

CLIFTON MINING COMPANY
CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE QUARTER AND YEAR ENDED
JUNE 30, 2026 AND DECEMBER 31, 2025

Clifton Mining Company
Index to the Consolidated Financial Statements
June 30, 2026 and December 31, 2025

	<u>Page</u>
Consolidated Financial Statements	
Consolidated Balance Sheets	2
Consolidated Statements of Operations	3
Consolidated Statements of Cash Flows	4
Consolidated Statements of Changes in Stockholders' Equity	5
Notes to the Consolidated Financial Statements	6 - 18
Disclosure Statement	19 - 29

CLIFTON MINING COMPANY

Consolidated Balance Sheets

<u>ASSETS</u>	June 30, 2026	December 31, 2025
CURRENT ASSETS		
Cash	\$ 1,139,057	\$ 1,201,450
Receivables (Note 1)	2,380	2,380
Prepaid expenses	30,443	17,444
Total Current Assets	<u>1,171,880</u>	<u>1,221,274</u>
PROPERTY AND EQUIPMENT		
Mineral properties (Note 3)	1,037,465	1,043,615
Buildings, net (Note 6)	94,064	98,763
Total Property and Equipment, Net	<u>1,131,529</u>	<u>1,142,378</u>
OTHER ASSETS		
Equity method investment in affiliate (Note 2)	1,685,061	1,658,384
Restricted cash-reclamation bonds (Note 4)	265,392	264,644
Patent filings (Note 6)	1,729	2,619
Deposit	350	350
Total Other Assets	<u>1,952,532</u>	<u>1,925,997</u>
 Total Assets	 <u>\$ 4,255,941</u>	 <u>\$ 4,289,649</u>
 <u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 40,793	\$ 4,238
Total Current Liabilities	<u>40,793</u>	<u>4,238</u>
LONG-TERM LIABILITIES		
Reclamation and remediation liabilities (Note 4)	73,084	70,940
Total Liabilities	<u>113,877</u>	<u>75,178</u>
COMMITMENTS AND CONTINGENCIES (Note 5)	\$ -	\$ -
STOCKHOLDERS' EQUITY		
Preferred stock, \$0.001 par value, 10,000,000 shares authorized; 114,584 and 154,584 shares issued and outstanding as of June 30, 2026 and December 31, 2025, respectively (Note 7)	115	155
Common stock, \$0.001 par value, 70,000,000 shares authorized; 59,410,791 shares issued and 55,275,892 and 55,235,892 shares outstanding as of June 30, 2026 and December 31, 2025, respectively (Note 7)	59,411	59,371
Additional paid-in capital	17,334,752	17,302,864
Retained deficit	(12,510,084)	(12,406,186)
Less: Treasury stock, at cost, 4,134,899 shares as of June 30, 2026 and December 31, 2025 (Note 7)	<u>(770,508)</u>	<u>(770,508)</u>
Total Clifton Mining Stockholders' Equity	4,113,686	4,185,696
Non-controlling interest	<u>28,378</u>	<u>28,775</u>
Total Stockholders' Equity	<u>4,142,064</u>	<u>4,214,471</u>
Total Liabilities and Stockholders' Equity	<u>\$ 4,255,941</u>	<u>\$ 4,289,649</u>

See accompanying notes to consolidated financial statements.

CLIFTON MINING COMPANY
Consolidated Statements of Operations

	June 30, 2026	December 31, 2025
REVENUE	\$ -	\$ -
OPERATING EXPENSES		
Exploration costs	2,100	3,650
Depletion costs	6,150	12,300
General and administrative	5,541	32,592
Professional fees	42,613	70,421
Accretion expense	2,144	4,102
Depreciation and amortization	5,590	11,267
Salaries and employee benefits	90,110	231,235
Stock based compensation	31,888	51,617
Property and claim taxes, filing fees and insurance	58,014	142,344
Total Operating Expenses	<u>244,150</u>	<u>559,528</u>
Loss From Operations	<u>(244,150)</u>	<u>(559,528)</u>
OTHER INCOME (EXPENSE)		
Interest income	21,174	47,873
Dividend income	-	-
Gain on equity method investment	116,411	236,186
Gain (loss) from affiliate stock transactions	2,270	(2,539)
Other Income (Expense)	<u>139,855</u>	<u>281,520</u>
Loss Before Income Taxes	<u>(104,295)</u>	<u>(278,008)</u>
Income Taxes	-	-
Net Loss	<u>(104,295)</u>	<u>(278,008)</u>
Less: Net Loss Attributable to Noncontrolling Interest	<u>397</u>	<u>723</u>
Net Loss Attributable to Clifton Mining	<u>\$ (103,898)</u>	<u>\$ (277,285)</u>
Net loss per share – basic	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>
Net loss per share – fully diluted	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>
Weighted average number of common shares outstanding during the year:		
Basic	<u>55,260,422</u>	<u>55,235,892</u>
Diluted	<u>55,260,422</u>	<u>55,235,892</u>

See accompanying notes to consolidated financial statements.

CLIFTON MINING COMPANY
Consolidated Statements of Cash Flows

	June 30, 2026	December 31, 2025
Cash Flows From Operating Activities:		
Net loss	\$ (104,295)	\$ (278,008)
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation and amortization expense	5,590	11,267
Depletion expense	6,150	12,300
Accretion expense	2,144	4,102
Loss (gain) from equity method investment	(116,411)	(236,186)
Loss (gain) from affiliate stock transactions	(2,270)	2,538
Valuation for stock-based compensation expense related to options	31,888	51,617
Changes in operating assets and liabilities:		
Receivables, prepaid expenses, and other assets	(13,747)	20,293
Accounts payable and accrued liabilities	36,554	(4,596)
Net Cash Used in Operating Activities	<u>(154,397)</u>	<u>(416,673)</u>
Cash Flows From Investing Activities:		
Distributions from equity method investment	<u>92,004</u>	<u>340,416</u>
Net Cash Provided by Investing Activities	<u>92,004</u>	<u>340,416</u>
Cash Flows From Financing Activities:		
Net Cash Provided by Financing Activities	<u>-</u>	<u>-</u>
Net decrease in cash	(62,393)	(76,257)
Cash, beginning of year	<u>1,201,450</u>	<u>1,277,707</u>
Cash, end of quarter and year	<u>\$ 1,139,057</u>	<u>\$ 1,201,450</u>
SUPPLEMENTAL CASH FLOW DISCLOSURES:		
Interest paid	\$ -	\$ -
Taxes paid	\$ -	\$ -
NON CASH INVESTING & FINANCING ACTIVITIES:		
Noncontrolling interest income allocation	<u>\$ 397</u>	<u>\$ 723</u>

CLIFTON MINING COMPANY

Consolidated Statements of Changes in Stockholders' Equity for the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

	Series A Preferred Stock		Common Stock		Additional Paid-in Capital	Retained Deficit	Treasury Stock, at Cost	Clifton Mining Stockholders' Equity	Non- controlling Interest	Total Stockholders' Equity
	Shares	Amount	Shares	Amount						
Balance, December 31, 2024	154,584	\$ 155	59,370,791	\$ 59,371	\$ 17,251,247	\$ (12,128,901)	\$ (770,508)	\$ 4,411,364	\$ 29,498	\$ 4,440,862
Compensation related to options	-	-	-	-	51,617	-	-	51,617	-	51,617
Net loss at December 31, 2025	-	-	-	-	-	(277,285)	-	(277,285)	(723)	(278,008)
Balance, December 31, 2025	154,584	155	59,370,791	59,371	17,302,864	(12,406,186)	(770,508)	4,185,696	28,775	4,214,471
Compensation related to options	-	-	-	-	31,888	-	-	31,888	-	31,888
Net loss at June 30, 2026	-	-	-	-	-	(103,898)	-	(103,898)	(397)	(104,295)
Balance, June 30, 2026	154,584	\$ 155	59,370,791	\$ 59,371	\$ 17,334,752	\$ (12,510,084)	\$ (770,508)	\$ 4,113,686	\$ 28,378	\$ 4,142,064

See accompanying notes to consolidated financial statements.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization

Clifton Mining Company (the Company) was incorporated on June 8, 1993 under the laws of the State of Utah. In the beginning years, the Company was engaged in the process of acquiring, exploring, and developing properties or selling the properties at an appreciated value. The Company has acquired several claims which have previously been in production, with historical production records. The Company has obtained a report calculating mineralized material for the Clifton shear zone property (see Note 3 – Mineral Properties) and is no longer considered to be in the exploration stage. The Company is now primarily engaged in property management by joint venturing the properties to other companies, including the use of the Company's equipment to bring the claims into production and investing in other businesses.

Principles of Consolidation

The consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States and include the accounts of its 61% owned subsidiary, Woodman Mining Company. All intercompany accounts have been eliminated in consolidation.

Segment Reporting

All financial information is presented on a consolidated basis and reviewed by the Company's President and Chief Financial Officer who act together as Chief Operating Decision Makers (CODM). The CODM uses the consolidated net loss, as presented in the consolidated statement of operations, to assess segment performance and allocate resources. The measure of segment assets is reported on the balance sheet as total consolidated assets and that the Company operates as a single operating segment in accordance with FASB ASU 2023-07.

Cash and Cash Equivalents

For purposes of the statements of cash flows, cash includes all cash and investments with original maturities to the Company of three months or less. As of June 30, 2026 and December 31, 2025, the Company had no cash equivalents.

Receivables

Receivables are carried at net realizable value and accounts judged to be uncollectable are written off to bad debt. For the six months ended June 30, 2026 and the year ending December 31, 2025, the Company carried no allowance for uncollectable receivables. Receivables for the six months ended June 30, 2026 and the year ending December 31, 2025, in the amounts of \$2,380 and \$2,380, respectively, these amounts are owed to the Company as reimbursements for expenses paid by the Company pursuant to a lease agreement.

Equity Securities

In accordance with ASC 321 Investment – Equity Securities, equity securities are measured at fair value with the changes in fair value recognized in net income.

For the six months ended June 30, 2026 and the year ended December 31, 2025, the Company had net loss on equity securities of \$0, if there had been an adjustment, it would be recorded in other income (expense) on the Consolidated Statements of Operations.

As of June 30, 2026 and December 31, 2025, the Company owned 5,810,824 shares of common stock in Desert Hawk Gold Corp. The Company elected to measure this investment at fair value with changes recognized in net income. This election was made for all identical or similar investments of Desert Hawk Gold Corp., including future purchases, and is irrevocable. After a number of delays, Desert Hawk has once again started mining operations.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

For the six months ended June 30, 2026 and the year ended December 31, 2025, the Company determined that the fair value of their Desert Hawk Gold Corp. shares was \$0 due to Desert Hawk Gold Corp. being in default on significant liability contracts and there being questions regarding the recoverability of the asset value. When valued, this investment is classified as other assets on the Consolidated Balance Sheet due to the investments being made for the purposes of control or affiliation, in accordance with ASC 210-10 Balance Sheet – Overall.

Equity Method Investments

The Company accounts for its investments in companies subject to significant influence using the equity method of accounting, under which, the Company's pro-rata share of the net income (loss) of the affiliate is recognized as income (loss) in the Company's income statement. The Company also records its share of the change in equity of the affiliate in the Company's income statement and is added to the investment on the balance sheet. When the Affiliate issues shares through equity funding the Company recognizes a gain or loss in the same manner as if the Company had sold a portion of its investment. The gain or loss is measured by comparing the change in the difference between the carrying amount of the investment and the Company's proportionate share of the net assets of the Affiliate after the sale of shares. Distributions received from the affiliate are treated as a return of capital and are accordingly deducted from the carrying value of the investment. Purchases of additional investments are recorded at cost and increase the carrying value of the investment. (See Note 2)

Depreciation

Property and equipment are recorded at cost. Depreciation is determined using the straight-line method over the estimated useful lives of the assets over periods ranging from three to thirty-nine years. Expenditures for maintenance and repairs which do not extend the useful lives of the related assets are expensed as incurred.

Restricted Cash

The Company's restricted cash represents investments in certificates of deposit and is restricted primarily for reclamation funding or surety bonds. Restricted cash and cash equivalents balances are carried at fair value. Restricted cash is reported in a separate line on the consolidated balance sheets under Other Assets and totaled \$265,392 and \$264,644 at June 30, 2026 and December 31, 2025, respectively. Cash, excluding restricted cash, at June 30, 2026 and December 31, 2025, was \$1,139,057 and \$1,201,450, respectively.

Patent

The measurable patent costs that were initially capitalized totaled \$29,694. The patent was granted December 14, 2010 and is being amortized over a 16.5 year life beginning December 2010. The Company evaluates the recoverability of intangibles and reviews the amortization period on a continual basis utilizing the guidance of ASC Topic 350, "Intangibles - Goodwill and Other." Several factors are used to evaluate intangibles, including, but not limited to, management's plans for future operations. Costs incurred to renew or extend the term of the patent applications will be expensed as incurred. (See Note 6)

Stock – Based Compensation

ASC Topic 718 and 505, requires that share-based payments be reflected as an expense based upon the grant-date fair value of those awards. The expense is recognized over the remaining vesting periods of the awards. The Company estimates the fair value of these awards using the Black-Scholes model. This model requires management to make certain estimates in the assumptions used in this model, including

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

the expected term the award will be held, volatility of the underlying common stock, discount rate and forfeiture rate. We develop our assumptions based on our past historical trends as well as consider changes for future expectations. (See Note 10)

Fair Value Measurements

The fair values of the Company's financial instruments are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value estimates presented in this report are based on information available to the Company as of June 30, 2026 and December 31, 2025.

The carrying values of cash and cash equivalents, accounts receivable and accounts payable approximate fair value. The authoritative guidance issued by the FASB includes a fair value three-tier hierarchy which prioritizes the inputs used in measuring the fair value. The hierarchy requires the Company to use observable inputs when available and to minimize the use of unobservable inputs when determining fair value. The first two levels of inputs are considered observable and the last level is considered unobservable, that may be used to measure fair value as follows:

Level 1 – Quoted prices in active markets for identical assets;

Level 2 – Significant other observable inputs, other than the quoted prices in active markets for identical assets, that are observable either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; and

Level 3 – Significant unobservable inputs in which there is little or no market activity and that are significant to the fair value of the assets or liabilities, which require the reporting entity to develop its own assumptions about the assumptions the market participants would use in pricing the asset or liability based on the best information available in the circumstances.

Property Acquisition Evaluations and Mineral Exploration Costs

Acquisition costs of mining properties are capitalized. Exploration costs are expensed as incurred on its mineral properties prior to the establishment of proven and probable reserves through the completion of a feasibility study. When production is attained, acquisition costs will be depleted using either the unit of production method based upon estimated proven recoverable reserves or the estimated production life of the properties. Costs include the cash consideration and the fair market value of shares issued for the acquisition of mineral properties. (See Note 3)

Reclamation and Remediation Costs

Current laws and regulations require certain closure, reclamation and remediation work to be done on mineral properties as a result of exploration, development and operating activities. The Company periodically reviews the activities performed on its mineral properties and makes estimates of closure, reclamation and remediation work that will need to be performed as required by those laws and regulations and makes estimates of amounts that are expected to be incurred when the closure, reclamation and remediation work is expected to be performed.

Future closure, reclamation and environmental related expenditures are difficult to estimate in many circumstances due to the early stages of investigation, uncertainties associated with defining the nature and extent of environmental contamination, the uncertainties relating to specific reclamation and

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

remediation methods and costs, application and changing of environmental laws, regulations and interpretation by regulatory authorities and the possible participation of other potentially responsible parties.

Reclamation costs are allocated to expense over the life of the related assets and are periodically adjusted to reflect changes in the estimated present value resulting from the passage of time and revisions to the estimates of either timing or amount of reclamation and abandonment costs. The Company has estimated costs associated with closure, reclamation and environmental reclamation of its properties which have been reflected in its financial statements in accordance with generally accepted accounting principles. (See Note 4)

Advertising Costs

Advertising costs are charged to general and administrative expenses when incurred. The Company recorded no advertising costs for the six months ended June 30, 2026 and the year ended December 31, 2025.

Income Taxes

We recognize deferred income tax assets or liabilities for the expected future tax consequences of events that have been recognized in the consolidated financial statements or income tax returns. Deferred income tax assets or liabilities are determined based upon the difference between the financial statement and tax bases of assets and liabilities using enacted tax rates expected to apply when the differences are expected to be settled or realized. Deferred income tax assets are reviewed periodically for recoverability and valuation allowances are provided as necessary.

We classify penalties and interest as income taxes as allowed by ASC Topic 740-10, “Accounting for Uncertainty in Income Taxes.” The Company recognizes tax benefits from uncertain positions if it is “more likely than not” that the position is sustainable, based upon its technical merits. The initial measurement of the tax benefit is the largest amount of tax benefit that is greater than 50 percent likely of being realized upon ultimate settlement with a taxing authority having full knowledge of all relevant information.

Impairment of Long-Lived Assets

All long-lived assets are reviewed for impairment whenever events or circumstances change which indicate the carrying amount of an asset may not be recoverable, utilizing established guidelines based upon undiscounted future net cash flows from the asset or upon the determination that certain exploration properties do not have sufficient potential for economic mineralization. Costs relating to properties abandoned are charged to operations in the period in which that determination is made.

These estimates of undiscounted future cash flows can be dependent upon the estimates of metal to be recovered from proven and probable ore reserves, future production cost estimates, and future metal price estimates over the estimated remaining life of the mineral property. If undiscounted cash flows are less than the carrying value of an asset, an impairment loss will be measured as the amount by which the carrying amount exceeds the assets fair value.

Management’s estimates of metal prices, recoverable proven and probable ore reserves, future revenues, and operating, capital and reclamation costs are subject to risks and uncertainties of change affecting the recoverability of our investment in various projects. Although management believes it has made a reasonable estimate of these factors based on current conditions and information, it is reasonably possible that changes could occur in the near term which could adversely affect management’s estimate of net

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

cash flows expected to be generated from our mineral properties and the need for asset impairment write-downs. During the six months ended June 30, 2026 and the year ended December 31, 2025, no impairment was recorded.

Use of Estimates

The preparation of financial statements in conformity with United States generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Earnings Per Share

Basic and diluted earnings per share are calculated in accordance with ASC Topic 260, "Earnings Per Share". Basic earnings per share is computed by dividing net income by the weighted average number of common shares outstanding during the period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised resulting in the issuance of common stock of the Company. Due to the net loss during the six months ended June 30, 2026 and the year ended December 31, 2025, potential common stock was not included in the computation of diluted earnings per share, because to do so would be antidilutive.

Concentration of Credit Risk

Financial instruments which potentially subject the Company to credit risk consist primarily of cash and cash equivalents and accounts receivable. At times throughout the year, the Company may maintain certain bank accounts in excess of FDIC insured limits. As of June 30, 2026 and December 31, 2025, cash balances that exceed FDIC limits of \$250,000 were \$870,828 and \$943,053, respectively.

The Company makes judgments as to its ability to collect outstanding accounts receivable and provides an allowance if collection becomes doubtful. Accounts that are judged to be uncollectable are written off. For the six months ended June 30, 2026 and the year ended December 31, 2025, the Company carried no allowance for uncollectable receivables.

As of the six months ended June 30, 2026 and the year ended December 31, 2025, one customer made up 100% and 100% of the receivable balance, respectively.

NOTE 2 – EQUITY METHOD INVESTMENT IN AFFILIATE

The Company owned a 20.67% and a 20.69% interest in American Silver, LLC (the "Affiliate"), at June 30, 2026 and December 31, 2025, respectively. The Company is accounting for this investment using the equity method, due to the Company having significant influence over the Affiliate.

American Silver, LLC, owns 100% of American Biotech Labs, LLC, ABL Manufacturing, LLC, ABL Medical, LLC, ABL International, LLC, and ABL BLDG 1, LLC. American Biotech Labs, LLC markets and sells products for the dietary supplement and cosmetic markets, including immune support products, tooth gel products, gels, lotions, and creams for natural skin care. These products are sold and distributed through health food stores, health care providers, nutritional supplement distributors and other companies throughout the world. ABL Medical, LLC, markets and sells approved wound dressing medical device products cleared under FDA Section 510(k), to pharmacies, retailers, medical offices, and hospitals. ABL Manufacturing, LLC manufactures these products in an FDA registered facility using patented processes.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 2 – EQUITY METHOD INVESTMENT IN AFFILIATE (Continued)

Distributions received from American Silver, LLC for the six months ended June 30, 2026 and the year ended 2025, amounted to \$92,004 and \$340,416, respectively. The gain from the equity method investment in American Silver, LLC for the six months ended June 30, 2026 and the year ending December 31, 2025 was \$116,411 and \$236,186, respectively and affiliated stock transactions included a gain of \$2,270 at June 30, 2026 and a loss of \$2,539, at December 31, 2025.

The Company's recognized investment in American Silver, LLC for the six months ending June 30, 2026 and the year ending December 31, 2025 was \$1,685,061 and \$1,658,384, respectively. The carrying value of the investment approximates the Company's proportionate share of the Affiliate's net assets. As the Affiliate is privately held, a readily determinable fair value is not available.

Condensed consolidated financial information of American Silver, LLC as of and for the six months ended June 30, 2026 the year ended December 31, 2025, was as follows:

<u>Assets</u>	<u>6/30/2026</u>	<u>12/31/2025</u>
Current assets:		
Cash and cash equivalents	\$ 1,827,317	\$ 1,317,261
Accounts receivables, net	971,335	971,863
Other current assets (prepaid expenses, inventory)	1,909,918	2,081,513
Total current assets	4,708,570	4,370,637
Equipment: less accumulated depreciation	7,194,687	7,363,303
Other Assets	56,593	133,907
Total Assets	<u>\$ 11,959,850</u>	<u>\$ 11,867,847</u>
 <u>Liabilities and Members' Equity</u>		
Current liabilities:		
Accounts payable, accrued liabilities, related party payable, customer deposits, and current portion notes payable	\$ 588,811	\$ 644,333
Notes payable, net of current portion and loan costs	3,220,844	3,200,370
Members' equity	8,150,195	8,023,144
Total Liabilities and Members' Equity	<u>\$ 11,959,850</u>	<u>\$ 11,867,847</u>
 <u>Statements of Operations</u>		
Net sales	\$ 7,093,520	\$ 13,822,020
Cost of goods sold	(3,472,233)	(6,570,796)
Selling, general and administrative expenses	(2,926,654)	(6,637,165)
Other (loss) income	(131,582)	459,975
Net income	<u>\$ 563,051</u>	<u>\$ 1,074,034</u>

NOTE 3 – MINERAL PROPERTIES

At June 30, 2026 and December 31, 2025, the Company's mining claims consist of 82 patented claims including 10 patented claims owned 50% by The Woodman Mining Company ("Woodman Mining"), 402 unpatented lode claims, including 32 placer claims, seven (7) state mineral leases, and in total covering approximately 14,667 acres. Of these claims, 66 unpatented lode claims and 10 patented claims covering approximately 1,476 acres are subject to a 20-year lease entered on February 7, 2019 with Desert Hawk Gold Corp. (see Note 5), which is subject to certain terms and conditions with no ownership interest in the Company properties.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 3 – MINERAL PROPERTIES (Continued)

The properties are located in the Gold Hill/Clifton Mining District, Tooele County, Northwest Utah area. The acquisition costs of the mineral properties in the schedule below are stated at or below the market value and are not to exceed the original purchase price. Mineral properties consist of the following:

	<u>06/30/2026</u>	<u>12/31/2025</u>
Acquisition costs	\$ 1,162,459	\$ 1,162,459
Asset retirement obligation – mineral properties	16,006	16,006
Land	2,500	2,500
(Less) accumulated depletion	<u>(143,500)</u>	<u>(137,350)</u>
Total	<u>\$ 1,037,465</u>	<u>\$ 1,043,615</u>

NOTE 4 – RECLAMATION AND REMEDIATION LIABILITIES

Federal, state and local laws and regulations concerning environmental protection affect the Company's operations. Under current regulations, the Company is required to meet performance standards to minimize environmental impact from operations and to perform site reclamation and remediation activities. The Company's provisions for reclamation and remediation liabilities are based on known requirements. It is not possible to estimate the impact on operating results, if any, of future legislative or regulatory developments.

The following table sets out the activity for the Company's reclamation and remediation liabilities for the six months ended June 30, 2026 and the year ended December 31, 2025.

	<u>June 30, 2026</u>	<u>December 31, 2025</u>
Opening Balance	\$ 70,940	\$ 66,838
Accretion	2,144	4,102
Ending Balance	<u>\$ 73,084</u>	<u>\$ 70,940</u>

The Company believes that the reclamation obligations incurred by the exploration and development work being performed by Desert Hawk are adequately provided for in the current reclamation estimates on mining claims remaining under contract. Desert Hawk, on an ongoing basis, is required to obtain permits and post reclamation bonds and reclaim any disturbances caused by the exploration work. The Company has also posted reclamation bonds as required with current balances of \$265,392 and \$264,644 at June 30, 2026 and December 31, 2025, respectively.

NOTE 5 – COMMITMENTS AND CONTINGENT LIABILITIES

Effective February 7, 2019, the Company entered into a Second Amended and Restated Lease Agreement in which the Company and Woodman Mining granted to Desert Hawk continued possession of some of the Company's properties for exploration, development and mining, and the right to occupy the specified properties and to explore, develop and mine these properties for minerals. As per the Agreement, Desert Hawk reimburses the Company for property taxes, Bureau of Land Management ("BLM") maintenance fees, and other costs associated with the claims that are included in the Lease Agreement. The lease expires 20 years from the effective date.

The Company pays an annual maintenance fee to the BLM at the current rate of \$200 per lode claim on an annual basis. The Company also rents a warehouse in Wendover, Utah, to store drill core and samples at the rate of \$350 a month.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 6 – PROPERTY AND EQUIPMENT AND PATENTS

Buildings and equipment, less accumulated depreciation as of June 30, 2026 and December 31, 2025 consisted of the following:

<u>June 30, 2026</u>	<u>Cost</u>	<u>Accumulated Depreciation</u>	<u>Net Book Value</u>
Buildings	\$ 347,886	\$ (261,281)	\$ 86,605
Asset retirement obligation - buildings	21,536	(14,077)	7,459
Total	<u>\$ 369,422</u>	<u>\$ (275,358)</u>	<u>\$ 94,064</u>
Mill Equipment	<u>\$ 734,728</u>	<u>\$ (734,728)</u>	<u>\$ -</u>
Equipment:			
Machinery and equipment	\$ 25,434	\$ (25,434)	\$ -
Vehicles	4,334	(4,334)	-
Office equipment and fixtures	5,639	(5,639)	-
Total	<u>\$ 35,407</u>	<u>\$ (35,407)</u>	<u>\$ -</u>
Patent	<u>\$ 29,694</u>	<u>\$ (27,965)</u>	<u>\$ 1,729</u>
<u>December 31, 2025</u>	<u>Cost</u>	<u>Depreciation</u>	<u>Value</u>
Buildings	\$ 347,886	\$ (256,858)	\$ 91,028
Asset retirement obligation - buildings	21,536	(13,801)	7,735
Total	<u>\$ 369,422</u>	<u>\$ (270,659)</u>	<u>\$ 98,763</u>
Mill Equipment	<u>\$ 734,728</u>	<u>\$ (734,728)</u>	<u>\$ -</u>
Equipment:			
Machinery and equipment	\$ 25,434	\$ (25,434)	\$ -
Vehicles	4,334	(4,334)	-
Office equipment and fixtures	5,639	(5,639)	-
Total	<u>\$ 35,407</u>	<u>\$ (35,407)</u>	<u>\$ -</u>
Patent	<u>\$ 29,694</u>	<u>\$ (27,075)</u>	<u>\$ 2,619</u>

Total depreciation expense for the six months ended June 30, 2026 and the year ended December 31, 2025, was \$4,700 and \$9,473, respectively. Total patent amortization expense for the six months ended June 30, 2026 and the year ended December 31, 2025 was \$890 and \$1,794 respectively. The amount of patent amortization expense, related to patents granted as of December 31, 2025, for each of the next five years is expected to be as follows:

2026	\$ 1,800
2027	819
2028	-
2029	-
2030	-
Total	<u>\$ 2,619</u>

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 7 – CAPITAL STOCK

Our authorized capital stock consists of 70,000,000 shares of common stock, par value \$0.001 per share and 10,000,000 shares of preferred stock, par value \$0.001 per share, of which 251,918 have been designated as 1993 Series Preferred A Stock. In January 2020, pursuant to a Share Repurchase Plan, the Company began buying back Company common shares pursuant to SEC Rule 10b-18 and as of June 30, 2026 and December 31, 2025, the Company had repurchased 4,134,899 common shares, at a cumulative cost of \$770,508. As the ultimate disposition is not yet decided, the cost of the acquired stock is shown separately as a deduction from the total of capital stock, additional paid-in capital, and retained earnings.

On March 11, 2026, a shareholder converted 40,000 1993 Series Preferred A shares to 40,000 Common Shares, its on a one-for-one basis. As of June 30, 2026 and December 31, 2025, the number of shares issued was 59,410,791 and 59,370,791, respectively, less the 4,134,899 of treasury shares held, leaving the remaining balance of 55,275,892 and 55,235,892, respectively, of common stock outstanding. As of June 30, 2026 and December 31, 2025, there were 115,584 and 154,584 shares respectively, of the 1993 Series Preferred A Stock issued and outstanding.

The 1993 Preferred is voted with the common stock of the Company as a single class and is not entitled to vote as a separate class, except to the extent that the consent of the holders of the 1993 Preferred, voting as a class, is specifically required by the provisions of the corporation laws of the state of Utah, as now existing or as hereafter amended. Each holder of 1993 Preferred is entitled to such number of votes in respect of each share of such stock held by him or her that would be appurtenant to the common stock issuable upon conversion in respect of such stock. For purposes of the declaration and payment of dividends, the common stock and the 1993 Preferred shall be treated together as a single class.

Subject to adjustment upon the happening of certain events, the 1993 Preferred is convertible into common stock on a one-for-one basis. The 1993 Preferred may be converted at the option of the holder at any time. The 1993 Preferred is automatically convertible into common stock upon the happening of any of the following events: (1) the date of effectiveness of a registration statement under the Securities Act of 1933, as amended, (the “Securities Act”) or any successor statute, which covers the resale of common stock issuable on the conversion of the 1993 Preferred, (2) the date of effectiveness of a registration statement under the Securities Act, for a firmly underwritten offering of common stock which will provide gross proceeds to the Company of \$5,000,000 or more, (3) the date on which the Company has received gross proceeds of at least \$5,000,000 pursuant to a best-efforts offering of common stock which was registered pursuant to the Securities Act, or (4) the date on which the Board causes a notice to be sent, by first class mail to the latest known address as shown on the Company’s records, to the holders of 1993 Preferred which accurately states that: (a) the Company has successfully completed two consecutive fiscal years in which it has shown in each year a net profit before taxes (excluding nonrecurring and extraordinary items), (b) such net profit is shown on the Company’s regular books and records of account and (c) the aggregate amount of the two-year period net profit equals or exceeds \$5,000,000. Subject to certain requirements and limitations, the 1993 Preferred redemption price is \$5.00 per share paid in cash, plus any accrued unpaid dividends, if applicable. If the Company is liquidated, the 1993 Preferred holders would be entitled to be paid out first at \$3.00 per share. As of June 30, 2026, the issued and outstanding shares of 1993 Series Preferred A Stock had an aggregate liquidation preference of \$346,752.

NOTE 8 – RELATED PARTY TRANSACTIONS

The Company owns membership units of American Silver, LLC, shares management and board members with the affiliate, and exercises significant influence over the Affiliate, therefore considers the Affiliate to be a related party. Distributions received from American Silver, LLC during the six months ended June 30, 2026 and 2025, amounted to \$92,004 and \$340,416, respectively.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 9 – RECENT ACCOUNTING PRONOUNCEMENTS

The Company shares office space with American Biotech Labs, LLC and incurs rent and ancillary charges in connection with this arrangement. For the six months ended June 30, 2026 and the year ended December 31, 2025, the Company incurred \$930 and \$1,860, respectively, of such costs which were charged to operations. As of June 30, 2026 and December 31, 2025, no amounts were due to American Biotech Labs, LLC.

From time to time, new accounting pronouncements are issued by FASB that are adopted by the Company as of the specified effective date. If not discussed, the Company believes that the impact of recently issued standards, which are not yet effective, will not have a material impact on the Company's financial statements upon adoption.

In November 2023, the FASB issued Accounting Standards Update (ASU) 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures. The amendments in this update improve reportable segment disclosure requirements through enhanced disclosures about significant segment expenses and other segment items and increase the frequency of segment disclosures. The Company adopted this standard on a retrospective basis for all periods presented, beginning January 1, 2024. The Company only has one segment and therefore the adoption of this standard did not change the company's reportable segments.

In December 2023, the FASB issued Accounting Standards Update (ASU) 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. The amendments in this update require enhanced disclosures to certain income tax disclosures, most notably the effective tax rate reconciliation and income taxes paid. The Company adopted ASU 2023-09 for the year ended December 31, 2025 on a retrospective basis. See Note 11.

NOTE 10 – STOCK OPTIONS

The Company has adopted a stock option plan. Under the plan, options or stock awards may be granted to employees, including officers, of the Company and to other individuals who are not employees of the Company as may be deemed in the best interest of the Company by the board of directors or duly authorized committee.

The plan makes available 10% of the outstanding shares for grants, which according to the Plan will not exceed 7,000,000 shares of common stock. Options granted under this plan shall have a term established by the board of directors, but in no event will the term exceed five years. The exercise price of each option is to be determined by the board of directors on the date of grant. All options granted to date, are for a stated term of five years or less.

During the six months ended June 30, 2026 and the year 2025, the Company granted 0 and 1,150,000 options, respectively, with 5-year terms, vesting one year from the date of grant, and an exercise price of \$0.00 and \$0.09, respectively. The weighted-average using the Black-Scholes valuation method for the options granted during 2025 calculated a fair value of \$0.05546 per share.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 10 – STOCK OPTIONS (Continued)

Information regarding the option plan is summarized as follows:

Date Granted	Exercise Price per Share	Outstanding at January 1, 2026	Granted	Exercised	Expired/ Forfeited	Outstanding at June 30, 2026	Weighted Average Remaining Contractual Life (years)
August 24, 2021	\$ 0.15	1,050,000	-	-	-	1,050,000	0.15
August 1, 2022	\$ 0.15	1,050,000	-	-	-	1,050,000	1.09
August 17, 2023	\$ 0.0785	1,150,000	-	-	-	1,150,000	2.13
July 22, 2024	\$ 0.045	1,150,000	-	-	-	1,150,000	3.06
July 17, 2025	\$ 0.09	1,150,000	-	-	-	1,150,000	4.05
Total options	\$ 0.10	<u>5,550,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>5,550,000</u>	2.15
Weighted Average Exercise Prices							
		\$ 0.10	\$ -	\$ -	\$ -	\$ 0.10	
Exercisable at June 30, 2026							
	\$ 0.10					4,400,000	1.65
Date granted	Weighted Average Price per share	Outstanding at January 1, 2025	Granted	Exercised	Expired/ Forfeited	Outstanding at December 31, 2025	
September 2, 2020	\$ 0.132	1,050,000	-	-	1,050,000	-	
August 24, 2021	\$ 0.15	1,050,000	-	-	-	1,050,000	
August 1, 2022	\$ 0.15	1,050,000	-	-	-	1,050,000	
August 17, 2023	\$ 0.0785	1,150,000	-	-	-	1,150,000	
July 22, 2024	\$ 0.045	1,300,000	-	-	150,000	1,150,000	
July 17, 2025	\$ 0.09	-	1,150,000	-	-	1,150,000	
Total options	\$ 0.10	<u>5,600,000</u>	<u>1,150,000</u>	<u>-</u>	<u>1,200,000</u>	<u>5,550,000</u>	
Exercisable at December 31, 2025							
	\$ 0.10					<u>4,400,000</u>	

Stock-based compensation expense recognized for the six months ended June 30, 2026 and the year ended December 31, 2025, was \$31,888 and \$51,617, respectively. As of June 30, 2026, there was \$2,657 of unrecognized stock-based compensation expense related to non-vested employee stock options, as the Company recognizes stock-based compensation expense ratably over the vesting term of the options. The valuation for stock-based compensation expense assumes all awards will vest, therefore no reduction has been made for estimated forfeitures. As of December 31, 2025, the outstanding options have a total intrinsic value of \$115,645

The Company uses the Black Scholes valuation method to estimate fair value of stock options. At the grant date, the fair value of the options issued in 2025 was \$63,777. The following assumptions were made in estimating fair value for the options issued in 2025:

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 10 – STOCK OPTIONS (Continued)

	<u>July 17, 2025</u>
Risk-free interest rate	4.01%
Expected life	5 years
Expected volatility	71%
Expected dividend	-

NOTE 11 – INCOME TAXES

Effective January 1, 2007, the Company adopted the provisions of ASC Topic 740-10, “Accounting for Uncertainty in Income Taxes,” which clarifies the accounting for uncertainty in income taxes recognized in a company’s financial statements in accordance with FASB Statement No. 109, *Accounting for Income Taxes*. ASC Topic 740-10 requires a company to determine whether it is more likely than not that a tax position will be sustained upon examination based upon the technical merits of the position.

Interpretations of and guidance surrounding income tax laws and regulations change over time. As such, changes in the subjective assumptions and judgments can materially affect amounts recognized in the balance sheets and statements of income.

At the adoption date of January 1, 2007, the Company had no unrecognized tax benefit which would affect the effective tax rate if recognized. There has been no significant change in the unrecognized tax benefit during the year ended December 31, 2025.

The Company classifies interest and penalties arising from the underpayment of income taxes in the statement of income under general and administrative expenses. As of December 31, 2025, the Company had no accrued interest or penalties related to uncertain tax positions. The Company is no longer subject to federal and state income tax examinations for the years prior to 2018.

At December 31, 2025, the Company has net operating loss carry-forwards available to offset future federal taxable income from the year 2025 through 2045 of approximately \$3,925,860. The utilization of the net operating loss carry-forwards is dependent upon the tax laws in effect at the time the net carry-forwards can be utilized. The Internal Revenue Code contains provisions that likely could reduce or limit the availability and utilization of these net operating loss carry-forwards. For example, limitations are imposed on the utilization of net operating loss carry-forwards if certain ownership changes have taken place. The Company will perform an analysis to determine whether any such limitations have occurred as the net operating losses are utilized. The amount of and ultimate realization of the benefits from the net operating losses is dependent, in part, upon the tax laws in effect, the Company’s future earnings, and other future events, the effects of which cannot be determined.

The Company has established a valuation allowance for all deferred income tax assets not offset by deferred income tax liabilities due to the uncertainty of their realization. Accordingly, there is no benefit for income taxes in the accompanying consolidated statements of operations.

Deferred income taxes are determined based on the estimated future effects of differences between the financial statement and income tax reporting bases of assets and liabilities given the provisions of currently enacted tax laws and the tax rates expected to be in place.

CLIFTON MINING COMPANY
Notes to the Consolidated Financial Statements
For the Six Months Ended June 30, 2026 and the Year Ended December 31, 2025

NOTE 11 – INCOME TAXES (Continued)

The deferred income tax assets (liabilities) are comprised of the following calculated at an expected U.S. Federal Statutory tax rate of 21% at December 31, 2025:

	December 31, 2025
Deferred tax assets:	
NOL Carryover	\$ 844,700
Depreciation	-
Deferred tax liabilities:	
Depreciation	(9,200)
Valuation allowance	(835,500)
Net deferred tax asset	\$ -

The income tax provision differs from the amount of income tax determined by applying the U.S. federal income tax rate to pretax loss for the year ended December 31, 2025 due to the following:

	2025	%
Book income at statutory rate	\$ (58,200)	21.0%
Accretion	900	(0.4%)
Unrealized loss from equity investment	(500)	1.1%
Unrealized gain from equity securities	-	0.0%
Stock based compensation	10,800	(5.6%)
Depreciation	(9,200)	3.7%
Valuation allowance	56,200	(19.8%)
Income tax benefit for fiscal year	\$ -	-

NOTE 12 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events through August 5, 2026, the date on which the financial statements were available to be issued and there is one subsequent event to report. During the week of July 17 to July 22, 2026, Board members exercised on incentive share options totaling the issuance of 2,100,000 common shares at a total exercise price of \$138,150.

Clifton Mining Company
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Clifton@cliftonmining.com

Quarterly Report

For the period ending June 30, 2026 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

As of August 5, 2026, the number of shares outstanding of our Common Stock is **61,510,791**, less the treasury shares the balance is **57,375,892**, which balance excludes 4,134,899 shares held in treasury which were repurchased pursuant to SEC Rule 10b-18.

As of June 30, 2026, the number of shares outstanding of our Common Stock is **59,410,791**, less the treasury shares the balance is **55,275,892**, which balance excludes 4,134,899 shares held in treasury which were repurchased pursuant to SEC Rule 10b-18.

As of March 31, 2026, the number of shares outstanding of our Common Stock is **59,410,791**, less the treasury shares the balance is **55,275,892**, which balance excludes 4,134,899 shares held in treasury which were repurchased pursuant to SEC Rule 10b-18.

As of December 31, 2025, the number of shares outstanding of our Common Stock is **59,370,791**, less the treasury shares the balance is **55,235,892**, which balance excludes 4,134,899 shares held in treasury which were repurchased pursuant to SEC Rule 10b-18.

As of September 30, 2025, the number of shares outstanding of our Common Stock is **59,370,791**, less the treasury shares the balance is **55,235,892**, which balance excludes 1,375,003 held in treasury and 2,759,896 shares we've repurchased pursuant to SEC Rule 10b-18 that are held in a Company brokerage account pending deposit to the treasury.

As of June 30, 2025, the number of shares outstanding of our Common Stock is **59,370,791**, less the treasury shares the balance is **55,235,892**, which balance excludes 1,375,003 held in treasury and 2,759,896 shares we've repurchased pursuant to SEC Rule 10b-18 that are held in a Company brokerage account pending deposit to the treasury.

As of March 31, 2025, the number of shares outstanding of our Common Stock is **59,370,791**, less the treasury shares the balance is **55,235,892**, which balance excludes 1,375,003 held in treasury and 2,759,896 shares we've repurchased pursuant to SEC Rule 10b-18 that are held in a Company brokerage account pending deposit to the treasury.

As of December 31, 2024, the number of shares outstanding of our Common Stock is **59,370,791**, less the treasury shares the balance is **55,235,892**, which balance excludes 1,375,003 held in treasury and 2,759,896 shares we've repurchased pursuant to SEC Rule 10b-18 that are held in a Company brokerage account pending deposit to the treasury.

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐

No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Clifton Mining Company was originally filed on June 8, 1993 as Megaton Gold Corporation and on February 24, 1994, the name of the company was changed to Clifton Mining Company and still remains the same today.

Current State and Date of Incorporation or Registration: Utah corporation filed on June 8, 1993

Standing in this jurisdiction (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

None

Describe any trading suspension orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

Address of the issuer's principal executive office:

705 East 50 South, American Fork, UT 84003

Address of the issuer's principal place of business:

☒ *Check if principal executive office and principal place of business are the same address:*

Same

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: ☒ Yes: ☐ If Yes, provide additional details below:

N/A

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

2) Security Information

Transfer Agent

Name: Computershare Inc.
Phone: (303) 262-0600
Email: Neil.Handiekar@computershare.com
Address: 6200 South Quebec Street, Greenwood Village, CO 80111

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>CFTN</u>
Exact title and class of securities outstanding:	<u>CLIFTON MNG CO - COM</u>
CUSIP:	<u>186904108</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>70,000,000</u> as of date: <u>June 30, 2026</u>
Total shares outstanding:	<u>59,410,791 less treasury shares is 55,275,892</u> <u>as of date: June 30, 2026</u>
Total number of shareholders of record:	<u>161</u> as of date: <u>August 3, 2026</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

None

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Preferred Stock</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>10,000,000</u> as of date: <u>August 5, 2026</u>
Total shares outstanding:	<u>114,584</u> as of date: <u>August 5, 2026</u>
Total number of shareholders of record:	<u>9</u> as of date: <u>August 5, 2026</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

None

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

The common stock of the Company is voted with the 1993 Preferred as a single class and each outstanding common share is entitled to one vote. There are no special dividend, voting, or preemptive rights granted to the common shareholders, however, the corporation may make distributions (including dividends) as authorized by the board of directors and in the manner and upon the terms and conditions provided by law and in the corporation's articles of incorporation.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

The 1993 Preferred is voted with the common stock of the Company as a single class and is not entitled to vote as a separate class, except to the extent that the consent of the holders of the 1993 Preferred, voting as a class, is specifically required by the provisions of the corporation laws of the state of Utah, as now existing or as hereafter amended. Each holder of 1993 Preferred is entitled to such number of votes in respect of each share of such stock held by him or her that would be appurtenant to the common stock issuable upon conversion in respect of such stock. Subject to adjustment upon the happening of certain events, the 1993 Preferred is convertible into common stock on a one-for-one basis. The 1993 Preferred may be converted at the option of the holder at any time.

The 1993 Preferred is automatically convertible into common stock upon the happening of any of the following events: (1) the date of effectiveness of a registration statement under the Securities Act of 1933, as amended, (the "Securities Act") or any successor statute, which covers the resale of common stock issuable on the conversion of the 1993 Preferred, (2) the date of effectiveness of a registration statement under the Securities Act, for a firmly underwritten offering of common stock which will provide gross proceeds to the Company of \$5,000,000 or more, (3) the date on which the Company has received gross proceeds of at least \$5,000,000 pursuant to a best-efforts offering of common stock which was registered pursuant to the Securities Act, or (4) the date on which the Board causes a notice to be sent, by first class mail to the latest known address as shown on the Company's records, to the holders of 1993 Preferred which accurately states that: (a) the Company has successfully completed two consecutive fiscal years in which it has shown in each year a net profit before taxes (excluding nonrecurring and extraordinary items), (b) such net profit is shown on the Company's regular books and records of account and (c) the aggregate amount of the two-year period net profit equals or exceeds \$5,000,000.

3. **Describe any other material rights of common or preferred stockholders.**

None

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>01-01-2024</u> Common: <u>55,235,892</u> Preferred: <u>154,584</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>3-11-2026</u>	<u>Conversion-New Issuance</u>	<u>40,000</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	<u>Vasant Chheda & Shobha Chheda JT TEN</u>	<u>Preferred A to Common</u>	<u>Restricted</u>	<u>Section 3(a)(9)</u>
<u>7-17-2026</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$0.0785</u>	<u>N/A</u>	<u>Jerry Wilhelm</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-17-2026</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$0.045</u>	<u>N/A</u>	<u>Jerry Wilhelm</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-17-2026</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$0.0785</u>	<u>N/A</u>	<u>Robert Holladay</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-17-2026</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$0.045</u>	<u>N/A</u>	<u>Robert Holladay</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-22-2026</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.0785</u>	<u>N/A</u>	<u>Scott Moeller</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-22-2026</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.045</u>	<u>N/A</u>	<u>Scott Moeller</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-22-2026</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.09</u>	<u>N/A</u>	<u>Scott Moeller</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-22-2026</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.0785</u>	<u>N/A</u>	<u>Kenneth Friedman</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
<u>7-22-2026</u>	<u>New Issuance</u>	<u>300,000</u>	<u>Common</u>	<u>\$0.045</u>	<u>N/A</u>	<u>Kenneth Friedman</u>	<u>Stock Option Exercise</u>	<u>Restricted</u>	<u>Section 4(a)(2)</u>
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> <u>Ending Balance</u> Date <u>08-05-2026</u> Common: <u>57,375,892</u> Preferred: <u>114,584</u>									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

On March 11, 2026, Vasant Chheda and Shobha Chheda converted 40,000 of their 1993 Series Preferred A shares to 40,000 Common shares pursuant to the rights granted to the 1993 Series Preferred A shareholders, which rights include converting on a one-for-one basis at anytime at no cost.

On July 17, 2026, Jerry Wilhelm a director of the Company exercised stock options totaling 300,000 common shares at a total exercise cost of \$18,525 (150,000 options at an exercise price of \$0.0785 per share, and 150,000 options at an exercise price of \$0.045 per share), which funds were deposited into the Company's regular bank account to be used for general Company operations.

On July 17, 2026, Robert Holladay a director of the Company exercised stock options totaling 300,000 common shares at a total exercise cost of \$18,525 (150,000 options at an exercise price of \$0.0785 per share, and 150,000 options at an exercise

price of \$0.045 per share), which funds were deposited into the Company's regular bank account to be used for general Company operations.

On July 22, 2026, Scott Moeller an officer and a director of the Company exercised stock options totaling 900,000 common shares at a total exercise cost of \$64,050 (300,000 options at an exercise price of \$0.0785 per share, 300,000 options at an exercise price of \$0.045 per share, and 300,000 at an exercise price of \$0.09 per share), which funds were deposited into the Company's regular bank account to be used for general Company operations.

On July 22, 2026, Kenneth Friedman an officer and a director of the Company exercised stock options totaling 600,000 common shares at a total exercise cost of \$37,050 (300,000 options at an exercise price of \$0.0785 per share, and 300,000 options at an exercise price of \$0.045 per share), which funds were deposited into the Company's regular bank account to be used for general Company operations.

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☒ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)

Total Outstanding Balance:

Total Shares:

Any additional material details, including footnotes to the table are below:

None

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com).

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

No direct operations, however, some of the Company's property is leased out to a company who is recovering gold and silver from the property through a heap leach operation. In the beginning years, the Company was engaged in the process of acquiring, exploring, and developing properties or selling the properties at an appreciated value. The Company has acquired several claims which have previously been in production, with historical production records. The Company has obtained a report calculating mineralized material for the Clifton shear zone property and is no longer considered to be in the exploration stage. The Company is now primarily engaged in property management by joint venturing the properties to other companies, including the use of the Company's equipment to bring the claims into production and investing in other businesses.

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

B. List any subsidiaries, parent company, or affiliated companies.

At June 30, 2026, the Company owned a 20.7% interest in American Silver, LLC (the "Affiliate"). American Silver, LLC owns 100% of American Biotech Labs, LLC, ABL Manufacturing, LLC, ABL Medical, LLC and ABL International, LLC. American Biotech Labs, LLC markets and sells products for the dietary supplement and cosmetic markets, including immune support products, tooth gel products, gels, lotions, and creams for natural skin care.

These products are sold and distributed through health food stores, health care providers, nutritional supplement distributors and other companies throughout the world. ABL Medical, LLC, markets and sells approved wound dressing medical device products cleared under FDA Section 510(k), to pharmacies, retailers, medical offices, and hospitals. ABL Manufacturing, LLC, manufactures these products in an FDA registered facility using patented processes. The financial information is summarized in the Company's financial statements in Note 2. Affiliate's main number is (801) 756-1000. American Silver, LLC holds 15 patents, with additional patents pending.

Affiliate's main websites are <https://silverbiotics.com>, www.ablmedical.com, and <https://ablmg.com>.

Officers, directors, and managers are: Robert Holladay, Scott Moeller, Mark Moeller, Nathan Moeller, Dawn Sorenson, Paul Schwitzer, David Cox, Shane Jackson, and Nathan Kerr.

At June 30, 2026, the Company owned 61% of Woodman Mining Company and all intercompany accounts have been eliminated in consolidation.

C. Describe the issuers' principal products or services.

The Company owns patented mining claims and leases claims from the Bureau of Land Management and from the State of Utah School Trust Lands Administration and the Company is primarily engaged in the property management of these properties and through leasing and joint venture agreements, with the intent to bring all potential properties into the extraction of minerals including gold and silver.

5) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company currently rents office space where it also keeps Company records, from an affiliate American Biotech Labs, LLC in American Fork, UT, on a month to month basis at the rate of \$155 per month. The Company believes this is a fair market price for the small of amount of space it uses.

Mineral Properties (UNAUDITED)

The Company's owns 82 patented mining claims including, 10 patented claims owned 50% by The Woodman Mining Company. The Company also leases 402 unpatented lode claims, including 32 placer claims, at the current annual maintenance rate of \$200 per claim from the Bureau of Land Management. The Company also has seven (7) state mineral leases and pays annual royalty fees for each lease to the Trust Lands Administration. The total area encompassing these claims and mineral leases is approximately 14,667 acres. The properties are located in the Gold Hill/Clifton Mining District, Tooele County, Northwest Utah area. The patented claims are 100% owned with no mortgage and the unpatented, placer, and state mineral properties are all leased from the government.

A study prepared by Behre Dolbear & Company, Inc. dated April 1996 and updated October 2000 by Robert Cameron, Consulting reported the following mineralized material for the Clifton shear zones:

UNAUDITED

Category	Tons	Ag (opt)	Ag (ounces)	Au (opt)	Au (ounces)	Pb (%)
Measured (1)	107,000	8.41	901,597	0.045	4,802	5.09

Indicated (2)	<u>474,000</u>	<u>8.15</u>	<u>3,905,133</u>	<u>0.051</u>	<u>21,824</u>	<u>5.22</u>
Total	<u>581,000</u>	<u>8.05</u>	<u>4,806,730</u>	<u>0.050</u>	<u>26,626</u>	<u>5.20</u>

Notes:

- (1) Measured Resources are those materials for which tonnage is computed from dimensions revealed in outcrops or mine workings and/or drill holes and for which the grade is computed from the results of adequate sampling. The sites for inspection, sampling and measurement are so spaced and the geological character is so well defined that the size, shape and mineral content are established.
- (2) Indicated Resources are those materials for which tonnage and grade are computed partly from specific measurements, samples, or production data, and partly from projections for a reasonable distance on geological evidence. The sites available for inspection, measurement, and sampling are too widely or otherwise inappropriately spaced to outline the material completely or to establish its grade throughout.

Behre Dolbear qualified the mineralized material estimate as follows: The majority of the surface samples were collected from old, shallow prospecting pits that occurred at irregular spacing; the underground samples were taken from only readily accessible locations in old mines; and the sampling technique may have biased the Clifton data. Because a feasibility study has not yet been prepared on any of the Company's properties, no proven or probable reserves have been calculated.

The Company also owns two mill buildings located in Gold Hill, Utah, along with some milling and mining equipment located in those buildings, however, there is no current production in either of these facilities. The Company owns approximately 5.8 million shares of Desert Hawk Gold Corp., stock, who has a current heap leach operation going on a portion of the Company's property. The Company also leases warehouse space in Wendover Nevada where samples are stored on a month to month basis, at the current rate of \$350 per month.

6) All Officers, Directors, and 5% Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners

A special note, on December 27, 2025, K. Bruce Jones, a member of the board of directors, passed away.

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Kenneth Friedman</u>	<u>Officer/Director</u>	<u>Black Hawk, CO</u>	<u>1,224,000</u>	<u>Common</u>	<u>2.1%</u>	<u>Includes shares held in a Trust</u>
<u>Scott Moeller</u>	<u>Officer/Director</u>	<u>Alpine, UT</u>	<u>2,765,402</u>	<u>Common</u>	<u>4.8%</u>	<u>Includes shares held in a Trust</u>
<u>Clifford Reid</u>	<u>Director</u>	<u>San Antonio, TX</u>	<u>0</u>		<u>0.0%</u>	<u>—</u>

<u>Robert Holladay</u>	<u>Director</u>	<u>Saratoga Springs, UT</u>	<u>473,000</u>	<u>Common</u>	<u>0.8%</u>	<u>Includes shares held in a Trust</u>
<u>Jerry Wilhelm</u>	<u>Director</u>	<u>Hanover, PA</u>	<u>2,136,243</u>	<u>Common</u>	<u>3.7%</u>	<u>————</u>
<u>Michael Marr*</u>	<u>Director</u>	<u>Reno, NV</u>	<u>3,363,303*</u>	<u>Common</u>	<u>5.9%*</u>	<u>Erica Marr</u> <u>Jessica Marr</u>
<u>Erica Marr*</u>	<u>Director</u>	<u>San Leandro, CA</u>	<u>3,363,303*</u>	<u>Common</u>	<u>5.9%*</u>	<u>Jessica Marr</u>
<u>Jessica Marr*</u>	<u>Director</u>	<u>Oakland, CA</u>	<u>3,363,303*</u>	<u>Common</u>	<u>5.9%*</u>	<u>Erica Marr</u>
<u>Dawn Sorenson</u>	<u>Officer</u>	<u>American Fork, UT</u>	<u>0</u>		<u>0.0%</u>	<u>————</u>

***The number of shares listed under each of these individuals is the same total amount that is owned or controlled by an entity that Erica Marr and Jessica Marr serve as its officers and Mike Marr who serves in an advisory position.**

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

All Officers/Directors reported no except Michael Marr. Mr. Marr reported that he had an indictment on 11/19/2014 convicted 6/2/2017 on two counts of violation 15 U.S.C. - 1 of the Sherman Act and all fines and sentencing have been completed.

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

All Officers/Directors reported no except Mr. Michael Marr, who lost his real estate license, but reports that he could reapply and get relicensed if approved, if decided to do so in the future.

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

All Officers/Directors reported no.

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

All Officers/Directors reported no.

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

All Officers/Directors reported no except Mr. Michael Marr, who lost his real estate license, but reports that he could apply and get re-licensed if wanted to.

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

All Officers/Directors reported no except Mr. Michael Marr, who report that as part of his case describe in number 1 above, that he was charged with mail fraud and then dismissed.

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Christopher Seamster
Firm: Michael Best & Friedrich LLP
Address 1: 227 West Trade Street Suite 1500, Charlotte, NC 28202
Phone: 336-510-3338
Email: cdseamster@michaelbest.com

Accountant or Auditor

Name: Tyler Neves, CPA, Partner
Firm: Sadler, Gibb & Associates, LLC
Address: 344 West 13800 South, Ste 250, Draper, UT 84020
Phone: 801-783-2970
Email: tneves@sadlergibb.com

Investor Relations

Name: Customer Relations
Firm: GS Whitney & Co.
Address 1: 109 East 17th Street, Cheyenne, WY 82001
Address 2: 1621 Central Avenue, Cheyenne, WY 82001
Phone: 469-353-8157
Email: admin@gswhitney.com

All other means of Investor Communication:

X (Twitter): None
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

Other Service Providers

Provide the name of any other service provider(s) **that that assisted, advised, prepared, or provided information with respect to this disclosure statement.** This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: None
Firm: _____
Nature of Services: _____
Address: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Scott Moeller
Title: VP - Finance and Director
Relationship to Issuer: Officer and Director

B. The following financial statements were prepared in accordance with:

- ☐ IFRS
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual)²:

Name: Scott Moeller
Title: VP - Finance
Relationship to Issuer: Officer and Director

Describe the qualifications of the person or persons who prepared the financial statements:⁵ Accounting Degree, 30+ Years Industry Experience

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

I, Kenneth S. Friedman certify that:

1. I have reviewed this Disclosure Statement for Clifton Mining Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

08-06-2026 (Date)

/s/ KENNETH S. FRIEDMAN (President, CEO)

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Scott S. Moeller certify that:

1. I have reviewed this Disclosure Statement for Clifton Mining Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

08-06-2026 (Date)

/s/ SCOTT S. MOELLER (VP-Finance, CFO)

(Digital Signatures should appear as "/s/ [OFFICER NAME]")