This offering document (this "Offering Document") constitutes an offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities and to those persons to whom they may be lawfully offered for sale. This Offering Document is not, and under no circumstances is to be construed as a prospectus or advertisement or a public offering of these securities.

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 securities described in this Offering Document have not been registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities law of any state of the United States, and may not be offered or sold within the United States or for the account or benefit of U.S. persons or persons in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and the securities laws of any applicable state of the United States. This Offering Document does not constitute an offer to sell, or the solicitation of an offer to buy, any of the securities described herein within the United States or to, or for the account or benefit of, U.S. persons or persons in the United States. "United States" and "U.S. person" have the meanings ascribed them in Regulation S under the U.S. Securities Act.

Offering Document under the Listed Issuer Financing Exemption

July 8, 2026

Royal Road Minerals Limited
(the "Company" or "Royal Road")

PART 1
SUMMARY OF OFFERING

What are we offering?

Offering:	The Company has agreed to issue, on a "commercially reasonable efforts" basis for a brokered private placement, up to 50,000,000 ordinary shares (each, an "**Ordinary Share**") in the capital of the Company at a price of $0.20 per Ordinary Share for aggregate gross proceeds of up to C$10,000,000 (the "**Offering**"), pursuant to the "listed issuer financing exemption" from the prospectus requirement available under Part 5A of National Instrument 45-106 – *Prospectus Exemptions* ("**NI 45-106**"), as amended by Coordinated Blanket Order 45-935 – *Exemptions from Certain Conditions of the Listed Issuer Financing Exemption* (as amended, the "**LIFE Exemption**"). The Offering will be completed pursuant to an agency agreement to be entered into among the Company, SCP Resource Finance LP ("**SCP**") and Raymond James Ltd. ("**Raymond James**") as co-lead agents and co-bookrunners (collectively, the "**Lead Agents**"), and a syndicate of agents, with the Lead Agents and the syndicate of agents collectively referred to as the "**Agents**".

Offering Price:	$0.20 per Ordinary Share (the "**Issue Price**").
Offering Amount:	Up to C$10,000,000
President's List:	The Company shall have the right to include a list of subscribers to purchase up to C$2,000,000 under the Offering (the "**President's List**").
Closing Date:	Closing will occur on or around July 28, 2026 (the "**Closing Date**").
Resale Restrictions:	The Ordinary Shares are expected to be immediately freely tradeable under applicable Canadian securities legislation if sold to purchasers resident in Canada, except in Quebec.
Jurisdictions:	The Ordinary Shares that may be sold pursuant to the Offering will be offered to purchasers resident in (i) each of the provinces of Canada pursuant to the LIFE Exemption, except for Quebec; (ii) the United States pursuant to available exemptions from the registration requirements of the U.S. Securities Act and applicable securities laws of any state of the United States, and (iii) jurisdictions other than Canada and the United States provided the distribution of the Ordinary Shares in such jurisdiction can be made pursuant to available exemptions from the prospectus, registration or similar requirements of such jurisdiction and otherwise in accordance with all applicable local laws.
Exchange:	The Company's Ordinary Shares are listed on the TSX Venture Exchange (the "**TSXV**") under the trading symbol "RYR" and on the OTCQB under the trading symbol "RRDMF".
Last Closing Price:	The last closing price of the Ordinary Shares in the capital of the Company on the TSXV and the OTCQB on July 7, 2026, was $0.23 and $0.1587, respectively, the last trading day prior to the date of this Offering Document.

The Company is conducting a listed issuer financing under section 5A.2 of National Instrument 45- 106 *Prospectus Exemptions*. In connection with the 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 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 Offering Document, will not exceed $25,000,000.**
- **The Company 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.**
- **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 issuer seeks security holder approval.**

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

This Offering Document contains "forward-looking information" within the meaning of applicable Canadian securities laws. Forward-looking information includes, but is not limited to, information with respect to the

Company's strategy, plans or future financial or operating performance, and advancements at the Company's properties; the timing and outcome of the Offering, including completion of the Offering; the anticipated use of proceeds of the Offering and the use of the available funds following completion of the Offering; the timing and amount of funding required to execute the Company's business plans; the ability of the Company to continue as a going concern; capital expenditures; any expectation with respect to any permitting, development or other work that may be completed on the Company's properties; any expectations with respect to defining mineral resources or mineral reserves on any of the Company's projects; other anticipated strategic and growth opportunities; strategies; future growth; the adequacy of financial resources; and other events or conditions that may occur in the future. Generally, but not always, forward-looking information and statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or the negative connotation thereof or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative connotation thereof.

Forward-looking information is based on the Company's current expectations, beliefs, assumptions, estimates and forecasts about the Company's business and the industry and markets in which it operates. Such forward-looking information and statements are based on numerous assumptions, including among others; completion of the Offering; regulatory approval for the Offering; changes in commodity prices; that general business and economic conditions will not change in a material adverse manner; and that third party contractors, equipment and supplies and governmental and other approvals required to conduct the Company's planned activities will be available on reasonable terms and in a timely manner. Although the assumptions made by the Company in providing forward-looking information or making forward-looking statements are considered reasonable by management at the time, there can be no assurance that such assumptions will prove to be accurate.

Forward-looking information and statements also involve known and unknown risks and uncertainties and other factors, which may cause actual results, performances and achievements of the Company to differ materially from any projections of results, performances and achievements of the Company expressed or implied by such forward-looking information or statements. These factors include the failure to complete the Offering; reliance on key management and other personnel; potential downturns in economic conditions; actual results of exploration activities being different than anticipated; competition from others; market factors, including future demand for and prices realized from the sale of minerals; government actions that could restrict or eliminate the ability to mine on public lands, such as through the creation or expansion of national monuments or through mineral withdrawals; the policies and actions of foreign governments, which could impact the competitive supply of and global markets for minerals; the company's expectations in connection with the production and exploration, development and expansion plans at the projects discussed herein being met; changes in national and local government legislation, taxation, controls or regulations and/or changes in the administration or laws, policies and practices; the impact of general business and economic conditions; fluctuating metal prices; currency exchange rates; the impact of inflation; general risks of the mining industry; failure of plant, equipment or processes to operate as anticipated; unanticipated results of future studies; seasonality and unanticipated weather changes; success of exploration activities, permitting timelines, government regulation; environmental risks; unanticipated reclamation expenses; title disputes or claims; as well as those risk factors discussed or referred to herein in the Company's filings made with the securities regulatory authorities available under the Company's profile on the System for Electronic Document Analysis and Retrieval ("**SEDAR+**") at www.sedarplus.ca. The lists of risk factors set out in this Offering Document or in the Company's other public disclosure documents are not exhaustive of the factors that may affect any forward-looking information of the Company.

Actual results could differ materially from those projected in the forward-looking information as a result of the matters set out in this Offering Document generally and certain economic and business factors, some of which may be beyond the control of the Company. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those contained in the forward-looking information or implied by forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking information and statements will prove to be accurate, as actual results and future events could differ materially from those anticipated, estimated or intended. Accordingly, readers should not place undue reliance on forward-looking statements or information. Any forward-looking information speaks only as of the date on which it is made. The Company undertakes no obligation to update or reissue forward-looking information as a result of new information or events except as required by applicable securities laws.

For more information on the Company and the risks and challenges of its business, investors should review the Company's continuous disclosure documents that are available under the Company's SEDAR+ profile at www.sedarplus.ca.

Scientific and Technical Information

The scientific and technical information contained in this Offering Document relating to the Company's mineral properties has been reviewed and approved by Dr. Tim Coughlin, BSc (Geology), MSc (Exploration and Mining Geology), PhD, FAusIMM, President and Chief Executive Officer of the Company and a "qualified person" within the meaning of National Instrument 43-101 *Standards of Disclosure for Mineral Projects*.

Currency

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

PART 2
SUMMARY DESCRIPTION OF BUSINESS

What is our business?

The Company is engaged in the exploration and development of its copper and gold deposits in the Republic of Colombia, operates a 50-50 exploration joint venture in the Kingdom of Saudi Arabia and is seeking to consolidate and transact on copper-gold assets it has acquired in the Kingdom of Morocco.

The Company's projects include the Güíntar-Aleman-Margaritas ("**GAM**") gold-copper-silver porphyry cluster in Colombia, a total exploration title and application package in excess of 1,840 square kilometers in Colombia, the Jabal Sahabiyah polymetallic skarn project in Saudi Arabia and the Lalla Aziza copper project located in Morocco.

Recent developments

There are no material developments in respect of the Company that have not been disclosed in this Offering Document or in any other document filed by the Company in the 12 months preceding the date of this Offering Document.

The following is a brief summary of the recent developments involving or affecting the Company:

On June 9, 2026, the Company announced first exploratory diamond drilling results from the Margaritas target, at the Company's GAM gold-copper-silver project in Antioquia Province, Colombia. Initial drilling comprised four scout diamond drill holes for a total of 1,154 meters and identified a broad polymetallic hydrothermal system developed within altered volcanic and intrusive rocks. Mineralization occurs as hydrothermal breccias, stockwork vein systems, quartz-tourmaline breccias and sulphide-rich alteration zones carrying low-grade gold-silver mineralization with locally elevated copper values. These broader mineralized zones are crosscut and locally upgraded by later silver-antimony carbonate-base-metal ("**CBM**") veins and breccias, which have returned high-grade silver and significant antimony values over mineable widths.

On May 5, 2026, the Company announced drill results from the Güíntar target at GAM. Drilling intersected broad skarn-dominated mineralization with local porphyry-style and CBM vein contributions, confirming a large and continuous mineralized system developed around previously reported porphyry-style intercepts. Additionally, the 3D integration of rock-property measurements with newly acquired and historic geophysics identified the continuation of the Güíntar porphyry-skarn system, as well as two new porphyry targets within the GAM project area, defining an interpreted porphyry cluster.

On April 22, 2026, the Company announced that it had engaged SCP Resource Finance LP, an independent broker dealer specializing in the global mining sector to assist in evaluating and structuring potential transaction pathways in Morocco. These pathways are expected to include the consolidation of multiple licenses adjacent to the Carbomine license, into a single, coherent project. The Company anticipates that this process will involve the restructuring of existing arrangements and the establishment of a new framework through which the opportunity can be effectively advanced.

On March 18, 2026, Royal Road announced results from the first four drill holes of its 2,500-meter diamond drilling program from the Güíntar target at GAM.

On February 26, 2026, the Company reported positive drill results from Royal Road Arabia Limited ("**RRA**") (50% Royal Road Minerals) Jabal Sahabiyah exploration license in Saudi Arabia. The Company conducts its exploration activities in Saudi Arabia through its local subsidiary, RRA. RRA is a Saudi Arabian joint-venture company owned on a 50-50% basis by Royal Road and MIDU Company Limited ("**MIDU**"). MIDU is a Saudi Arabian investment holding company, headquartered in Jeddah, with interests across various sectors including mining, industrial, real estate development and utilities.

In January 2026, the Company announced that the Chuscalita mining concession application, subject to its December 2021 option agreement, was converted into a granted Mining Concession Contract on January 5, 2026. The Company holds the right to acquire an 80% interest in the property and made a US$150,000 payment upon grant. The Chuscalita Title is adjacent to the Guintär target and forms part of the GAM project (formerly GNM). Drilling commenced as part of the Company's broader exploration program, with analytical results pending.

On November 27, 2025, the Company completed a non-brokered private placement offering (the "**November 2025 Offering**") through the issuance of 27,772,523 Ordinary Shares at a price of $0.18 per Ordinary Share for gross proceeds of $4,999,054.14, under the LIFE Exemption. In connection with the November 2025 Offering, the Company paid eligible persons cash commissions in the aggregate of $251,319.23 and issued an aggregate of 1,396,215 broker warrants. Each broker warrant entitles the holder thereof to acquire one Ordinary Share at a price of $0.18 per Ordinary Share for a period of thirty-six (36) months from the closing of the November 2025 Offering.

On October 6, 2025, the Company announced initial scout drilling results and exploratory trench, channel and surface geochemical results from seven separate prospect areas at its Jabal Sahabiyah exploration project in the Kingdom of Saudi Arabia. Drilling, trench and channel sampling, tested four separate occurrences of polymetallic skarn-style and three gold and silver sheeted-vein-style occurrences.

On September 29, 2025, the Company entered into an investor rights agreement (the "**Investor Agreement**") with Rio2 Limited ("**Rio2**") pursuant to which, provided that Rio2 owns at least a 9.5% interest in the Company (calculated in accordance with the Investor Agreement), Rio2 has the right to participate in equity financings by the Company in order to maintain its pro rata ownership in the Company at the time of any such financing or acquire up to a 15% ownership interest in the Company (after giving effect to the financing). Provided that it owns at least 9.5% of the issued and outstanding Ordinary Shares, Rio2 is also entitled to designate one nominee for election or appointment to the Company's board of directors.

On July 14, 2025, the Company announced initial 1,000 meter, reverse circulation scout drilling program at the Lalla Aziza copper project in Morocco. Lalla Aziza is an underground copper-mine located in Morocco's Western High Atlas, approximately 90 kilometers southwest of Marrakesh. Lalla Aziza is owned and operated by Moroccan mining company, Carbomine SARL ("**Carbomine**"). In December 2024, Royal Road entered into an Option Agreement (the "**Lalla Aziza Agreement**") with Carbomine, which provides the Company with an option to acquire 100% of the Lalla Aziza Mining License.

Material facts

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

The Company has been advised that Rio2 Limited, an insider of the Company, plans to purchase up to 7,686,081 Ordinary Shares for up to $1,537,216.20 under the Offering to maintain its 15% ownership of the Company. Any such participation would be considered a related party transaction under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"); however, the Company expects that such transaction would be exempt from the formal valuation requirement and shareholder approval requirement of MI 61-101 as the fair market value of any Ordinary Shares subscribed for will not exceed 25% of the Company's market capitalization.

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

The Company intends to use the net proceeds raised from this Offering to advance its exploration activities in Colombia. Specifically, the Company intends to use the net proceeds from the Offering to accomplish the following business objectives:

- Q3 2026 to Q2 2027: Advance the GAM project toward an initial mineral resource estimate through continued drilling and target definition;
- Q3 2026 to Q1 2027: Advance option agreements to consolidate adjacent licenses at GAM
- Q3 2026 to Q2 2027: Advance other exploration assets in Colombia to the early exploratory drilling or drill-ready stage;
- Q3 2026 to Q4 2027: Advance consolidation of the Seksaoua district and evaluate strategic transaction alternative in Morocco; and
- Q3 2026: Subject to exceptional exploration success, preserve value through transaction, dilution or other strategic alternatives in Saudi Arabia while maintaining compliance with existing commitments.

For more details regarding the breakdown of budgeted expenses related to the foregoing business objectives, see the table under the heading "*Use of Available Funds – How will we use the available funds?*" and the additional disclosures below such table.

PART 3
USE OF AVAILABLE FUNDS

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

		Assuming 100% of Offering
A	Amount to be raised by this offering[(1)]	$10,000,000
B	Selling commissions and fees[(2)]	$600,000
C	Estimated offering costs (e.g., legal, accounting, audit)	$250,000
D	Net proceeds of offering: D = A - (B+C)	$9,150,000
E	Working capital as at most recent month end (deficiency)	$4,100,000
F	Additional sources of funding [(3)]	$650,000
G	**Total available funds: G = D+E+F**	$13,900,000

Notes:
(1) The aggregate amount to be raised pursuant to the Offering is up to $10,000,000.
(2) Assumes no President's List participation.
(3) Expected attributable reimbursement from Saudi Arabian Exploration Enablement Program, VAT refund and return of performance financial guarantees. Funds shall be used entirely for current program and budget in Saudi Arabia.

How will we use the available funds?

Description of intended use of available funds listed in order of priority	**Assuming 100% of the Offering**
Drilling at GAM, Colombia	$7,000,000
Advance Option Agreements at GAM [(1)]	$2,000,000
Advance other exploration assets, Colombia	$2,000,000
Finalize consolidation and transaction in Morocco	$100,000
Working Capital and General Corporate Purposes [(2)]	$2,800,000
Total	$13,900,000

Notes:
(1) Up to $2,000,000 may be used to advance and, at the Company's discretion, exercise option agreements relating to the Chuscalita and Aleman properties.
(2) These figures represent the Company's expected general and administrative expenses, the payment of current and expected short-term liabilities and payables, and excess capital that will remain available to the Company for future use.

The above noted allocation and anticipated timing represents the Company's current intentions with respect to its use of proceeds based on current knowledge, planning and expectations of management of the Company. Although the Company intends to expend the proceeds from the Offering of the Ordinary Shares 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. See the "*Cautionary Statement Regarding Forward-looking Information*" section above.

The most recent audited annual financial statements and interim financial report of the Company included a going-concern note. The Company is still in the exploration stage and the Company has not yet generated positive cash flows from its operating activities, which may cast doubt on the Company's ability to continue as a going concern. The Offering is intended to permit the Company to continue to explore the Company's various projects, 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 following table outlines the Company's previous financing activities, including funds held by the Company prior to closing the November 2025 Offering in the past 12 months:

Previous Financing Activity	Disclosed Use of Net Proceeds	Disclosed Amount	Use to Date (and explanation of variance, if any)	Variance
November 2025 Offering	Exploratory drilling at GAM	$2,500,000	$2,250,000 – To date, most of the funds allocated to exploratory drilling at GAM have been utilized. The remaining balance of approximately $250,000 is expected to be used for pending geochemistry and laboratory analytical services and ongoing geological interpretation, modelling and target generation activities related to the program.	$250,000
	Exercise option to acquire Lalla Aziza	$2,200,000	Nil – Due to regulatory delays at Lalla Aziza, the Company's focus shifted primarily to GAM	$2,200,000
	Follow-up exploration drilling in Saudi Arabia	$500,000	$500,000	Nil
	Advance other early-stage exploration assets	$600,000	$600,000	Nil
	General corporate purposes and working capital	$3,047,900	$1,450,000	$1,597,900

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?

Finders:	SCP Resource Finance LP ("**SCP**") and Raymond James Ltd. ("**Raymond James**") as co-lead agents and co-bookrunners, on behalf of a syndicate of agents.
Compensation Type:	Cash fee.
Cash Commission:	6% cash fee, provided that Ordinary Shares sold to purchasers on a President's List shall be subject to a reduced cash commission of 2.0% on the gross proceeds of the sale of such Ordinary Shares.

Do the Agents have a conflict of interest?

To the knowledge of the Company, it is not and will not be a "related issuer" or "connected issuer" (as such terms are defined in National Instrument 33-105 – *Underwriting Conflicts*) of or to any of the Agents.

PART 5
PURCHASERS' 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 Royal Road, or

b) to damages against Royal Road 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
JERSEY LAW MATTERS

The Jersey Financial Services Commission has given, and has not withdrawn, its consent under Article 2 of the *Control of Borrowing (Jersey) Order 1958* to the issue of Ordinary Shares. It must be distinctly understood that, in giving these consents, neither the registrar of companies nor the Jersey Financial Services Commission takes any responsibility for the financial soundness of the Company or for the correctness of any statements made, or opinions expressed, with regard to it. The JFSC is protected by the *Control of Borrowing (Jersey) Law 1947*, as amended, against liability arising from the discharge of its functions under that law.

If you are in any doubt about the contents of this document you should consult your stockbroker, bank manager, solicitor, accountant or other financial adviser. The directors of the Company have taken all reasonable care to ensure that the facts stated in this Offering Document are true and accurate in all material respects, and that there are no other facts the omission of which would make misleading any statement in the Offering Document, whether of facts or of opinion. All the directors accept responsibility accordingly. It should be remembered that the price of Ordinary Shares and the income from them can go down as well as up.

This Offering Document does not constitute a "prospectus" as defined by the *Companies (Jersey) Law 1991*.

PART 7
UNITED STATES SECURITIES LAW MATTERS

The Company will offer and sell the Ordinary Shares outside the United States to non-U.S. persons in accordance with Rule 903 of Regulation S under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**").

The Ordinary Shares have not been and will not be registered under the U.S. Securities Act or the securities laws of any state in the United States and, subject to available exemptions from the registration requirements of the U.S. Securities Act and the securities laws of any applicable state of the United States, may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons or persons in the United States. The Company will not offer or sell the Ordinary Shares within the United States or to, or for the account or benefit of, U.S. persons or persons in the United States except to "accredited investors" (as that term is defined in Rule 501(a) of Regulation D ("**Regulation D**")) under the U.S. Securities Act (a "**U.S. Accredited Investor**"), including "qualified institutional buyers" (as that term is defined in Rule 144A under the U.S. Securities Act) that are also U.S. Accredited investors, each in accordance with the exemptions from the registration requirements of the U.S. Securities Act provided by Rule 506(b) of Regulation D and/or Section 4(a)(2) of the U.S. Securities Act and similar exemptions from the registration requirements of the securities laws of any applicable state of the United States.

Accordingly, any Ordinary Shares acquired by a purchaser in the United States will be considered "restricted securities" within the meaning of Rule 144(a)(3) under the U.S. Securities Act and will be subject to restrictions on resale and transfer under the U.S. Securities Act.

This Offering Document does not constitute an offer to sell or a solicitation of an offer to buy any Ordinary Shares in the United States or to, or for the account or benefit of, U.S. persons or persons in the United States.

In addition, until 40 days after the commencement of the Offering, an offer or sale of Ordinary Shares within the United States or, to or for the account or benefit of, U.S. persons or persons in the United States by any dealer (whether or not participating in the Offering) may violate the registration provisions of the U.S. Securities Act unless made otherwise than in accordance with an exemption from the registration requirements under the U.S. Securities Act and similar exemptions under the securities laws of any applicable state of the United States.

PART 8
ADDITIONAL INFORMATION

Where can you find more information about us?

Security holders can access Royal Road's continuous disclosure filings on SEDAR+ at www.sedarplus.ca under Royal Road's profile.

For further information regarding Royal Road, visit our website at: www.royalroadminerals.com.

Investors should read this Offering Document and consult their own professional advisors to assess the income tax, legal, risk factors and other aspects of their investment of Ordinary Shares.

PART 9
DATE AND CERTIFICATE

This Offering Document, together with any document filed under Canadian securities legislation on or after July 8, 2025, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

July 8, 2026

By: *"Dr. Timothy Coughlin*	By: *"Cindy Davis"*
Name: Dr. Timothy Coughlin	Name: Cindy Davis
Title: President and Chief Executive Officer	Title: Chief Financial Officer