share, subject to the policies of the CSE and certain adjustments as provided for in the certificate representing the Debenture. The Company announced that intended to use the net proceeds of the Debenture Offering for general working capital purposes. The Debenture and any underlying shares to be issued upon the conversion

thereof are subject to a hold period of four months and one day from the closing date, expiring January 21, 2027.

- On September 8, 2026, the Company reported on the ongoing 2026 exploration program at its Owl Creek Project and the 2026 biogeochemical results from the Ear Falls Spodumene Project and announced the proposed terms of the Debenture Offering.

  Owl Creek Project Exploration Progress:

  - High-resolution drone imagery completed for structural and lithological mapping. Drone coverage successfully outlined outcrops and identified several zones of malachite mineralization, supporting surface mapping.

  - Over 70 rock samples collected for Cu-Mo-Ag, & Au analysis. More than 50 samples collected from Zone C, including altered diorite and altered andesite. Initial prospecting at Zones A and D resulted in 14 samples, expanding the footprint of mapped alteration and mineralization. A total of 5 samples from Zones A and C to were submitted to Vancouver Petrographics for a thin section study.

  - First-pass evaluation of Zone A confirms porphyry-style alteration and mineralization. Field crews identified potassic alteration and localized chalcopyrite–bornite mineralization.

  - An application for a notice of work has been filed for a diamond drilling permit under the *Mines Act* (British Columbia).

  Ear Falls Spodumene Project Update:

  A total of 552 biogeochemical samples were collected during the July 2026 field program. Lithium assays from the survey successfully outlined and extended footprint of the spodumene bearing pegmatite zone known as the Wenasaga North Zone and delineated three additional target areas with potential for buried lithium mineralization. The targets appear to be hosted within both the granite and the adjacent sedimentary units along the southern contact, highlighting multiple prospective structural and lithological settings for follow up work.

- On July 23, 2026, the Company reported on a successful technical site visit to the Owl Creek Project. The visit focused on verifying historical work, evaluating surface mineralization and the footprint of the porphyry system, and finalizing the exploration plan. The technical team was able to access most the property via logging roads, with detailed observations made across the central portion of the project, including the Zone C that was previously drilled in 1971 with ten diamond drill holes. The visit confirmed multiple indicators of a strongly altered and mineralizing system.

  Site Visit Highlights

  - Extensive malachite mineralization was observed on surface, particularly within the C Zone, confirming the presence of a continuous copper-bearing system. Based on current geological interpretation, Zone C measures approximately 1,000 metres in strike length and 300 metres in width, and remains open in all directions and connects with Zone D.

  - Pervasive phyllic alteration characterized by sericite–silica–pyrite demonstrating a strong hydrothermal alteration footprint. Further mapping and sampling undertaken to refine the vectoring towards the Potassic alteration zone, the hotter part of the system.

  - Multiphase stockwork and veining relationship, indicated repeated pulses of mineralizing fluids and structural preparation in the host rock.

- A larger diorite intrusion footprint was observed than previously mapped.

- Successful relocation of historical drill sites.

- On July 22, 2023, the Company granted 1,500,000 incentive stock options (the "**Options**") to certain consultants of the Company. The Options shall vest in four equal tranches of 25% each on October 22, 2026, January 22, 2027, April 22, 2027, and July 22, 2027, respectively. Each Option, upon vesting, is exercisable to acquire one Common Share at an exercise price of $0.05 per share for a period of 2 years from the date of grant, expiring on July 22, 2028. On July 6, 2026, the Company granted 1,000,000 Options, 5,000,000 share appreciation rights (the "**SARs**"), and 2,560,000 restricted share units (the "**RSUs**") to certain directors, officers, and consultants of the Company. The Options and SARs shall vest in four equal tranches of 25% each on October 6, 2026, January 6, 2027, April 6, 2027, and July 6, 2027, respectively. Each Option, upon vesting, is exercisable to acquire one Common Share at an exercise price of $0.05 per share for a period of 2 years from the date of grant, expiring on July 6, 2028. Each SAR, upon vesting, shall entitle the holder to receive that number of Common Shares equal to a fraction, the numerator of which is the market price of the Common Shares on the settlement date minus an exercise price of $0.05 per share and the denominator of which is the market price on the settlement date, for a period of 2 years from the date of grant, expiring on July 6, 2028. The RSUs shall vest in four equal tranches of 25% each on the date of grant, October 6, 2026, January 6, 2027, and April 6, 2027, respectively, and, upon vesting, each RSU shall entitle the holder thereof to receive one Common Share. All grants of Options, SARs, and RSUs are subject to the Company's omnibus equity incentive plan, which was re-approved by shareholders at the Company's annual general and special meeting of shareholders held on December 18, 2025.

- On May 11, 2026, the Company announced the closing of a non-brokered private placement of 4,040,000 units of the Company at a price of $0.05 per unit for aggregate gross proceeds of $202,000 (the "**May 2026 Offering**"). Each unit issued under the May 2026 Offering consisted of one Common Share and one-half of one common share purchase warrant, with each whole warrant entitling the holder thereof to purchase one Common Share at price of $0.10 per Share for a period of 24 months following the date of issuance. The units were issued to purchasers pursuant to the listed issuer financing exemption (the "**LIFE**" or "**LIFE Exemption**") under Part 5A.2 of National Instrument 45-106 - *Prospectus Exemptions* in all provinces of Canada, except Quebec. An amended and restated offering document related to the May 2026 Offering can be accessed under the Company's profile on SEDAR+ at www.sedarplus.ca and on the Company's website at www.beyondminerals.ca .In connection with the May 2026 Offering, the Company paid an eligible third party finder dealing at arm's length with the Company: (i) a cash commission totaling $9,013.62, representing 7.0% of the proceeds raised from subscribers introduced to the Company by such finder; and (ii) an aggregate of 300,454 non-transferable broker warrants, representing 7.0% of the number of Units sold to such subscribers, each exercisable to acquire one Common Share for 24 months from the date of issuance at exercise price of $0.05 per share. The Company announced that it planned to use the net proceeds from the Offering for general working capital purposes, exploration activities and expenditures on its Rare One project, marketing and advertising, and as otherwise described in the amended and restated offering document related to the May 2026 Offering.

- On April 7, 2026, the Company announced: (i) completion of the final option payments to acquire a 100% undivided interest in the Ear Falls Spodumene Project; (ii) the filing of an amended and restated offering document in respect of the May 2026 Offering; and (iii) a grant of 66,667 restricted share units of the Company ("**RSUs**") to a consultant of the Company pursuant to the terms and conditions of a consulting agreement dated February 1, 2025 and the Company's omnibus equity incentive plan (the "**Omnibus Plan**"). The Company made the final payments under its mineral property option agreement with Bounty Gold Corp. dated March 30, 2023, as amended (the "**Option Agreement**"), to acquire a 100% undivided interest in the Ear Falls Spodumene Project. The final payments made to the optionor under the Option Agreement consisted of 78,800 common shares of the Company and C$29,500 in cash (the "**Final Payments**"). The Final Payments earn

the Company a 100% interest in the Ear Falls Spodumene Project, subject to a 2.0% net smelter return royalty, one-half of which may be repurchased by the Company for $1,200,000 to reduce such royalty to a 1.0% net smelter return royalty. In addition, the Company shall pay the optionor a $1-milion milestone payment, payable in cash or shares at the option of the Company, for each initial mineral resource estimate filed by the Company in respect of a deposit comprising part of the Ear Falls Spodumene Project that discloses a deposit or orebody exceeding 5,000,000 metric tonnes with an average grade equal to 1.0% Li_2O or greater. The Company announced the filing of this amended Offering Document with the updated disclosure respecting the Final Payments and the Ear Falls Spodumene Project. The Company further announced the above-noted RSU grant. 16,666 of the RSUs vested immediately upon grant and 16,667 RSUs will vest each 3 months thereafter with the last tranche vesting on December 27, 2026. Subject to the terms and conditions of the Omnibus Plan and the policies of the CSE, upon vesting, each RSU shall entitle the consultant to receive one common share of the Company.

- On February 26, 2026, the Company announced: (i) the terms of the May 2026 Offering and the filing of the initial offering document in respect thereof; and (ii) a Marketing Services Agreement with Max Reinhart (the "**Consultant**") effective February 25, 2026, pursuant to which the Consultant will provide certain marketing, advertising, and investor relations services to the Company for an indeterminate term, which may be terminated by either party on thirty days' notice. The Consultant has been engaged to heighten market awareness for the Company and to broaden the Company's reach within the investment community. In conducting his marketing and advertising program, the Consultant will employ a number of different communication methods, including phone calls and emails. Pursuant to the Marketing Services Agreement, the Company will pay the Consultant a monthly consulting fee consisting of: (i) a cash fee of $2,000; and (ii) 41,667 incentive stock options of the Company (the "**Options**"), each exercisable to acquire one Common Share at an exercise price equal to the last closing trading price of the Common Shares on the CSE prior to the date of grant. The Company shall grant the Options to the Consultant on a quarterly basis, every three months, in tranches of 125,001 Options. One-quarter of each tranche of Options granted shall vest on the date of grant and one-quarter of each tranche shall vest each three months thereafter.

- On February 4, 2026, the Company announced that effective at the opening of markets on February 6, 2026, the Company's common shares would begin trading on the CSE under its new name "Beyond Minerals Inc." (the "**Name Change**"). The Name Change is a return to the Company's original name and was carried out to better reflect the Company's broadened focus on exploration of a wider range of critical minerals, including rare earths. The Company's stock symbols remain unchanged. The Company's new CUSIP is 088662101 and its new ISIN is CA0886621014. The Company anticipates no interruptions to its trading activities as part of the Name Change. The Name Change was approved by shareholders at the annual general and special meeting of the Company's shareholders held on December 18, 2025 (the "**Shareholders' Meeting**"). Articles of amendment were subsequently filed and the Company received a certificate of amendment giving effect to the Name Change effective January 29, 2026. As a result of the Name Change, the Company's website domain name was changed to www.beyondminerals.ca. There was no consolidation of the Company's share capital in connection with the Name Change and, as a result, certificates representing common shares of the Company were not be affected by the Name Change and shareholders will not be required to exchange their shares or take any other action. Shareholders holding share certificates of the Company can request a replacement certificate, however new certificates are not required and will not be automatically issued. The Company further announced that shareholders voted in favour of and approved all items of business at the Shareholders' Meeting, including the re-election of all directors and the election of the Company's VP - Exploration, Lawrence Tsang, as a new director.

- On December 18, 2025, the Company announced completion of the acquisition of the multi-cell mineral claim comprising the Owl Creek Project and the closing of a non-brokered private placement of 10,748,750 flow-through units of the Company (the "**FT Units**") at a price of $0.04 per FT Unit for aggregate gross proceeds of $429,950 (the "**FT Unit Offering**"). Each FT Unit consisted of one common share in the capital of the Company qualifying as a "flow-through share"

within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) (a "**Flow-Through Share**") and one-half of one common share purchase warrant of the Company. Each whole warrant entitles the holder to purchase one non-flow-through common share in the capital of the Company for a period of twenty-four (24) months from the date of issuance at an exercise price of $0.10 per share, subject to customary adjustment provisions. In connection with the FT Offering, the Company paid certain eligible third party finders dealing at arm's length with the Company: (i) cash commissions totalling $30,096.50, representing 7% of the proceeds raised from subscribers introduced to the Company by such finders; and (ii) an aggregate of 752,413 non-transferable broker warrants, representing 7% of the number of FT Units sold to such subscribers, each exercisable to acquire one common share of the Company for 24 months from the date of issuance at exercise price of $0.04 per share, subject to customary adjustment provisions. The Company further announced a grant of 280,714 RSUs to a consultant of the Company pursuant to the terms and conditions of a consulting agreement dated February 1, 2025 and the Omnibus Plan. 137,678 of the RSUs vested immediately, 70,178 vested on February 1, 2026, 51,429 will vest on May 1, 2026, and 21,429 will vest on August 1, 2026. Subject to the terms and conditions of the Omnibus Plan and the policies of the CSE, upon vesting, each RSU shall entitle the consultant to receive one common share of the Company.

- On November 14, 2025, the Company announced the proposed terms of the FT Unit Offering and provided a project summary and update on the Rare One Project. The project covers a total area of over 5,900 hectares and is 100% owned by the Company and free of encumbrances. Extensive work was completed from 2005 to 2017, including soil surveys, stream sampling, mapping, road construction, and gravity surveys. Soil and stream sampling programs completed between 2005 to 2017 outlined targets with anomalous and elevated light rare earths, including lanthanum, praseodymium, cerium, and neodymium. The Company has continued work to digitize the 2005 to 2017 data and maps and has coordinated with an experienced field crew for a follow up exploration program in the upcoming field season to include additional soil and stream sampling surveys and mapping programs to refine the potential source of the rare earths mineralization in the area.

Material facts

There are no material facts about the securities being distributed that have not been disclosed in this amended Offering Document or in any other document filed by the Company in the 12 months preceding the date of this amended Offering Document.

What are the business objectives that we expect to accomplish using the available funds?

The Company intends to use its available funds over the coming 12-month period to fund the Company's ongoing operations, including exploration activities in the form of drilling programs, sampling, geophysical surveys and/or mapping, and/or for general and administrative expenditures, including investor awareness and promotional expenditures and general working capital purposes. The Company may also use a portion of the available funds disclosed in Part 3 below for acquisitions or strategic investments in new critical minerals exploration properties, with a focus on copper projects, provided that any such acquisition or strategic investment will not constitute a significant acquisition, a restructuring transaction or any transaction requiring approval of the Company's security holders. The Company does not have agreements or commitments to enter into any such acquisitions or investments at this time.

PART 3. USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Offering?

		Assuming 100% of Offering[1]
A	**Amount to be raised by this Offering**	$720,000
B	**Selling commissions and fees**	$50,400
C	**Estimated offering costs (e.g., legal, accounting, audit)**	$30,000
D	**Net proceeds of offering: D = A - (B+C)**	$639,600
E	**Working capital as at most recent month end (deficiency)**	$(169,381)
F	**Additional sources of funding**	Nil
G	**Total available funds: G = D+E+F**	**$470,219**

Notes:

(1) There is no minimum Offering amount. The Company may complete the Offering for any amount up to the maximum Offering amount, subject to the Company having sufficient available funds to meet its business objectives and liquidity requirements for the 12 months following completion of the Offering.

How will we use the available funds?

Description of intended use of available funds listed in order of priority[1]	Assuming 100% of Offering[2]
General working capital	$315,219
Mineral property exploration activities and expenditures	$150,000
Marketing and advertising	$5,000
Total:	**$470,219**

Notes:

(1) The available funds will not be paid to insiders, associates or affiliates of the Company, except for normal course salaries.

(2) There is no minimum Offering amount. The Company may complete the Offering for any amount up to the maximum Offering amount, subject to the Company having sufficient available funds to meet its business objectives and liquidity requirements for the 12 months following completion of the Offering.

The above allocation represents the Company's current intentions with respect to its use of available funds based on management's current knowledge, planning and expectations. Actual use of funds may differ from the estimates above for a number of reasons, including as a result of circumstances where, for business reasons, the Company determines, in its discretion, that it should reallocate the available funds; provided, however, that such uses will not include a significant acquisition, a restructuring transaction, or any transaction requiring approval of the Company's security holders. The Company may also use a portion of

the available funds for acquisitions or strategic investments in new critical minerals exploration properties, with a focus on copper projects, provided that any such acquisition or strategic investment will not constitute a significant acquisition, a restructuring transaction or any transaction requiring approval of the Company's security holders. The Company does not have agreements or commitments to enter into any such acquisitions or investments at this time.

The Company's ability to continue as a going concern is dependent on raising additional capital to fund its development plans and ultimately to attain profitable operations. As at June 30, 2026, the Company had an accumulated deficit of approximately $9,414,155 and the Company expects to incur additional losses in the future. The Company's financial statements for the six months ended June 30, 2026 and 2025 contain a "going concern note", as (i) the financial statements were prepared assuming that the Company will continue as a going concern and (ii) material uncertainty exists that casts substantial doubt on the Company's ability to continue as a going concern. The Company's financial statements do not include any adjustments that may result from the outcome of this uncertainty, which adjustments could be material. For additional information regarding this "going concern note", please refer to our financial statements for the six months ended June 30, 2026 and 2025, which are filed on the Company's SEDAR+ profile at www.sedarplus.ca.

The Offering is not anticipated to address any of the uncertainties underlying the "going concern note" contained in the Company's financial statements for the six months ended June 30, 2026 and 2025. The Company's ability to continue as a going concern will remain dependent on raising additional capital to fund its development plans and ultimately to attain profitable operations. There is no assurance that the Company will be successful in raising additional capital. Accordingly, there remains material uncertainty that casts substantial doubt on the Company's ability to continue as a going concern. Ultimately, in the event that the Company cannot obtain additional financial resources, or achieve profitable operations, it may need to liquidate its business interests and investors may lose their investment. Such financial resources may not be available or may not be available on reasonable terms.

How have we used the other funds we have raised in the past 12 months?

Previous Financing	Intended Use of Funds	Use of Funds to Date	Variance and Impact on Business Objectives
Debenture Offering	The net proceeds from the Debenture Offering were allocated for general working capital purposes	The proceeds were used as intended.	No material impact on business objectives.
May 2026 Offering	The net proceeds from the May 2026 Offering were allocated for general corporate and working capital purposes, mineral property exploration activities and expenditures, and marketing and advertising.	The proceeds were used as intended.	No material impact on business objectives.
FT Unit Offering	The gross proceeds from the FT Unit Offering will be used by the Company to incur eligible "Canadian exploration expenses" that will qualify as "flow-through critical mineral mining expenditures" as such terms are defined in the *Income Tax Act* (Canada) and, in respect of the gross proceeds from B.C.	Nil	N/A

	investors, that will also qualify as "BC flow-through mining expenditures" as defined in the *Income Tax Act* (British Columbia) (the "**Qualifying Expenditures**") related to the Company's projects. All Qualifying Expenditures are being renounced in favour of the subscribers of the FT Units effective December 31, 2025.		

PART 4. FEES AND COMMISSIONS

Who are the dealers or finders that we have engaged in connection with this Offering, if any, and what are their fees?

The Company has not engaged any dealers or finders in connection with this Offering. While the Company does not expect to engage any dealers or finders in connection with this Offering, the Company may compensate certain dealers and finders in connection with the sale of Units to purchasers introduced to the Company. Although an estimation is included above, the extent and nature of any compensation paid to dealers or finders in connection with the Offering, and the identity of these dealers and finders, is not known at this time. Such compensation, if any, may include cash, broker warrants or a combination of the two. The details of the broker warrants that may be issued to dealers and finders, if any, are not known at this time, however, the Company expects that the exercise price of any broker warrants issued in connection with the Offering would be $0.05 per share and the other terms would be substantially similar to the terms of the Warrants issued in connection with the Offering.

PART 5. PURCHASERS' RIGHTS

Rights of Action in the Event of a Misrepresentation

If there is a misrepresentation in this amended Offering Document, you have a right

a) to rescind your purchase of these securities with the Company, or

b) to damages against the Company and may, in certain jurisdictions, have a statutory right to damages from other persons.

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

PART 6. ADDITIONAL INFORMATION

Where you can find more information about us?

Security holders can access the Company's continuous disclosure at www.sedarplus.ca and may find additional information at our website, www.beyondminerals.ca.

Purchasers should read this amended Offering Document and consult their own professional advisors to assess the income tax, legal, risk factors and other aspects of their investment in the Units.

PART 7. DATE AND CERTIFICATE OF THE COMPANY

This amended Offering Document, together with any document filed under Canadian securities legislation on or after November 13, 2025, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

November 13, 2026

(signed) "Allan Frame"	*(signed) "Carmelo Marrelli"*
Allan Frame President and CEO	Carmelo Marrelli CFO