

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 (as defined below) 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 securities described herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any state securities laws, and accordingly, may not be offered or sold within the United States or to U.S. persons except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This offering document (the “Offering Document”) does not constitute an offer to sell or a solicitation to buy any of these securities in the United States. “United States” and “U.S. persons” have the meanings ascribed thereto in Regulation S under the U.S. Securities Act.

February 19, 2026

OFFERING DOCUMENT UNDER THE LISTED ISSUER FINANCING EXEMPTION



ENDURANCE GOLD CORPORATION (the “Company” or “Endurance Gold”)

SUMMARY OF OFFERING

What are we offering?

Offering:	<p>The Company is offering up to:</p> <p>(i) 4,188,500 flow-through units of the Company (each, a “FT Unit”) at a price of \$0.955 per FT Unit for aggregate gross proceeds of up to \$4,000,017.50, with each FT Unit being comprised of one common share of the Company (“Common Share”) and one half of one Common Share purchase warrant of the Company (each whole Common Share purchase warrant, a “Warrant”), each of which will qualify as a “flow-through share” within the meaning of subsection 66(15) of the <i>Income Tax Act</i> (Canada) (the “Tax Act”); and</p> <p>(ii) 6,153,850 units of the Company (each, a “HD Unit”, and together with the FT Units, the “Offered Securities”), at a price of \$0.65 per HD Unit (the “HD Unit Issue Price”) for aggregate gross proceeds of up to \$4,000,002.50, with each HD Unit being comprised of one Common Share and one half of one Warrant;</p> <p>under the listed issuer financing exemption under Part 5A of National Instrument 45-106 – <i>Prospectus Exemptions</i> as amended and supplemented by Coordinated Blanket Order 45-935 <i>Exemptions from</i></p>
------------------	--

	<p><i>Certain Conditions of the Listed Issuer Financing Exemption</i> (the “Offering”). There is no minimum amount of proceeds that must be raised under the Offering.</p> <p>Each whole Warrant will be exercisable for a period of 24 months from the Closing Date (as defined herein) and will entitle the holder thereof to purchase one additional non flow-through Common Share (a “Warrant Share”) at an exercise price of \$0.90 per Warrant Share. For greater certainty, the proceeds from the exercise of the Warrants will not be flow-through eligible.</p> <p>The Offering is being made on a “best efforts” agency basis pursuant to a definitive agency agreement, to be entered into among the Company, Canaccord Genuity Corp. (“Canaccord”) and Agentis Capital Markets (First Nations Financial Markets LP) (“Agentis”), as co-lead agents (collectively, the “Co-Lead Agents”), on their own behalf and on behalf of a syndicate to be formed (collectively with the Co-Lead Agents, the “Agents”), on the Closing Date (as defined below).</p>
Over-Allotment Option:	<p>The Agents have been granted an option (the “Over-Allotment Option”) to sell up to that number of HD Units at the HD Unit Issue Price equal to 15% of the number of Offered Securities issued in connection with the Offering. The Over-Allotment Option shall be exercisable at any time up to 48 hours prior to the Closing Date.</p>
Significant Attributes:	<p>The Company will use an amount equal to the gross proceeds received by the Company from the issuance and sale of the FT Units under the Offering to incur expenses eligible for qualification as “Canadian exploration expenses” and that qualify as “flow-through mining expenditures” as both terms are defined in the Tax Act (the “Qualifying Expenditures”) related to the Company’s Reliance Gold Project in British Columbia, on or before December 31, 2027, and to renounce all the Qualifying Expenditures in favour of the initial subscribers of FT Units under the Offering with an effective date no later than December 31, 2026 in an aggregate amount not less than the gross proceeds raised from the issuance and sale of the FT Units. In the event the Company is unable to renounce Qualifying Expenditures effective on or prior to December 31, 2026 for each FT Unit purchased in an aggregate amount not less than the gross proceeds raised from the issue of the FT Units, and/or the Qualifying Expenditures are otherwise reduced by the Canada Revenue Agency, the Company will indemnify each initial subscriber of FT Units under the Offering for the additional taxes payable by such subscriber as a result of the Company’s failure to renounce the Qualifying Expenditures or as a result of the reduction as agreed.</p> <p>The Company understands that the FT Units may be sold to initial purchasers or agents acting on behalf of disclosed principals that intend to: (i) donate such FT Units to registered charitable organizations, who may in turn choose to sell such FT Units to purchasers arranged by the Agents; (ii) immediately sell the FT Units subscribed for to purchasers</p>

	arranged by the Agents (collectively, the “ Secondary Securities ” and together, the “ Re-Offering ”), or (iii) any combination of (i) and (ii), in each case, without further action or involvement by the Company. The Secondary Securities will not qualify as “flow-through shares” within the meaning of subsection 66(15) of the Tax Act for any subsequent purchaser and consequently the Company will only renounce Qualifying Expenditures to the initial purchasers of the FT Units. The purchasers of Secondary Securities under the Re-Offering will, however, be entitled to the rights set forth in the Purchasers’ Rights section herein.
Closing Date:	On or about March 11, 2026 or such other date as may be agreed upon by the Company and the Agents and as permitted under applicable securities laws (the “ Closing Date ”), subject to certain conditions, including, but not limited to, receipt of all necessary approvals including the approval of the TSX Venture Exchange (the “ TSXV ”). The Offering is not anticipated to close in tranches.
Exchange:	The Company’s Common Shares are listed for trading on the TSXV under the symbol “EDG”, on the OTCQB under the symbol “ENDGF” and on the Frankfurt Stock Exchange under the trading symbol “3EG”. The Warrants are not, and will not be, listed on any exchange.
Last Closing Price:	The last closing price of the Common Shares on the TSXV, OTCQB and the Frankfurt Stock Exchange on February 19, 2026, being the last trading date prior to the date of this Offering Document, was \$0.75, US\$0.5351 and €0.386, respectively.

The Company is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 - Prospectus Exemptions. 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 listing.**
- **The Company has filed all periodic and timely disclosure documents that it is required to have filed.**
- **The Company is relying on the exemptions in Coordinated Blanket Order 45-935 *Exemptions from Certain Conditions of the Listed Issuer Financing Exemption* (the “Order”) and is qualified to distribute securities in reliance on the exemptions included in the Order.**
- **The total dollar amount of the Offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption and under the Order in the 12 months immediately preceding the date of the news release announcing the Offering, will not exceed \$25,000,000.**
- **The Company will not close the Offering unless the Company reasonably believes that 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 the 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 Offering Document contains “forward-looking information” and “forward-looking statements” within the meaning of applicable Canadian and United States securities laws, which are based upon the Company’s current internal expectations, estimates, projections, assumptions and beliefs. In certain cases, forward-looking statements can be identified by the use of words such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “goal”, “objective”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or information that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. The forward-looking statements included in this Offering Document are made only as of the date of this Offering Document. Such forward-looking statements include, but are not limited to: statements relating to inferred mineral resource estimates and the anticipated preparation and filing of the technical report in respect of the mineral resource estimate at the Reliance Gold Project and the timing thereof; the Company’s expectations with respect to the use of proceeds and the use of the available funds following completion of the Offering, including the timing and cost of planned expenditures, planned and future exploration regarding exploration and potential development of its projects; timing and other statements in respect of the Qualifying Expenditures and other tax-related matters and other consequences in respect of the Offering; the Company’s expectation in respect of the Re-Offering and any sales of Secondary Securities; raising the maximum proceeds of the Offering; completion of the Offering and the Closing Date; the exercise of the Over-Allotment Option; receipt of all regulatory approval in respect of the Offering, including approval of the TSXV; and uncertainties regarding the Company’s ability to continue as a going concern. Forward-looking statements or forward-looking information relate to future events and future performance and include statements regarding the expectations and beliefs of management based on information currently available to the Company.

Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include, without limitation, market prices, unexpected changes in laws, rules or regulations, or their enforcement by applicable authorities, social or labour unrest, exploitation and exploration successes, continued availability of capital and financing and general economic, market or business conditions.

Risks which may impact the forward looking information contained in this Offering Document include but are not limited to, the fact that a technical report has not yet been filed on SEDAR+ in respect of the Reliance Gold Project, general political and economic conditions in Canada, USA and globally; industry conditions, including fluctuations in metal prices; normal market risks, including fluctuations in foreign exchange rates; risks and hazards associated with the business of mineral exploration and development (including environmental hazards, potential unintended releases of contaminants, accidents, unusual or unexpected geological or structural formations); the speculative nature of mineral exploration and development; accuracy of metallurgical, drilling and other exploration results; geological, metallurgical, technical and drilling problems; unanticipated operating events; adverse weather and climate events; the Company’s ability to obtain additional funding; environmental risks and remediation measures, including evolving environmental regulations and legislation; changes in laws and regulations impacting exploration

and mining activities; the Company's mineral properties being subject to prior unregistered agreements, transfers or claims and undetected defects in title; legal and litigation risks; statutory and regulatory compliance; insurance and uninsurable risks; financial risks, including the Company's history of losses and negative cashflow, which will continue into the foreseeable future and the need to access the capital markets to finance the Company's activities; the Company's inability to pay dividends; volatility in the Company's share price; risks related to future dilution and liquidity of the Common Shares; the continuation of the Company's management team and the Company's ability to secure the specialized skill and knowledge; competition for and/or inability to retain drilling rigs, personnel and other services; the availability of capital on acceptable terms; failure to maintain or obtain all necessary government licenses, permits, approvals and authorizations; relations with and claims by local communities and non-governmental organizations; failure to maintain community acceptance; actual and perceived political risks in local jurisdictions; changes in political and market conditions, including interest rates, availability of credit, inflation rates and changes in national and international circumstances; geopolitical events and potential economic global challenges; the effectiveness of the Company's internal control over financial reporting; cybersecurity risks; general business, economic, political and social uncertainties; and public health crises such as a pandemic and other uninsurable risks. For more information on the Company and the risks and challenges of its business, investors should review the Company's filings that are available at www.sedarplus.ca.

Although the Company has attempted to identify important factors and risks that could affect the Company and might cause actual actions, events or results to differ, perhaps materially, from those described in forward-looking statements, there may be other factors and risks that cause actions, events or results not to occur as projected, estimated or intended. Investors are cautioned that any such statements are not guarantees of future performance and those actual results or developments may differ materially from those projected in the forward-looking statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, changing circumstances, or otherwise.

Scientific and Technical Information

The technical and scientific information in this Offering Document has been reviewed and approved by Mr. Darren O'Brien, Vice President Exploration of the Company and a Qualified Person as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* (“NI 43-101”).

Mineral Resource Information

All references to “mineral resources” included in this Offering Document have been estimated in accordance with the definition standards on mineral resources and mineral reserves of the Canadian Institute of Mining, Metallurgy and Petroleum (the “**CIM Standards**”) referred to in NI 43-101. Accordingly, information contained herein providing descriptions of mineral deposits in accordance with NI 43-101 may not be comparable to similar information made public by other U.S. companies subject to the United States federal securities laws and the rules and regulations thereunder.

Readers are cautioned not to assume that all or any part of mineral resources will ever be converted into reserves. Pursuant to CIM Standards, “inferred mineral resources” are that part of

a mineral resource for which quantity and grade or quality are estimated on the basis of limited geological evidence and sampling. Such geological evidence is sufficient to imply but not verify geological and grade or quality continuity. The estimate of mineral reserves may be materially affected by environmental, permitting, legal, title, taxation, sociopolitical, marketing, changes in global gold markets or other relevant issues.

An inferred mineral resource has a lower level of confidence than that applying to an indicated mineral resource and must not be converted to a mineral reserve. However, it is reasonably expected that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration. Under Canadian rules, estimates of inferred mineral resources may not form the basis of feasibility or pre-feasibility studies, except in rare cases. Investors are cautioned not to assume that all or any part of an inferred mineral resource is economically or legally mineable.

Canadian standards, including the CIM Standards and NI 43-101, differ from standards adopted by the U.S. Securities and Exchange Commission in subpart 1300 of Regulation S-K of the United States Securities Act of 1933, as amended (the “**SEC Modernization Rules**”). Accordingly, the information disclosed by the Company with respect to its mineral properties, including any estimates of mineral resources or reserves contained or referenced in this offering document, may not be comparable to similar information made public by companies that report according to the SEC Modernization Rules.

SUMMARY DESCRIPTION OF BUSINESS

What is our business?

The Company is a precious metals exploration and development company with a focus on exploring its 100% owned Reliance Gold Project, located in Gold Bridge, British Columbia, Canada.

Recent Developments

On January 19, 2026 the Company announced an inaugural inferred mineral resource estimate (“**MRE**”) of 19.6 million tonnes (“**Mt**”) at 2.30 gpt Au for 1.45 million ounces (“**Moz**”) gold at its Reliance Gold Project (see Table 1 and the notes thereto below and the Company’s news release dated January 19, 2026 for more information in respect of the MRE) and that the Company will file a technical report in accordance with NI 43-101 in respect of the Reliance Gold Project within 45 days of January 19, 2026. Once filed, reference should be made to the full text of such technical report for a complete description of the assumptions, qualifications, references, reliances and procedures associated with the information therein.

Table 1 Reliance Mineral Resource Estimate (Effective Date January 8, 2026)

Reliance Mineral Resource Estimate				
January 8, 2026		Inferred		
Zone	Au Cutoff (gpt)	Tonnes (Mt)	Gold Grade (gpt)	Contained Gold (Moz)
OP	0.3	15.6	2.23	1.12
UG	1.0	4.0	2.58	0.33
TOTAL	0.3, 1.0	19.6	2.30	1.45

Notes to Table 1:

1. The MRE was completed by Ginto Consulting Ltd (“**Ginto**”) in accordance with the CIM Standards and NI 43-101. Ginto is independent of the Company.
2. Mineral resources are estimated at a base case cut-off grade of 0.30 gpt Au for open pit (Zone OP), and 1.0 gpt Au for underground (Zone UG) with an effective date of January 8, 2026.
3. Open pit mineral resources are reported within a constraining pit shell optimized with the Lerchs-Grossmann algorithm in Maptek Vulcan using the following parameters: US\$2,500 /oz Au, US\$2.50 /t mining cost, US\$14.00 /t processing cost, US\$5.25 /t G&A cost, 81% Au recovery, and 47-degree pit slope.
4. Underground mineral resources are reported at an elevated cut-off grade of 1.0 gpt Au with a minimum mining width of 1.5 m.
5. Metallurgy gold recovery to concentrate estimated at 81%.
6. Rock density for major lithology units was based on 521 specific gravity measurements collected during the core logging procedure. Results were validated against 54 specific gravity measurements collected at the ALS Prep Lab from half-core samples prior to assay analysis. The average density is 2.76 g/cm³ for the MRE with a minimum of 2.70 g/cm³ and a maximum of 2.81 g/cm³.
7. Mineral resources, which are not mineral reserves, do not have demonstrated economic viability. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, sociopolitical, marketing, changes in global gold markets or other relevant issues.
8. The CIM definitions were followed for the classification of inferred mineral resources. The quantity and grade of reported inferred mineral resources in this estimation are uncertain in nature and there has been insufficient exploration to define these inferred mineral resources as indicated mineral resources. It is reasonably expected that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration.

On February 24, 2025, the Company announced the compiled gold and antimony results from 199 surface sampling and drilling composites through year-end 2024 at the Reliance Gold Project. These averaged 4.55 gpt gold, and 0.20% antimony over an average composite length of 10.1 m. See the Company’s news release dated February 24, 2025 for more information.

On May 20, 2025, the Company announced that it had commenced its 2025 diamond drilling and exploration field program at the Reliance Gold Project.

On June 2, 2025, the Company announced the granting of 150,000 stock options exercisable at \$0.21 for a period of 2 years.

Between June and November 2025, the Company announced additional gold and antimony assay results from 20 drill holes completed in 2025 at the Reliance Gold Project with the prime focus being the Crown target area.

On July 24, 2025, the Company announced that through a managed sale process the Company sold the majority of its junior equity portfolio that it owned in three junior exploration companies, originally acquired through the sale and joint venture of non-core exploration projects for cash proceeds of \$1,920,000. The fair market value of these securities in the Company’s 2025 first quarter financial statements was \$1,004,371.

On January 6, 2026, the Company announced that a director of the Company has acquired a total of 3,000,000 common shares of the Company through the exercise of 3,000,000 from his total holdings of 10,000,000 share purchase warrants. The Company received \$960,000 from the exercise of the warrants.

On January 21, 2026, following the announcement of the inaugural mineral resource estimate on January 19, 2026, the Company announced results from the 2025 prospecting and soil sampling surveys conducted on the Reliance Gold Project.

Material facts

There are no material facts about the securities being distributed or the business of the Company that have not been disclosed elsewhere in this Offering Document or in any other document filed by the Company on the Company's SEDAR+ profile at www.sedarplus.ca in the 12 months preceding the date of this Offering Document.

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

The Company's primary objective is to continue to expand and enhance the mineral resource estimate at the Reliance Gold Project with drilling and to drill new priority exploration targets at the Reliance Gold Project. The Company intends to use an amount equal to the gross proceeds from the sale of the FT Units to incur Qualifying Expenditures related to the Reliance Gold Project on or before December 31, 2027; and an amount equal to the net proceeds from the sale of the HD Units for drilling, exploration and testing at the Reliance Gold Project and working capital and general corporate purposes.

The Company anticipates completing the following to achieve its objectives. See "Use of Available Funds" for more information.

Business Objectives	Target Completion	Estimated Cost
Reliance Gold Project – Drilling and Exploration	Approximately 12 months	\$8,980,000
Elephant Mountain Gold Project – Exploration	Approximately 12 months	\$350,000 ⁽¹⁾
Working capital and general corporate purposes	n/a	\$800,000

Note:

(1) The Company does not expect to use proceeds from the Offering for purposes of exploration of its 100% owned Elephant Mountain Gold Project in Alaska and expects to fund such exploration using existing funds.

USE OF AVAILABLE FUNDS

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

The Company's expected availability of funds following closing of the Offering is as follows:

		Assuming 100% of Offering	Assuming 100% of the Offering and full exercise of the Over-Allotment Option
A	Amount to be raised by this Offering ⁽¹⁾	\$8,000,000	\$9,000,000
B	Selling commissions and fees ⁽²⁾	\$480,000	\$540,000
C	Estimated offering costs (e.g. legal, accounting, audit)	\$250,000	\$250,000
D	Net proceeds of offering: D = A – (B + C)	\$7,270,000	\$8,210,000
E	Working capital as at most recent month end ⁽³⁾	\$2,860,000	\$2,860,000
F	Additional sources of funding	N/A	N/A
G	Total available funds: G = D + E + F	\$10,130,000	\$11,070,000

Notes:

- (1) There is no minimum amount of gross proceeds that must be raised under the Offering. The Issuer will not close this Offering unless the Issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution. Amounts are approximate and rounded for ease of presentation and are based on management expectations based on available information as of the date hereof and are subject to change.
- (2) Assumes that there will be no purchasers on the President's List or insiders of the Company that participate in the Offering such that 100% of the Offering (including any Over-Allotment Option exercised) will be subject to the Agents' fees as more fully described under "*Fees and Commissions*" below.
- (3) Management estimate based on internal figures.

How will we use the available funds?

The Company intends to use its available funds approximately as follows:

Description of intended use of available funds listed in order of priority	Assuming 100% of Offering	Assuming 100% of the Offering and full exercise of the Over-Allotment Option
Reliance Gold Project – Drilling and Exploration	\$7,830,000	\$8,770,000
Reliance Gold Project – Mineral Resource Update, Metallurgy, Preliminary Mining & Scoping Studies	\$1,150,000	\$1,150,000
Elephant Mountain Gold Project – Exploration⁽¹⁾	\$350,000	\$350,000
Working capital and general corporate purposes	\$800,000	\$800,000
Total:	\$10,130,000	\$11,070,000

Note:

- (1) The Company does not expect to use proceeds from the Offering for purposes of exploration of its 100% owned Elephant Mountain Gold Project in Alaska and expects to fund such exploration using existing funds.

The above noted allocation and anticipated timing represents the Company's current intentions with respect to its use of proceeds and available funds based on current knowledge, planning and

expectations of management of the Company. Although the Company intends to expend the proceeds from the Offering and available funds as set forth above, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary and may vary materially from that set forth above, as the amounts actually allocated and spent will depend on a number of factors, including the Company's ability to execute on its business plan and sustain its operations for not less than 12 months from the Closing Date of the Offering. See the "*Cautionary Note Regarding Forward-Looking Statements*" section above.

The Company's most recent audited annual financial statements and interim financial statements included a going concern note. Endurance Gold is still in the exploration stage and has not yet generated positive cash flows from its operating activities, which may cast doubt on its ability to continue as a going concern. The Offering is intended to permit the Company to achieve the business objectives set out herein, and is not expected to affect the decision to include a going concern note in the next annual financial statements of the Company.

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

The funds received by the Company in July 2025, being \$1,920,000, through a managed sale process in respect of the sale of the majority of its junior equity portfolio that it owned in three junior exploration companies, were used towards funding the Company's ongoing drilling to expand and enhance the quality of 3D modeling for the then anticipated mineral resource estimate, to complete the mineral resource estimate, acquiring representative metallurgical samples at the Reliance Gold Project located in BC and for general corporate purposes. There are no variances between the previously disclosed use of funds and the use of such funds to date.

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?

Agents:	Canaccord, Agentis and a syndicate of agents to be formed
Compensation Type:	Cash fee and Broker Warrants (as defined below).
Cash Commission:	Cash fee equal to 6.0% of the gross proceeds of the Offering, reduced to 2.0% in respect of any sales of Offered Securities to purchasers on a president's list (the " President's List ") and 0% in respect of insiders of the Company. The President's List shall be as agreed between the Company and the Co-Lead Agents, each acting reasonably, and shall be for a maximum of \$1,000,000.
Broker Warrants:	Broker warrants (the " Broker Warrants ") entitling the Agents to purchase that number of Common Shares equal to 6.0% of the aggregate number of Offered Securities sold pursuant to the Offering, reduced to 0% in respect of any sales of Offered Securities to purchasers on the President's List and 0% in respect of insiders of the Company. Each Broker Warrant will be exercisable to acquire one Common Share (each, a " Broker Warrant Share ") at a price of \$0.75 per Broker Warrant Share for a period of 24 months from the Closing Date.

Do any dealers or finders have a conflict of interest?

To the knowledge of the Company, it is not a “related issuer” or “connected issuer” of any of the Agents, as such terms are defined in National Instrument 33-105 – *Underwriting Conflicts*.

PURCHASER'S RIGHTS**Rights of Action in the Event of a Misrepresentation**

If there is a misrepresentation in this 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 advisor.

ADDITIONAL INFORMATION**Where can you find more information about us?**

You can access the Company's continuous disclosure record under the Company's SEDAR+ profile at www.sedarplus.ca and on the Company's website at <https://endurancegold.com/>.

DATE AND CERTIFICATE

This Offering Document, together with any document filed under Canadian securities legislation on or after February 19, 2025, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

Dated February 19, 2026

(Signed) "Robert T. Boyd"

(Signed) "Teresa Cheng"

Robert T. Boyd
President & Chief Executive Officer

Teresa Cheng
Chief Financial Officer