Aviso de Derechos para emisoras del

FECHA: 16/07/2026

BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO	294165
FOLIO DE REFERENCIA INDEVAL	928579C002
TIPO DE MENSAJE	Replace
COMPLETO / INCOMPLETO	COMPLETE
CONFIRMADO / NO CONFIRMADO	CONFIRMED

CLAVE DE COTIZACIÓN	GGA
RAZÓN SOCIAL	GOLDGROUP MINING INC.
SERIE	N
ISIN	CA38141A4046
MERCADO PRINCIPAL	TORONTO STOCK EXCHANGE

TIPO DE EVENTO	MERGER

DETALLE DEL TIPO DE EVENTO
Offer Type
DISSENTER'S RIGHTS

MANDATORIO / OPCIONAL / VOLUNTARIO	Mandatory

OPCIÓN	1
TIPO	Security
DEFAULT	true

TRANSACCIÓN	Securities Movement

CREDIT / DEBIT	Debit

VALORES A RECIBIR	
	CA38141A6025
TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Credit

VALORES A RECIBIR	
	UKWN

NOTAS DEL EVENTO CORPORATIVO

NOTA

16/07/2026

Goldgroup Mining Inc. and Gold Resource Corporation are pleased to announce that subject to obtaining all required approvals, including the approval of the TSX Venture Exchange, and the satisfaction or waiver of all required closing conditions for the previously announced merger pursuant to the Arrangement Agreement and Plan of Merger dated January 25, 2026 and amended on May 15, 2026, by and among GRC, Goldgroup, and Goldgroup Merger Sub Inc., a wholly owned subsidiary of Goldgroup, Goldgroups common shares are expected to commence trading under the ticker symbol GORO on the NYSE American LLC after the closing of the Merger.

Subject to the above-mentioned approvals and conditions, the Merger is expected to be consummated after the market close on July 17, 2026. As a result of the Merger, Goldgroups common shares are expected to commence trading on the NYSE American and GRCs common stock is expected to be delisted from the NYSE American, in each case prior to the market open on July 20, 2026. Goldgroups common shares will no longer be quoted on the OTC Markets upon commencement of trading on the NYSE American.
14/07/2026

NOTICE IS HEREBY GIVEN that an annual general and special meeting of the shareholders of Goldgroup Mining Inc. will be held at Suite 2501, 550 Burrard Street, Vancouver, British Columbia, V6C 2B5, Canada on Thursday, July 2, 2026 at 9:30 a.m. (PDT), for the following purposes:

6. to consider and, if thought fit, pass, with or without variation, a special resolution (the Arrangement Resolution), the full text of which is included as Appendix A to the accompanying Information Circular, approving the plan of arrangement and merger under Division 5 of Part 9 of the Business Corporations Act (British Columbia), the full text of which is included as Appendix B to the accompanying Information Circular, involving the Company, Goldgroup Merger Sub Inc. and Gold Resource Corporation (Gold Resource).

The Company entered into the Arrangement Agreement, dated January 25, 2026, by and among the Company, Gold Resource and Merger Sub, pursuant to which Merger Sub will merge with and into Gold Resource, with Gold Resource surviving as a wholly owned subsidiary of Goldgroup. On May 15, 2026, the parties entered into the Amendment. The Amendment provides, among other things, that in connection with and to facilitate the NYSE American Listing, the Consolidation Ratio will be determined jointly by the Company and Gold Resource, and approved by the TSXV, prior to the closing of the Merger, and that the Exchange Ratio will also be automatically adjusted proportionately to correspond to the final Consolidation Ratio. Pursuant to the Amendment, the form of plan of arrangement and merger attached as Schedule A to the Arrangement Agreement was also amended and restated to reflect the foregoing.

The Merger will occur by way of a reverse triangular merger, in which Merger Sub will merge with and into Gold Resource under Colorado law and a plan of arrangement pursuant to Part 9, Division 5 of the BCBCA, with Gold Resource surviving as a wholly owned subsidiary of Goldgroup (referred to in this Information Circular as the surviving company). Former shareholders of Gold Resource are expected to own approximately 40% of the Resulting Issuer following the completion of the Merger and the Arrangement on a fully diluted in-the-money basis with Goldgroups current shareholders holding the remaining approximately 60% interest. The Arrangement Agreement includes customary representations, warranties, and covenants of the parties, as well as conditions to closing and termination rights. It also provides for potential termination fees under certain circumstances.

Pursuant to the Arrangement Agreement, each outstanding Gold Resource Share will be transferred to Goldgroup in exchange for 1.4476 Common Shares (as adjusted by the proposed Consolidation) at the Effective Time.

Fractional Shares
Any Gold Resource shareholder who would otherwise be entitled to receive a fraction of a Common Share pursuant to the Merger (after taking into account all the Gold Resource Shares held immediately prior to the Effective Time by such holder) shall have its holdings of Common Shares rounded up to the nearest whole share.

Dissent Rights
In accordance with the BCBCA, shareholders will have dissent and appraisal rights in respect of the Arrangement Resolution.

With respect to Common Shares in connection to the Arrangement, pursuant to the Interim Order, a Registered Shareholder may exercise rights of dissent under Division 2 of Part 8 of the BCBCA, as modified by the Interim Order and the Final Order, provided that, notwithstanding section 242(2) of the BCBCA, the written objection to the Arrangement Resolution must be sent to Goldgroup Mining Inc., c/o Cozen O Connor LLP, Bentall 5, 550 Burrard Street, Suite 2501, Vancouver, BC V6C 2B5, Attention: Lucy Schilling, by not later than 4:30 p.m. (PDT) on July 2, 2026, or two business days prior to any adjournment or postponement of the Meeting.

If you are a Registered Shareholder and wish to exercise your Dissent Rights, you should seek your own legal advice as failure to strictly comply with the Dissent Procedures, will result in the loss of your Dissent Rights.