

Creating a Leading Gold and Silver Producer Focused in the Great Basin

ANNOUNCEMENT PRESENTATION – JULY 29, 2024

TSX-V: ITR I NYSE: ITRG INTEGRARESOURCES.COM

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Certain information set forth in this presentation contains "forward-looking statements" and "forward-looking information" within the meaning of applicable Canadian securities legislation and in applicated United States securities law (referred to herein as forward-looking statements). Except for statements of historical fact, certain information contained herein constitutes forward-looking statements which includes but is not limited to statements related to activities, events or developments that the Company expects or anticipates will or may occur in the future, statements related to the Company's business strategy, objectives and goals, exploration of the Company's projects and management's assessment of future plans and operations which are based on current internal expectations, estimates, projections, assumptions and beliefs, which may prove to be incorrect. Forward-looking information is often identified by the use of words such as "may", "will", "could", "would", "anticipate", "believe", expect", "intend", "potential", "estimate", "budget", "scheduled", "plans", "planned", "forecasts", "goals" and similar expressions. Forward-looking information is based on a number of factors and assumptions made by management and considered reasonable at the time such information is provided, and forward-looking information involves known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements to be materially different from those expressed or implied by the forward-looking information. Such forward-looking statements include, but are not limited to, statements with respect to: the proposed acquisition of all of the issued and outstanding securities of Florida Canyon by way of a court approved statutory plan of arrangement between the Company and Florida Canyon, including the satisfaction or waiver of all applicable conditions to the completion of such transaction (which includes the sale of Florida Canyon's Mexican assets); the ability to close the private placement of subscription receipts for aggregate gross proceeds of approximately US$15 million; the future financial or operating performance of the Company on a post-transaction basis, including the Wildcat, Mountain View, Florida Mountain, Florida Canyon and DeLamar projects (the "Projects"), and including, but not limited to, benefits therefrom, goals, synergies, opportunities, profile, mineral resources, project and production optimization and potential production, project timelines, prospective shareholdings, and comparables to other transactions; consolidation of the Company's issued and outstanding share capital; prospective financings; expectations with respect to future cash flows from operations, net debt and financial results; metal or mineral recoveries; synergies and financial impact of completed acquisitions; the benefits of the development potential of the properties of the Company and Florida Canyon; the future price of gold, copper, and silver; the estimation of mineral reserves and resources; the realization of mineral reserve estimates; the timing and amount of estimated future production; costs of production; success of exploration activities; timing of filing of a mine plan of operations; the results from work performed to date; the development, operational and economic results of technical reports on mineral properties referenced herein; magnitude or quality of mineral deposits; anticipated advancement of mineral properties; exploration expenditures, costs and timing of the development of new deposits; underground exploration potential; costs and timing of future exploration; the completion and timing of future development studies; estimates of metallurgical recovery rates; exploration prospects of mineral properties; requirements for additional capital; the future price of metals; government regulation of mining operations; environmental risks; the timing and possible outcome of pending regulatory matters; the realization of the expected economics of mineral properties; future growth potential of mineral properties; and future development plans.

Factors that could cause actual results to vary materially from results anticipated by such forward-looking statements include: satisfaction or waiver of all applicable conditions to the completion of the acquisition of Florida Canyon (including receipt of all necessary shareholder, court, stock exchange and regulatory approvals or consents, and the absence of material changes with respect to the parties and their respective businesses); the ability to close the subscription receipt financing on the proposed terms or at all, the synergies expected from the transactions not being realized; the absence of adverse conditions on the Florida Canyon mine, including the other Projects; the Company's ability to complete its planned exploration programs and development plans; no unforeseen operational delays; satisfying ongoing covenants under the Company's loan facilities, results of independent engineer technical reviews; the possibility of cost overruns and unanticipated costs and expenses; no material delays in obtaining necessary permits; the price of gold remaining at levels that render the Projects economic; the Company's ability to continue raising necessary capital to finance operations; and the ability to realize on the mineral resource and reserve estimates. Forward-looking statements necessarily involve known and unknown risks and uncertainties, which may cause actual performance and financial results in future periods to differ materially from any projections of future performance or result expressed or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to: general business, economic and competitive uncertainties; the actual results of current and future exploration activities; conclusions of economic evaluations; meeting various expected cost estimates; benefits of certain technology usage; changes in project parameters and/or economic assessments as plans continue to be refined; future prices of metals; possible variations of mineral grade or recovery rates; the risk that actual costs may exceed estimated costs; geological, mining and exploration technical problems; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing; the speculative nature of mineral exploration and development (including the risks of obtaining necessary licenses, permits and approvals from government authorities); title to properties; other factors beyond the Company's control; and as well as those factors included herein and elsewhere in the Company's public disclosure. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in the forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. Readers are advised to study and consider risk factors disclosed in the Company's annual report on Form 20-F dated March 28, 2024 for the fiscal year ended December 31, 2023, and Florida Canyon's listing application on TSX Venture Exchange Form 2B, each of which are available on the respective SEDAR+ issuer profiles for the Company and Florida Canyon available at www.sedarplus.ca.

There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. The Company undertakes no obligation to update forward-looking statements if circumstances or management's estimates or opinions should change except as required by applicable securities laws. The forward-looking statements contained herein are presented for the purposes of assisting investors in understanding the Company's plan, objectives and goals, including with respect to the acquisition of Florida Canyon, and may not be appropriate for other purposes. Forward-looking statements are not guarantees of future performance and the reader is cautioned not to place undue reliance on forward-looking statements. This presentation also contains or references certain market, industry and peer group data, including data with respect to Florida Canyon, which is based upon information from independent industry publications, market research, analyst reports, surveys continuous disclosure filings and other publicly available sources. Although the Company believes these sources to be generally reliable, such information is subject to interpretation and cannot be verified with complete certainty due to limits on the availability and reliability of raw data, the voluntary nature of the data gathering process and other inherent limitations and uncertainties. The Company has not independently verified any of the data from third party sources referred to in this presentation and accordingly, the accuracy and completeness of such data is not guaranteed.

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National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101") is a rule of the Canadian Securities Administrators which establishes standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects. Technical disclosure contained in this presentation has been prepared in accordance with NI 43-101 and the Canadian Institute of Mining, Metallurgy and Petroleum Classification System. These standards differ from the requirements of the U.S. Securities and Exchange Commission ("SEC") and resource information contained in this presentation may not be comparable to similar information disclosed by domestic United States companies subject to the SEC's reporting and disclosure requirements.

The scientific and technical information contained in this presentation has been reviewed and approved by Raphael Dutaut, the Company's Vice President, Mining & Geology, a "Qualified Person" ("QP") as defined in NI 43-101.

Cautionary Note Regarding Non-GAAP Financial Measures

Alternative performance measures in this document such as "cash cost", "AISC" "after-tax cash flow" are furnished to provide additional information. These non-GAAP performance measures are included in this presentation because these statistics are used as key performance measures that management uses to monitor and assess performance of the Projects, and to plan and assess the overall effectiveness and efficiency of mining operations. These performance measures do not have a standard meaning within International Financial Reporting Standards ("IFRS") and, therefore, amounts presented may not be comparable to similar data presented by other mining companies. These performance measures should not be considered in isolation as a substitute for measures of performance in accordance with IFRS.

Currency: All references to "$" in this presentation are to U.S. dollars unless otherwise stated.

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None of the securities to be issued pursuant to the proposed acquisition have been or will be registered under the United States Securities Act of 1933 , as amended (the "U.S. Securities Act"), or any securities laws of any state of the United States (as defined in Regulation S under the U.S. Securities Act), and any securities issuable pursuant to the proposed acquisition are anticipated to be issued in reliance upon available exemption from such registration requirements pursuant to Section 3(a)(10) of the U.S. Securities Act and similar exemptions under applicable securities laws of any state of the United States. This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities of the Company.





INTEGRA RESOURCES

INTEGRA'S VISION: FOCUSED ON BECOMING A LEADING USA GOLD PRODUCER THROUGH RAPID PROJECT ADVANCEMENT AND DISCIPLINED EXECUTION TO MAXIMIZE VALUE



Integra to Merge with Florida Canyon Gold Inc.
Creation of a Great Basin Gold Producer

- Complementary high-quality assets in top tier USA mining jurisdictions – all projects within ~3 hour drive
- Florida Canyon production provides immediate cash flow and exposure to strong gold price environment
- DeLamar & Nevada North projects underpin industry leading growth profile: 70kozs to +250kozs AuEq[1]
- Regional scale – control peer leading resource of 7.1Moz AuEq M&I and 3.1Moz AuEq Inf.[1]
- Strong potential for synergies and optimization across portfolio of similar heap leach projects
- Creates 20+ year mine life visibility; employment for local workforce and significant benefits to communities



1. Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; See NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023, NI 43-101 technical report titled: "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov; gold equivalent using US$1,700/oz Au and US$21.50/oz Ag

Mutually Beneficial Creation of a Leading USA Gold Producer



Benefits to Integra Shareholders

- Immediate transition from developer to junior gold producer with ~70kozs AuEq of annual production from a proven operation; immediate exposure to strong gold price environment
- Potential for new oxide discoveries at identified high-priority targets along strike at Florida Canyon, significant potential to extend current 7 year mine life[1]
- Florida Canyon proximity and workforce to provide significant benefits towards the development of DeLamar and Nevada North
- Combined company to benefit from enhanced scale, capital markets profile, trading liquidity and expected reduction to cost of capital – crucial for project financing at DeLamar
- Potential for future index inclusion and addition of new significant cornerstone investors





Benefits to Florida Canyon Shareholders

- Meaningful ownership in one of the largest precious metals development companies in the Great Basin by mineral endowment
- Diversification from a single asset production company to a multi-asset vehicle with existing production and two high-quality development projects, creating a long-term operating platform
- Florida Canyon workforce to benefit from nearby development projects with potential for people and operational synergies; surrounding local communities benefit from larger platform to support expanding mining operations
- Significantly improved capital markets profile with benefit of NYSE American listing and enhanced coverage from analyst and investor community; addition of a top-tier roster of institutional and strategic investors to support long-term strategy

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1. Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA, dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; gold equivalent using US$1,700/oz Au and US$21.50/oz Ag; Florida Canyon 2023 production as reported by Argonaut Gold Inc.

Industry Leading Management Team and Board

= Producing Company Experience

Executive Leadership Team



George Salamis
Executive Chair



Jason Kosec
President & CEO



Andrée St-Germain
Chief Financial Officer



Greg Robinson
General Manager,
Florida Canyon Mine



Scott Olsen
Vice President, Engineering
Processing & Infrastructure



Raphael Dutaut
Vice President,
Geology & Mining



Jason Banducci
Vice President,
Corporate Development



Mark Stockton
Vice President, External
Affairs & Sustainability

Board of Directors

Board of Directors to be comprised of 8 members: 6 nominees from Integra and 2 from FCGI

Note: Professional bios for management team and board of directors available on Integra's corporate website: https://integraresources.com/

Pro Forma Corporate Snapshot

Share Structure[1,2]

Pro Forma Basic Shares Outstanding	**167.7M**
Options	1.6M
Warrants	8.3M
RSUs / DSUs	1.0M
Fully Diluted Shares Outstanding	**178.6M**
Basic Market Capitalization	**~US$165M**

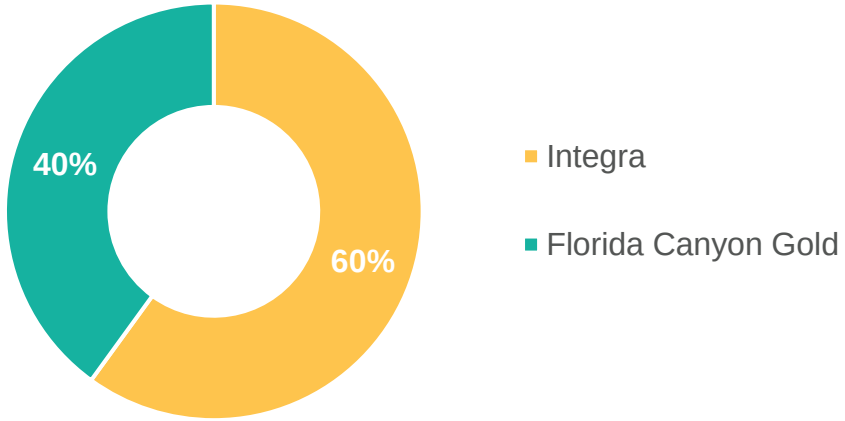
Analyst Coverage

STIFEL
CORMARK SECURITIES INC.
Ventum Financial
RAYMOND JAMES
Desjardins
HCW H.C.WAINWRIGHT&CO.

Approx. Pro Forma Ownership[3]

Key Strategic Shareholders

Beedie
WHEATON PRECIOUS METALS
ALAMOS GOLD INC.



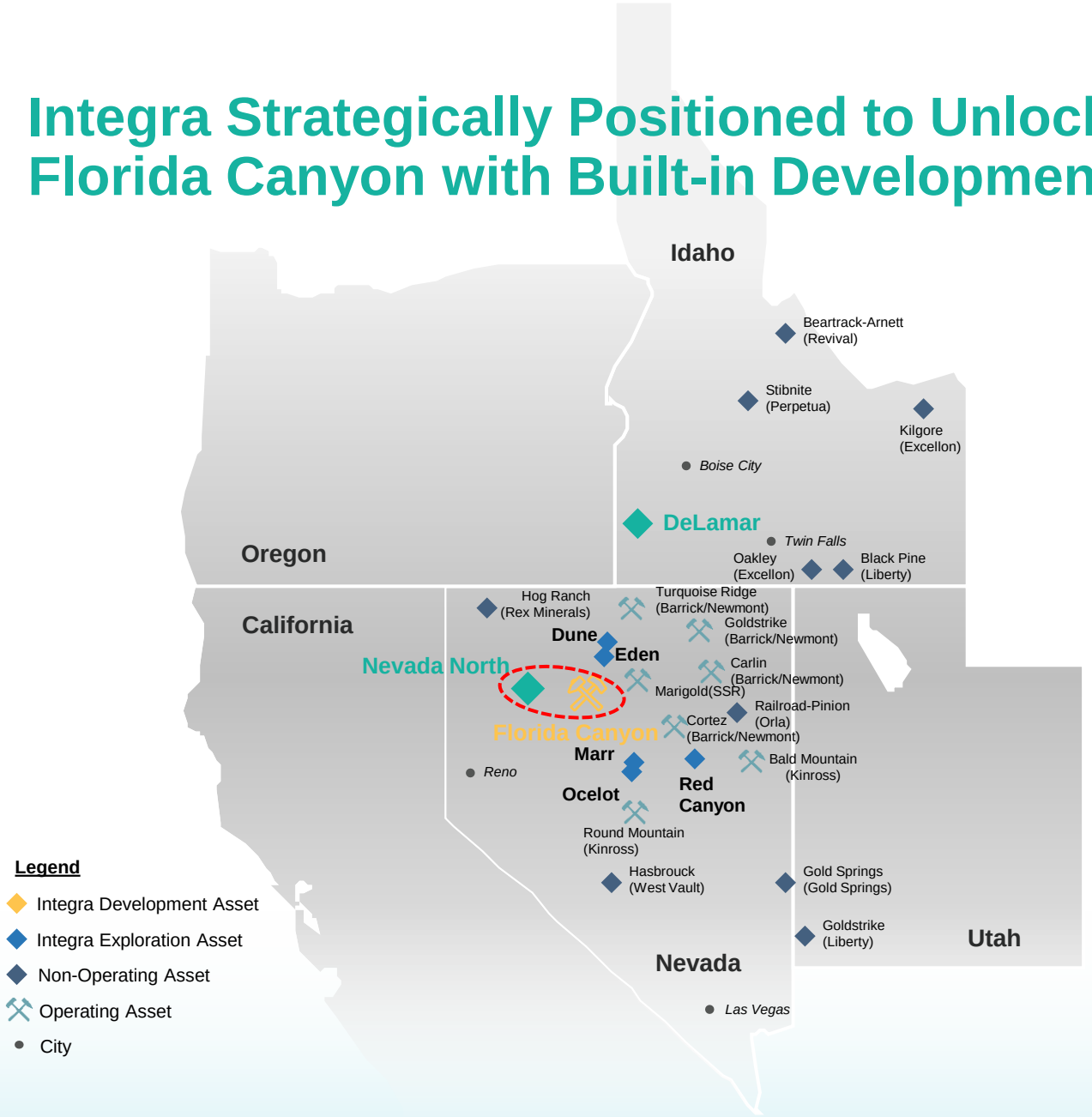
Top Institutions

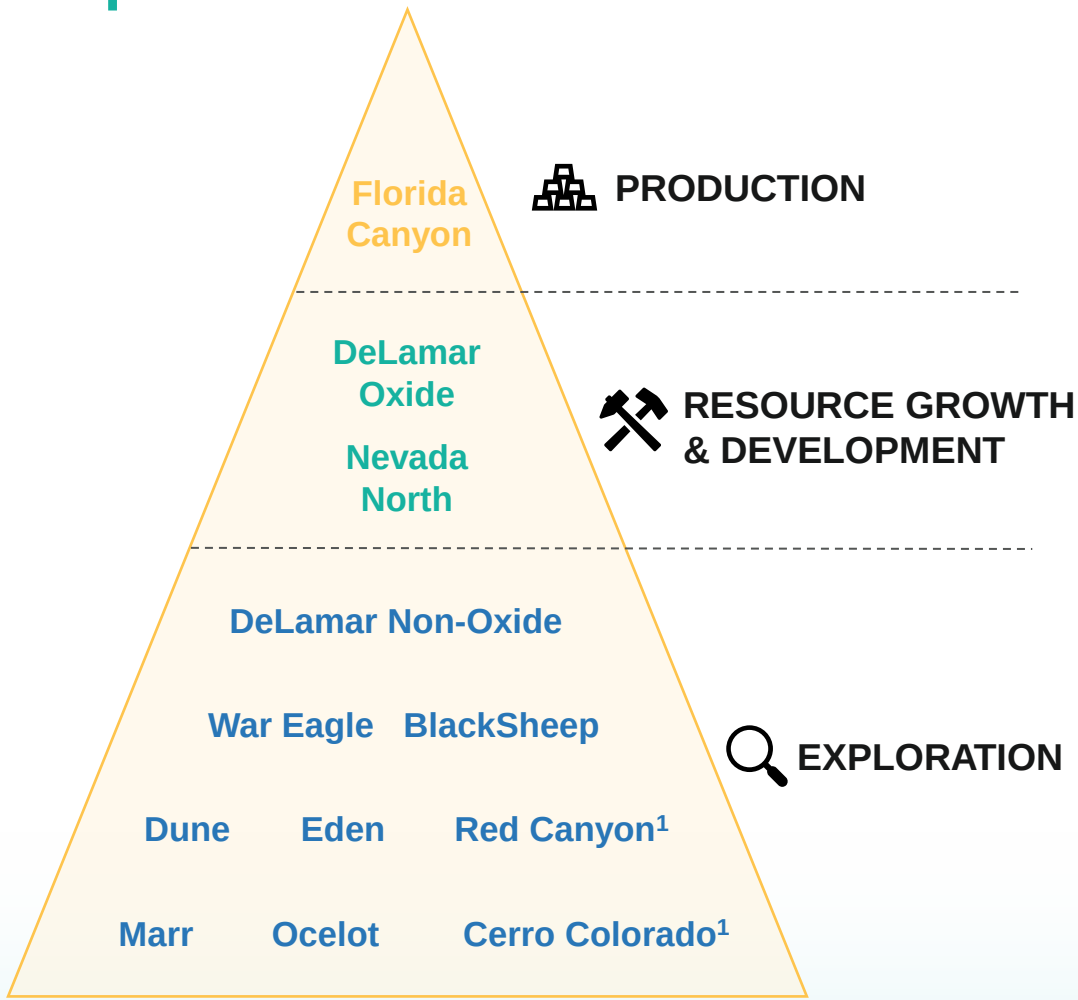
GMT CAPITAL
FRANKLIN TEMPLETON
MERK
VESTCOR
EQUINOX PARTNERS
RUFFER

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1. Pro Forma capital structure and market capitalization estimated based on Transaction terms
2. Assumes 14.9M common shares are issued in connection with C$20M concurrent financing
3. Basic ownership; before giving effect to concurrent financing; approximate ownership percentages based on latest reporting available from SEDI, Bloomberg and Capital IQ

Integra Strategically Positioned to Unlock Full Value of Florida Canyon with Built-in Development Pipeline



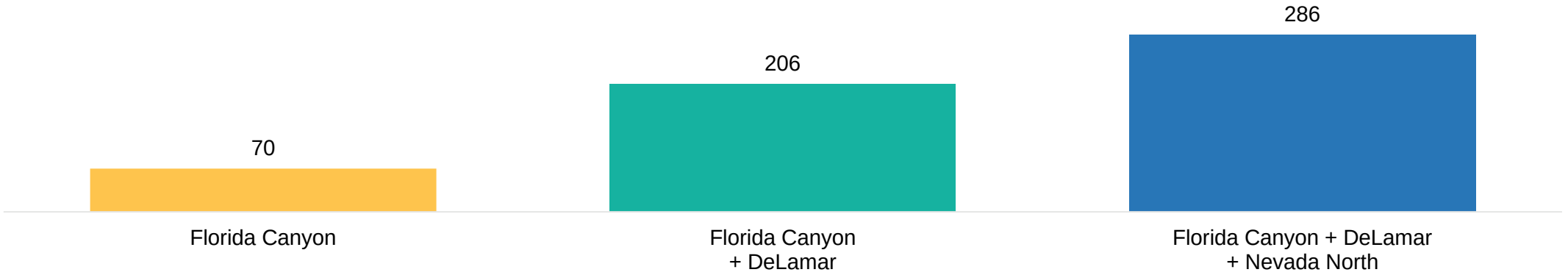


Note: Map is not to scale; 1. Integra holds an option to acquire Red Canyon; refer to Company disclosure for details on property specific option agreements available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov; Integra granted option on Cerro Colorado to Green Light Metals Inc. – see June 12, 2024 news release

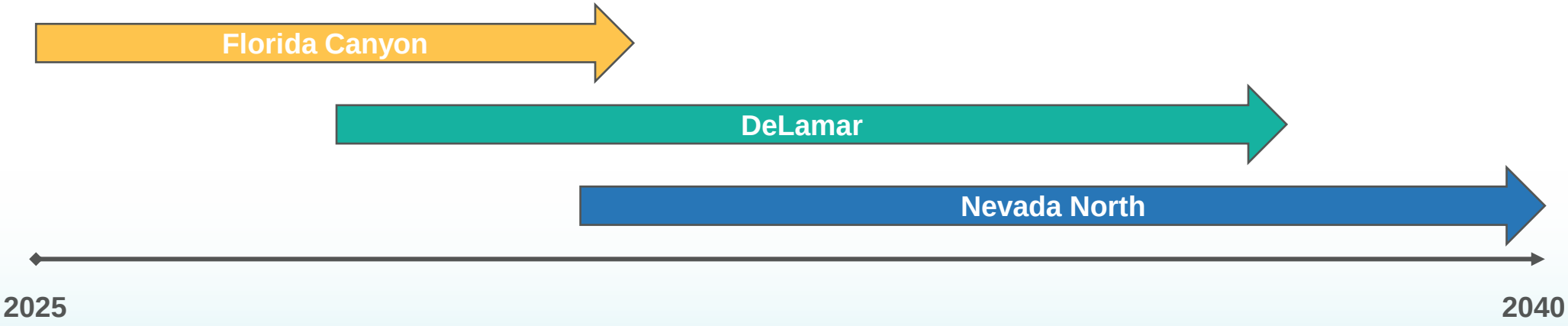
Combined Production Potential

Complementary portfolio of heap leach projects provide a clear path to becoming a mid-tier gold producer

Production Potential (AuEq LOM Average)[1,2]



Expected Project Sequencing



1. Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; See NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023, NI 43-101 technical report titled: "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov; 2. Florida Canyon assumes gold prices of US$2,200/oz in 2024, US$2,150/oz in 2025/2026 and US$1,900/oz in 2027+; flat silver prices of US$20/oz; DeLamar and Nevada North assume prices of US$2,000/oz Au, US$23/oz Ag; gold equivalent using US$1,700/oz Au and US$21.50/oz Ag; Florida Canyon 2023 production as reported by Argonaut Gold Inc.

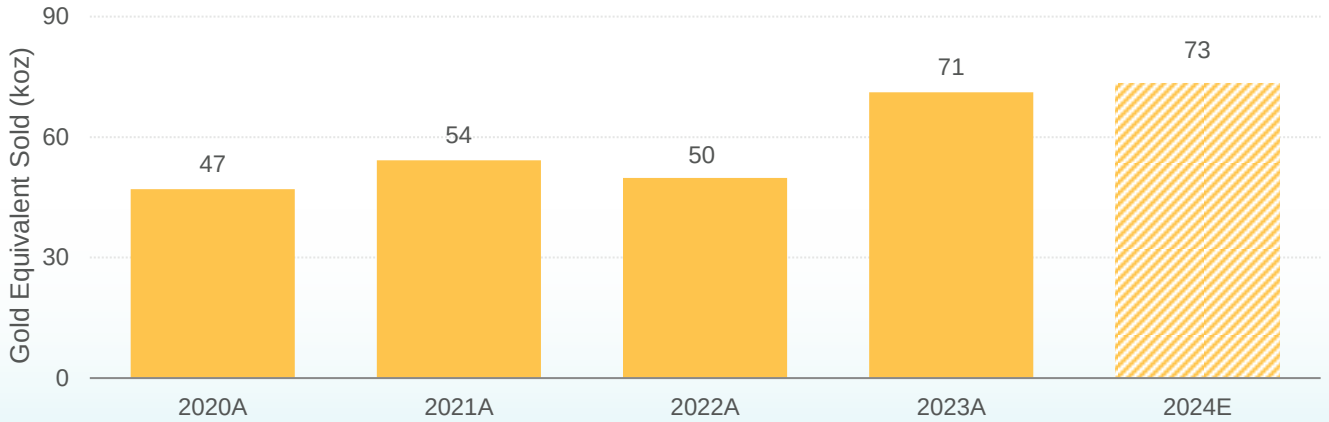
INTEGRA RESOURCES

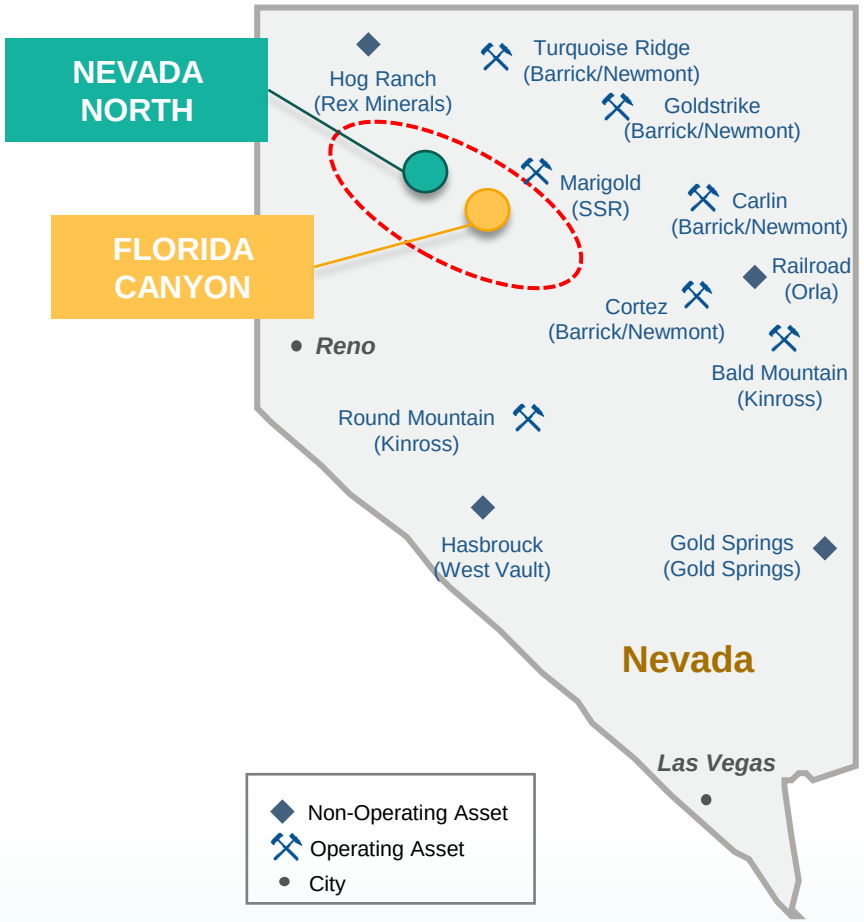
Florida Canyon Mine: Overview

Summary

- Open pit and heap leach gold operation located approximately 45 miles southwest of Winnemucca, Nevada, adjacent to Interstate Highway 80
- Continuous operation from 1986 through 2011 and then intermittently until 2015
  - Mine was restarted & ramped up to production by Alio Gold in 2016; Alio operated the asset until being acquired by Argonaut Gold in 2020
- Open pit operation using conventional loader/truck heap leach techniques; carbon-in-column (CIC) gold recovery process
- **Record production in 2023: ~70kozs AuEq (+43% YoY) at net Cash Costs and AISC of US$1,368/oz and US$1,654/oz, respectively[1]**

Historical Production Profile[1]





1. 2024E is based on NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca map is not to scale; Source: Florida Canyon Gold public disclosure; Florida Canyon 2023 production as reported by Argonaut Gold Inc.; gold equivalent using US$1,900/oz Au and US$20.00/oz Ag

Florida Canyon Mine: 2024 NI 43-101 Technical Report Summary

Immediate gold production of ~70kozs Au annually for +7 years with excellent potential to extend mine life through exploration

7-year LOM	US$1,525/oz	500koz / ~70koz Au[2]	US$128M NPV5%	1.5-year Payback
80Mt of Ore Mined	LOM AISC[1] (co-product)	Total / Avg. LOM Production	After-Tax Base Case[2]	After-tax



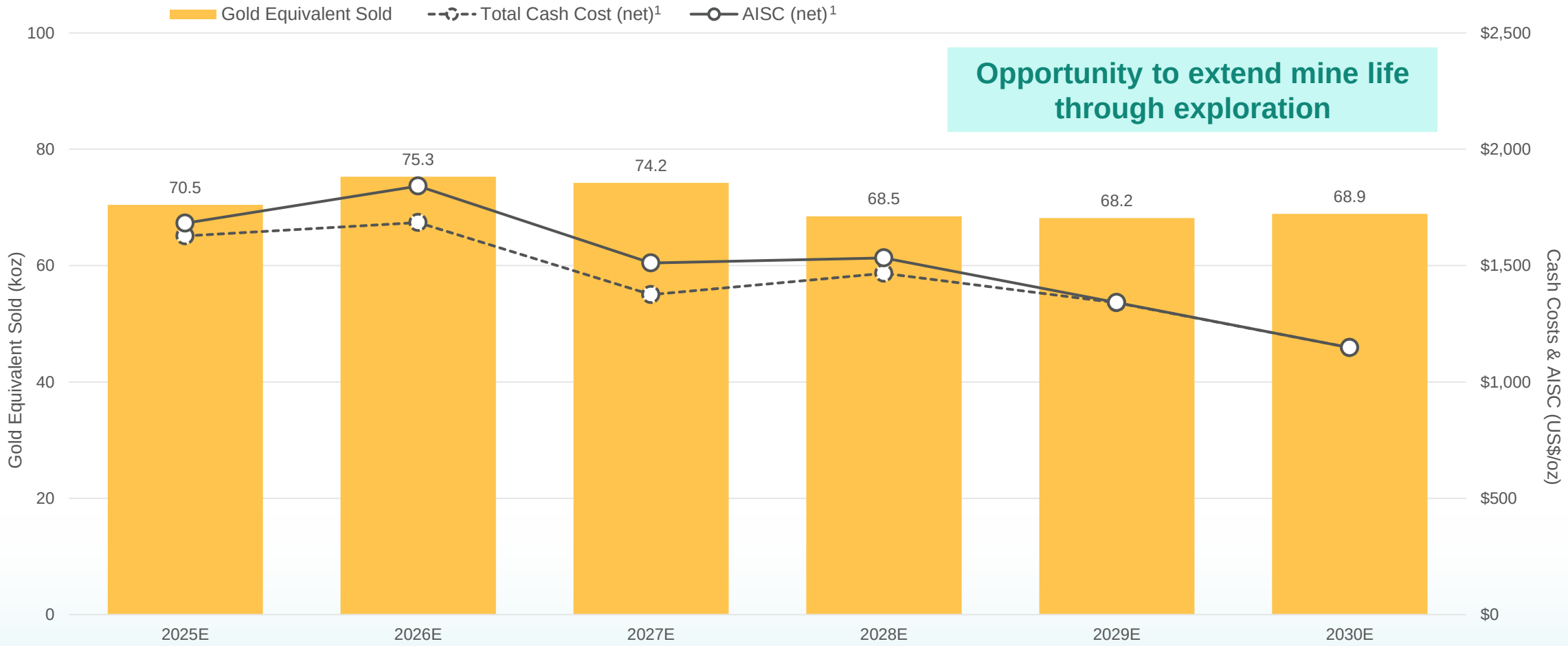




Note: Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; 1. AISC is a non-IFRS measure. Please see slide on "Non-IFRS Measures" in the appendix for more information; 2. Base case gold prices of US$2,200/oz in 2024, US$2,150/oz in 2025/2026 and US$1,900/oz in 2027+; flat silver prices of US$20/oz; gold equivalent using US$1,900/oz Au and US$20.00/oz Ag

Florida Canyon Mine: 2024 NI 43-101 Technical Report Summary

Production & Cost Profile (Base Case)



Note: Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; gold equivalent using US$1,900/oz Au and US$20.00/oz Ag; 1. AISC is a non-IFRS measure. Please see slide on "Non-IFRS Measures" in the appendix for more information

Florida Canyon Mine: Operations Overview

New mine GM in place which has led to significant improvements to operations; further optimization opportunities identified

Key Person

Greg Robinson
General Manager



- Professional mining engineer with 25+ years of industry experience
- Previous experience with Kiewit, Rio Tinto, and Coeur Mining (Rochester); with Florida Canyon since April 2023
- Bachelor of Science in Mining Engineering from the University of Idaho; Executive MBA from the University of Nevada, Reno

Reserves & Resources[1]

Category	Tons (Mt)	Gold Grade (g/t)	Gold Ounces (koz)
Probable	85.4	0.32	861
Indicated	93.0	0.31	933
M&I	93.0	0.31	933
Inferred	106.2	0.65	2,220

Leach Pad + Crushing & Grinding Circuit

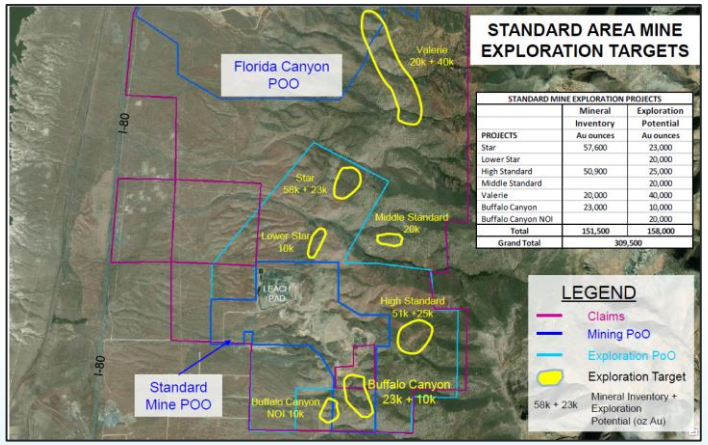


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Florida Canyon Mine: Exploration Potential

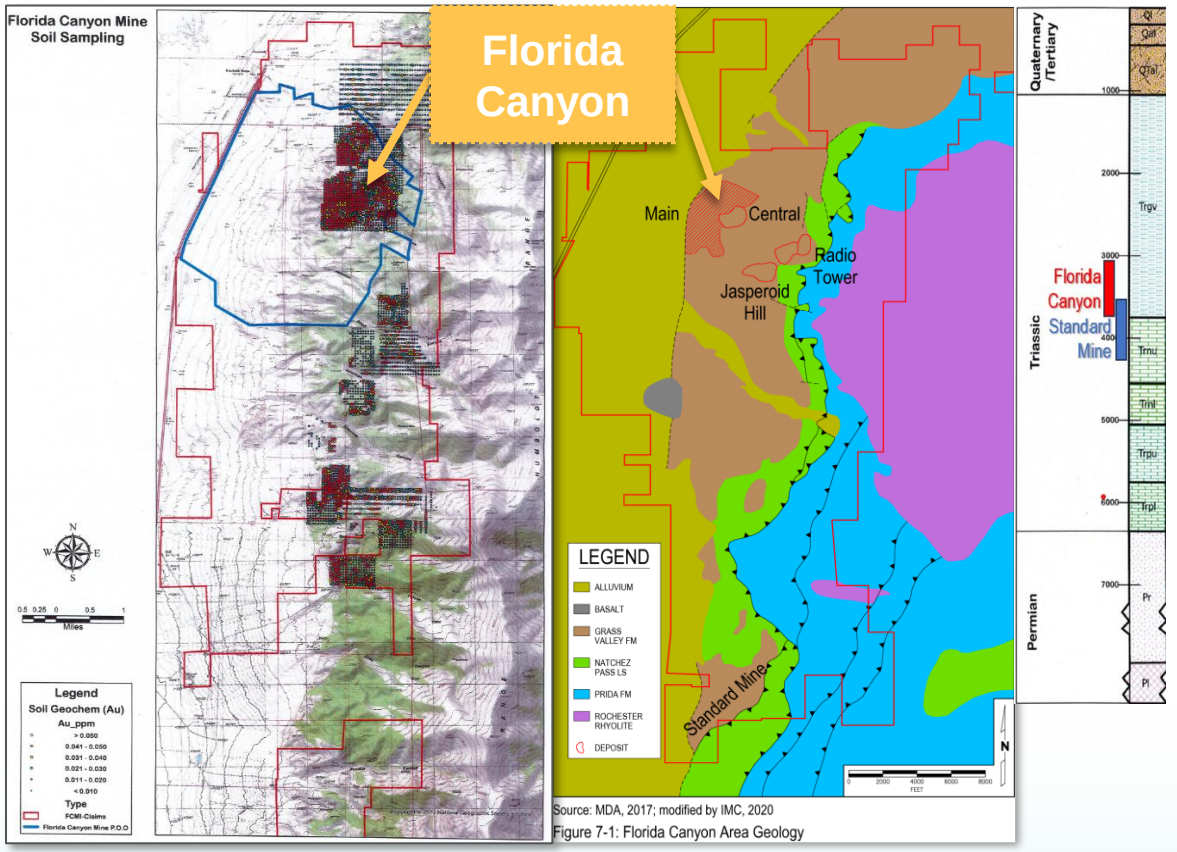
Excellent exploration potential identified south of the mine between Florida Canyon and the Standard Mine

- Favorable geology continues north of the mine, but gold mineralization has not yet been explored
- No drilling at Standard Mine in the last ~20 years
- Historical soil sampling shows a strong gold anomaly south of Florida Canyon in the Standard Mine area and between the two areas; only 5 drill holes completed within the favourable Grass Valley and Natchez Pass Formation
- LS Epithermal with multiple mineralized centers hosted in the Grass Valley and Natchez Pass Formation



STANDARD MINE EXPLORATION PROJECTS		
	Mineral Inventory	Exploration Potential
PROJECTS	Au ounces	Au ounces
Star	57,600	23,000
Lower Star		20,000
High Standard	50,900	25,000
Middle Standard		20,000
Valerie	20,000	40,000
Buffalo Canyon	23,000	10,000
Buffalo Canyon NOI		20,000
Total	151,500	158,000
Grand Total	309,500	

~300kozs Au historical resource surrounding Florida Canyon



Source: MDA, 2017; modified by IMC, 2020
Figure 7-1: Florida Canyon Area Geology

Source: Florida Canyon Gold public disclosure

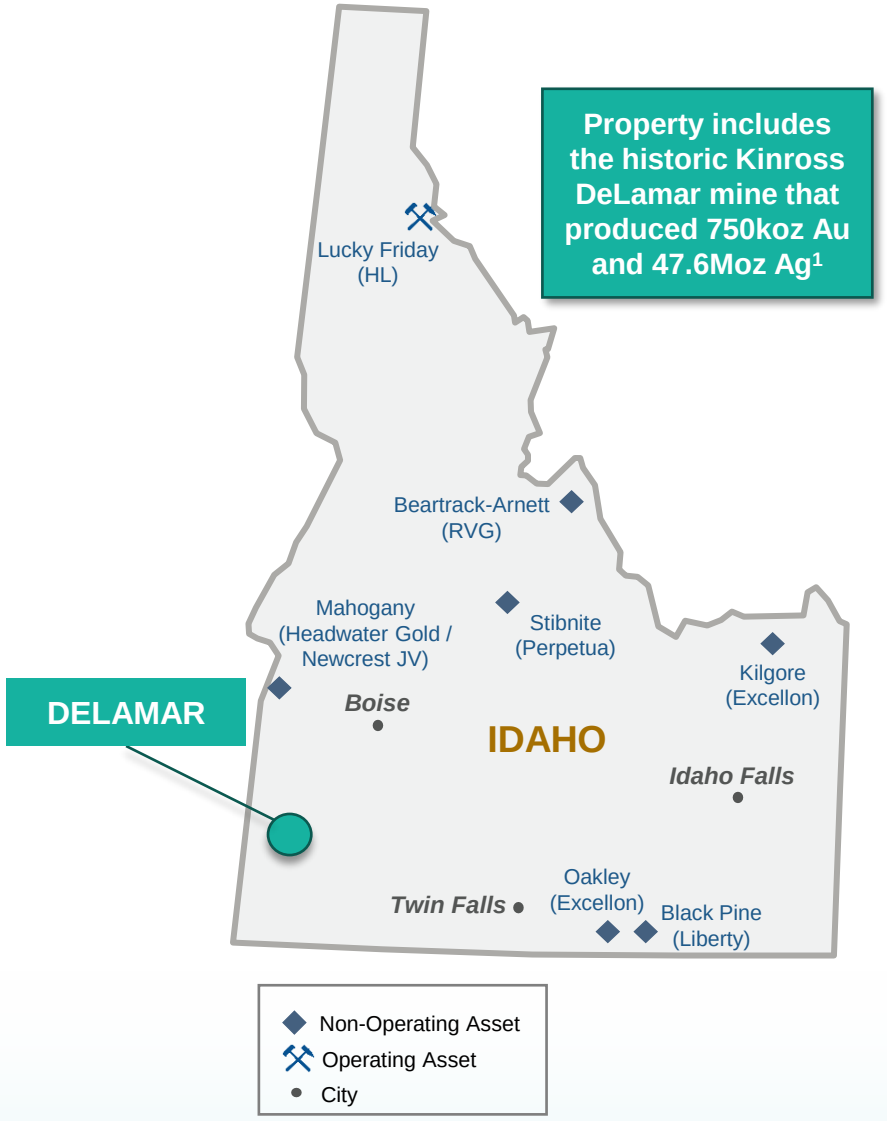
DeLamar Heap Leach Project: Overview

Summary[1]

- 100% owned, advanced gold-silver heap leach project in southwestern Idaho
- 2022 PFS (open-pit, heap-leach) outlined 35ktpd operation producing on average ~136koz AuEq per year at US$814/oz CoP AISC, modelling ~81Mt of material
- 2023 updated stockpile resource added ~45Mt of potentially heap leachable material
- **Total defined resource of 4.8Mozs AuEq M&I and 0.6Mozs AuEq Inferred**
    - ~25% increase to heap leachable M&I resource since 2022 PFS; high quality ounces with ~90% of the current resource in the M&I category
- MPO (Mine Plan of Operations) accepted by BLM in June 2024; Feasibility Study technical and engineering work underway, incorporating stockpiles to mine plan

Mineral Resources[1]

Category	Tonnes (Mt)	Gold Grade (g/t)	Silver Grade (g/t)	Gold Ounces (koz)	Silver Ounces (Moz)
Measured	37.4	0.46	27.2	554	32.7
Indicated	210.4	0.35	16.3	2,381	110.1
M&I	247.8	0.37	18.1	2,935	142.7
Inferred	43.1	0.31	10.8	428	15.0



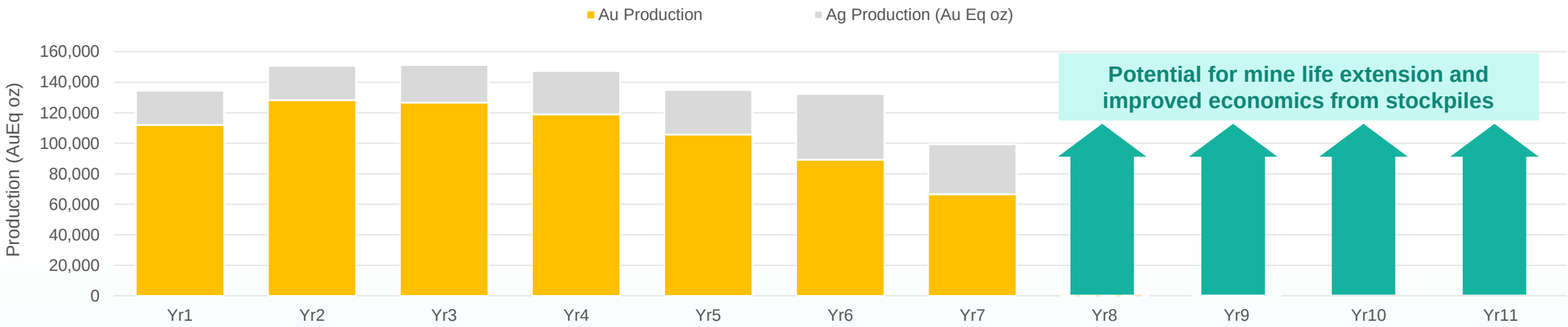
Note: AuEq based on 77.7:1 gold/silver ratio; map is not to scale; 1. See NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov

DeLamar Heap Leach Project: Robust Heap Leach Project

After-tax economics at US$2,000/oz Au and US$23/oz Ag: ~US$470M NPV5% and ~47% IRR; upside potential from stockpiles[1]

8-year LOM	US$814/oz	954koz / 136koz AuEq	US$314M NPV5% 33% IRR	2-year Payback
at 35,000tpd	LOM AISC (co-product)	Total / Avg. LOM Production	After-Tax Base Case[2]	After-Tax

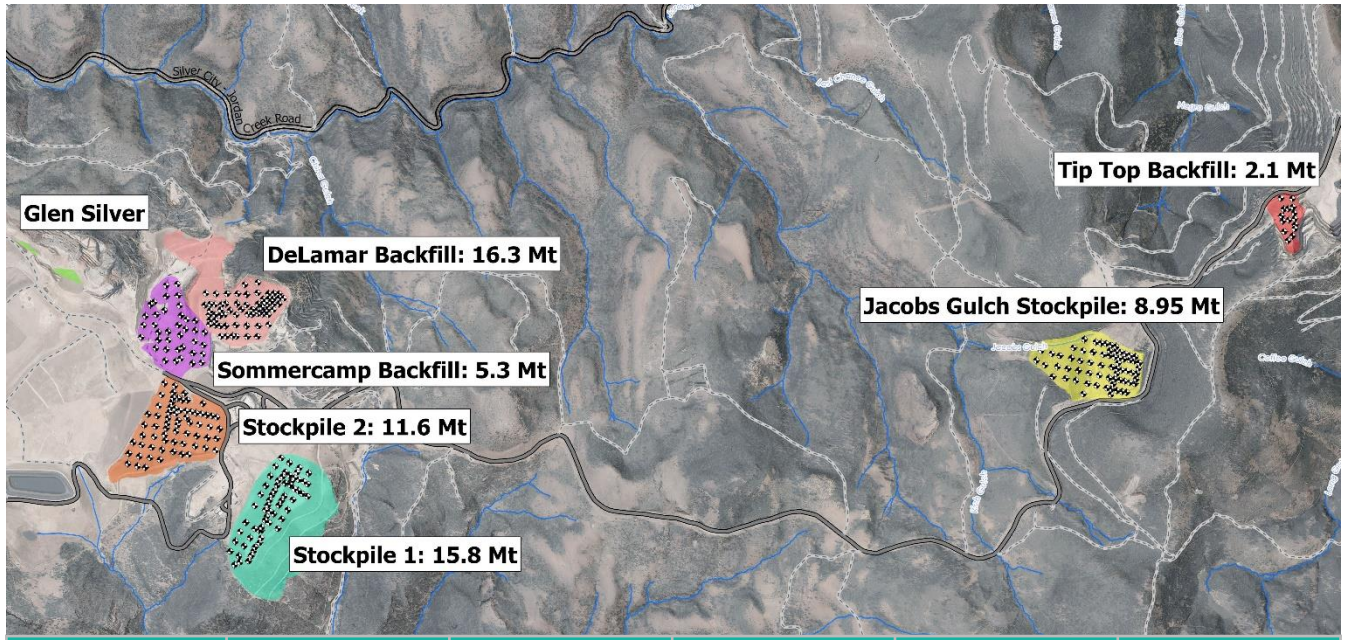
Production Profile



Note: AuEq based on US$1,700/oz Au and US$21.50/oz Ag; refer to NI 43-101 technical report titled "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023 available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov; 1.Assumes prices of US$2,000/oz Au, US$23/oz Ag; 2. Base case prices of US$1,700/oz Au, US$21.50/oz Ag; DeLamar project economics do not reflect 1.5% NSR sold to Wheaton Precious Metals - see news release dated March 7, 2024

DeLamar Heap Leach Project: Stockpiles & Backfill[1]

- For >20 years, Kinross and other previous owners stockpiled and/or used the mineralized material for backfill that was below the mill cut-off grade
- **Total defined resource of 504kozs AuEq M&I and 46kozs AuEq Inferred**
- Average M&I grade of ~0.37 g/t AuEq with high grade zones intersected through drill program[2]:
  - 0.74 g/t AuEq over 74m; 0.59 g/t AuEq over 111m; 0.67 g/t AuEq over 50m
- Stockpiles to allow for significant operational flexibility and potentially reduced operating costs as the mineralized material sits at surface and has already been blasted
- Integra allocated a total of ~US$4.6M to the drill program which delivered >500kozs AuEq (M&I), representing the lowest discovery cost per ounce in the history of DeLamar
- Stockpiles to be included in upcoming Feasibility Study



Category	Tonnes (Mt)	Gold Grade (g/t)	Silver Grade (g/t)	Gold Ounces (koz)	Silver Ounces (Moz)
M&I	42.5	0.22	11.8	296	16.1
Inferred	4.9	0.17	9.8	26	1.5

Stockpiles at DeLamar demonstrate potential to add several years to the life of mine and significantly enhance project value

Note: AuEq based on 77.7:1 gold/silver ratio; 1. Based on historical records and NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023 available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov; See news release dated December 7, 2022 for additional information on initial drill results from Stockpile Drill Program; 2. See news releases dated March 14, 2023 and March 30, 2023 for additional information on drill results.

Nevada North Heap Leach Project: Overview

Summary[1]

Wildcat Deposit:

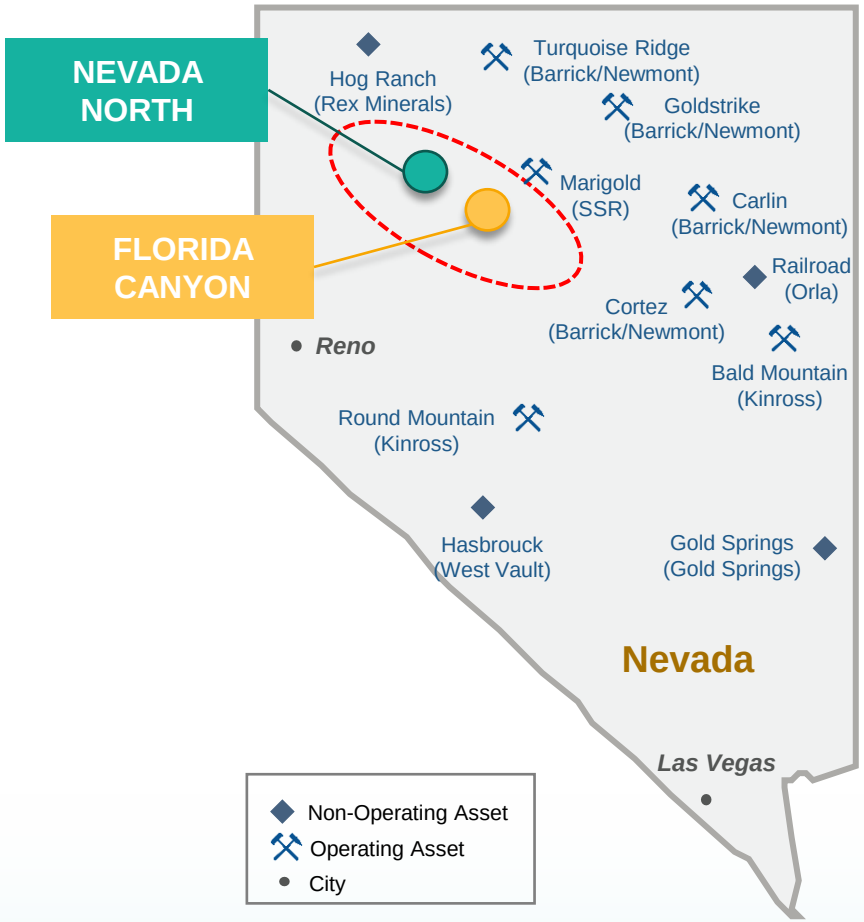
- PEA stage low-sulphidation epithermal gold-silver deposit located in the Farrell Mining District, Nevada, ~56km from the town of Lovelock; 17,612-acre land package including 916 unpatented and 4 patented claims
- **Total defined resource of 829kozs AuEq M&I and 235kozs AuEq Inferred**
- Resource growth drilling commenced in Q2 2024

Mountain View Deposit:

- PEA stage, low-sulphidation epithermal gold-silver project located in the Deephole Mining District, Nevada, ~24km from the town of Gerlach; 5,476-acre land package, consisting of 284 unpatented claims
- **Total defined resource of 622kozs AuEq M&I and 63kozs AuEq Inferred**

Combined Mineral Resources[1]

Category	Tonnes (Mt)	Gold Grade (g/t)	Silver Grade (g/t)	Gold Ounces (koz)	Silver Ounces (Moz)
Measured	-	-	-	-	-
Indicated	88.6	0.46	3.45	1,324	9.8
M&I	88.6	0.46	3.45	1,324	9.8
Inferred	26.6	0.32	2.60	270	2.2



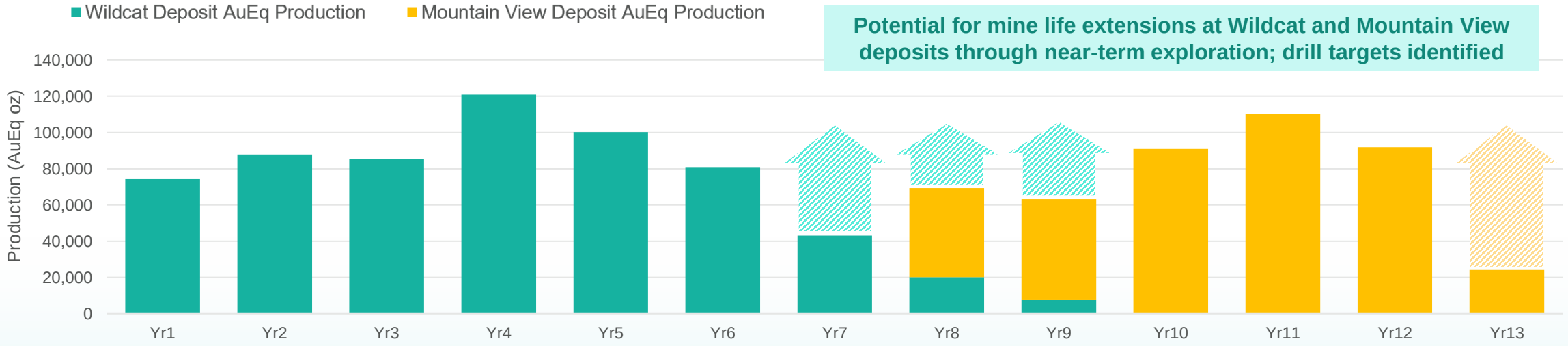
Note: AuEq based on 77.7:1 gold/silver ratio; map is not to scale; 1. NI 43-101 technical report titled: "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov

Nevada North Heap Leach Project: Simple, High-Margin Operation

After-tax economics at US$2,000/oz Au and US$23/oz Ag: ~US$490M NPV5% and ~54% IRR; resource growth potential[1]

13-year LOM	US$973/oz	1Moz / ~80koz AuEq	US$310M NPV5% 37% IRR	3-year Payback
100Mt of Ore Mined	LOM AISC (co-product)	Total / Avg. LOM Production	After-Tax Base Case[2]	After-tax

Production Profile



Potential for mine life extensions at Wildcat and Mountain View deposits through near-term exploration; drill targets identified

Note: AuEq based on US$1,700/oz Au and US$21.50/oz Ag; refer to NI 43-101 technical report titled and "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov;; 1.Assumes prices of US$2,000/oz Au, US$23/oz Ag; 2. Base case prices of US$1,700/oz Au, US$21.50/oz Ag

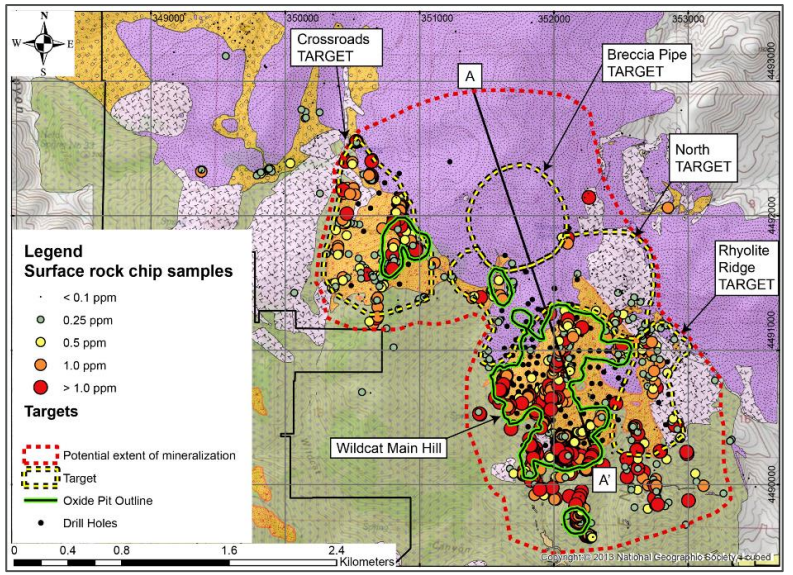
Wildcat Heap Leach Deposit: Near Term Oxide Growth

Drilling and surface sampling significantly increased the mineralized footprint at Wildcat in 2022; follow up resource growth and exploration drilling commenced in June 2024

Commentary

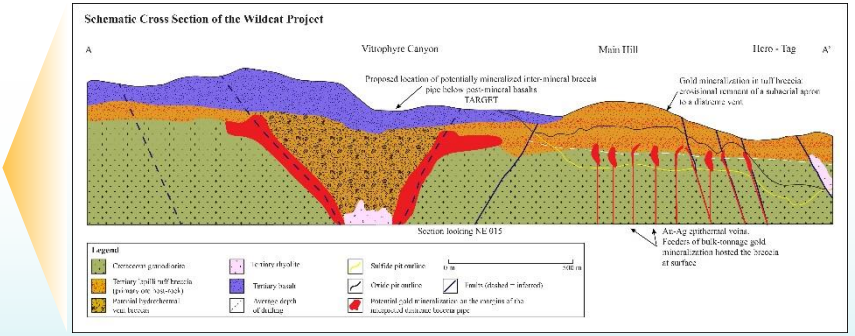
- Mineralized targets discovered at surface outside the current pit; surface samples collected in 2022 returned grades up to 30 g/t oxide Au
- Mineralized footprint at Wildcat was significantly expanded in 2022 to ~3.0km x 2.0km
- EPO (submitted to BLM) to allow for 400 acres of surface disturbance vs. 5-acre disturbance limit under current Notice of Operation (NOO)
- Drilling commenced in June 2024 focused on oxide resource expansion, testing high-grade Breccia Pipe target at depth, and gathering material for further metallurgical and geotechnical testing

Wildcat Geologic Maps



Mineralized tuff breccia (orange) wraps beneath the post-mineral basalts (purple), demonstrating clear exploration upside to expand the mineable resource.

Epithermal feeder veins (red) interpreted to be concealed beneath the mineralized tuff breccia (orange); potential mineralized breccia pipe (brown) beneath the post-mineral basalts (purple).

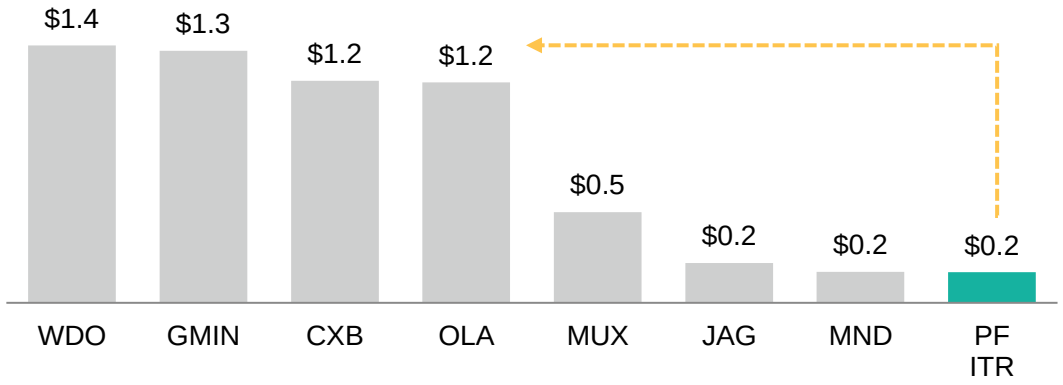


Note: Please reference the NI 43-101 technical report titled: “Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA”, dated July 30, 2023, with an effective date of June 28, 2023, available under Integra’s SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov

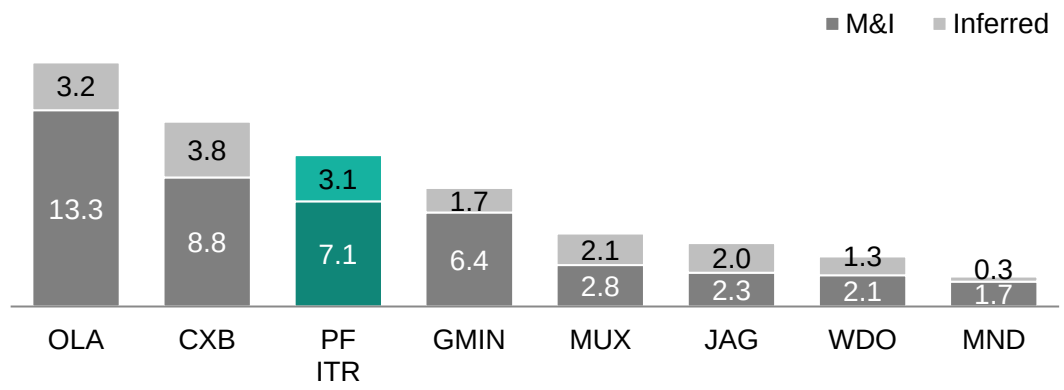
Pro Forma Benchmarking: Peer Leading Growth Profile

Pro forma Company to produce ~70kozs Au per annum with built-in platform to support leading growth profile

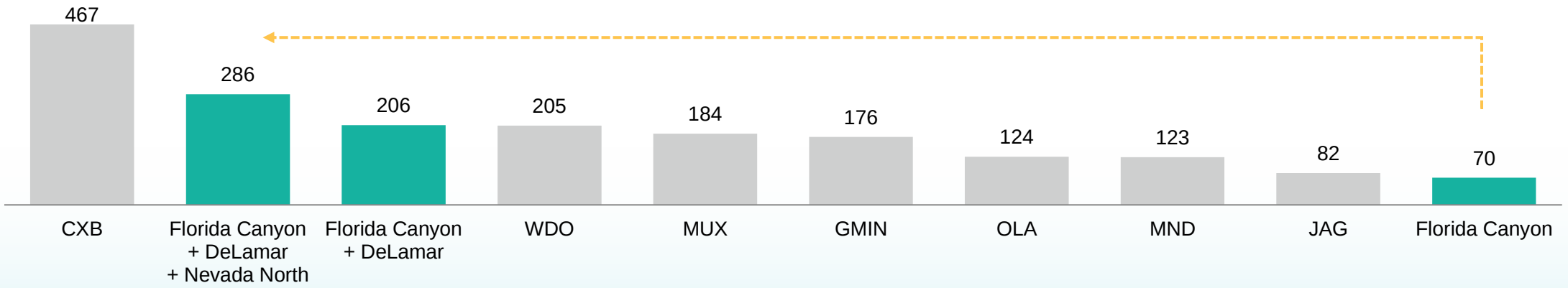
Basic Market Cap (US$B)



Mineral Resources (Moz AuEq)



Production Potential (koz AuEq)[1,2]

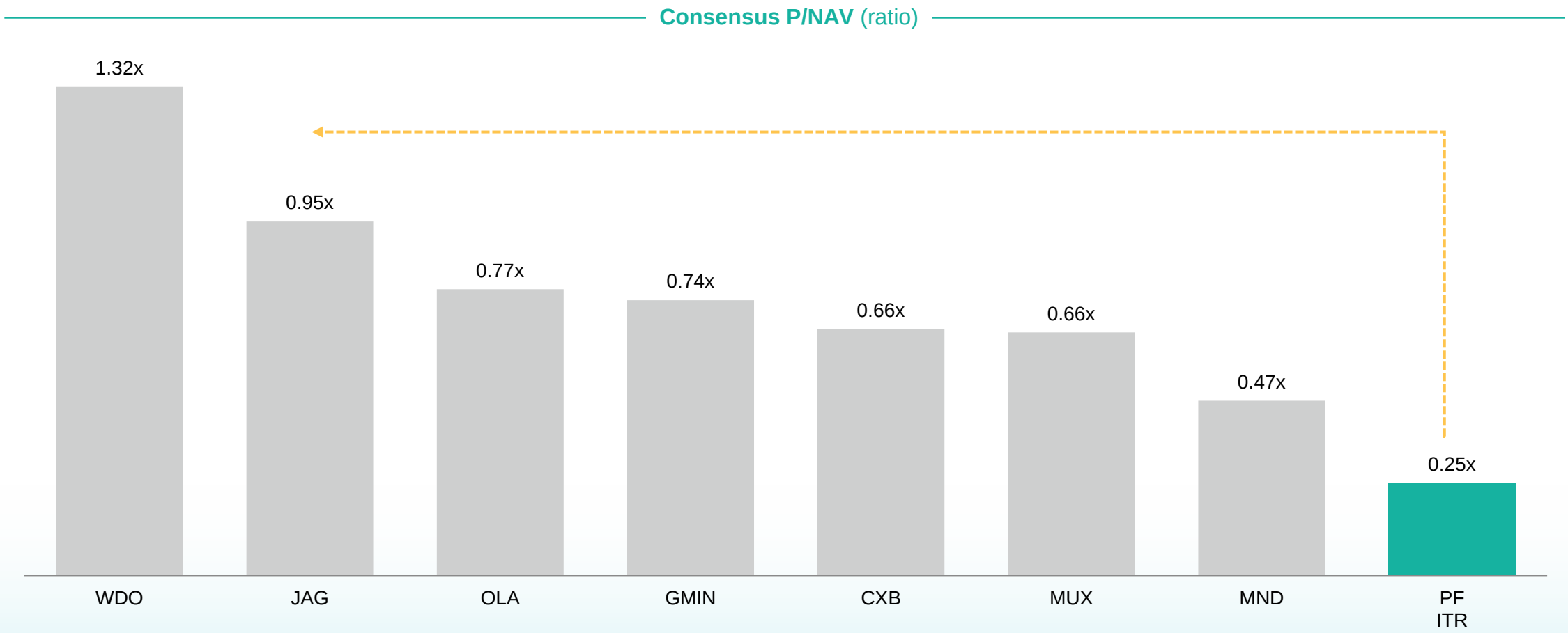


1. Peer estimates based on average 2025E-2026E consensus AuEq production estimates; 2. Based on technical report LOM averages; Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; See NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023, NI 43-101 technical report titled: "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov; Assumes prices of US$2,000/oz Au, US$23/oz Ag; Source: Company disclosure, FactSet, available equity research; gold equivalent using US$1,900/oz Au and US$20.00/oz Ag

INTEGRA RESOURCES

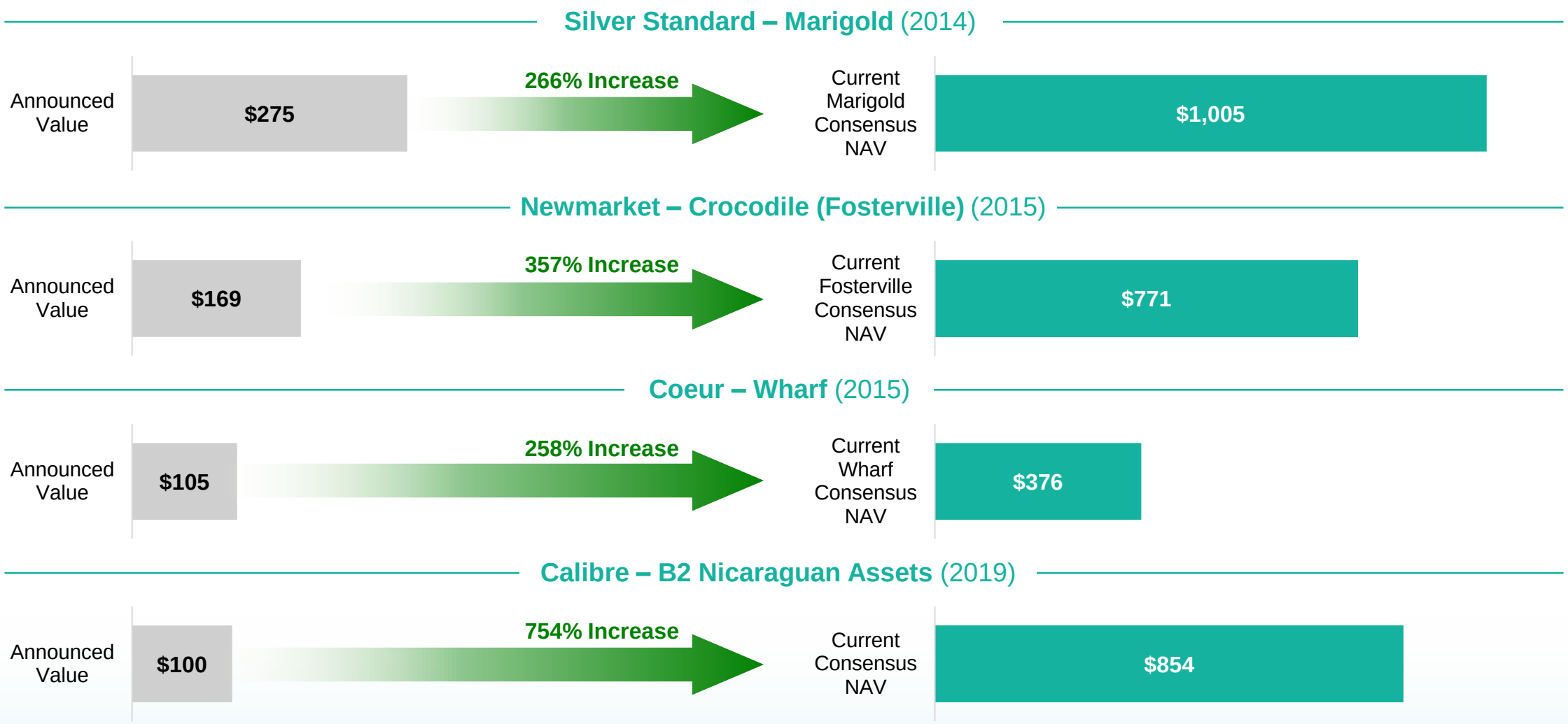
Pro Forma Benchmarking: Attractive Valuation

Significant re-rating potential as Integra transitions from developer to junior producer



Source: FactSet, available equity research, company disclosure

Proven Strategy: Outsized Shareholder Returns Through Focus



Source: FactSet, available equity research, company disclosure

Laying the Foundation to Become a Leading USA Producer

Production & Cash Flow	**Florida Canyon adds immediate gold production of ~70kozs annually for ~7 years providing immediate exposure to the strong gold price environment**
Growth Pipeline	**Complementary portfolio of robust heap leach projects with clear path to annual production of +250koz AuEq per annum with DeLamar and Nevada North**
Resource Scale	**Three high-quality projects within Great Basin; peer leading resource inventory with 7.1Moz AuEq M&I and 3.1Moz AuEq Inf.[1] and untapped exploration potential**
Synergies	**Synergies between Florida Canyon, DeLamar, and Nevada North to drive value for shareholders, stakeholders, and create 20+ years of benefits for local communities**
Right Team	**Proven track record of success in exploration, construction, and mining operations in the USA; significant project financing, M&A and capital markets experience**
Financial Strength	**Well positioned to optimize Florida Canyon operations and advance DeLamar and Nevada North – Wheaton + Beedie partnerships provide pathway to project financing**

INTEGRA RESOURCES

Note: AuEq based on 77.7:1 gold/silver ratio; 1. Refer to NI 43-101 technical report titled and "Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA", dated July 11, 2024, with an effective date of June 28, 2024, available under Florida Canyon Gold's SEDAR+ profile at www.sedarplus.ca; See NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023, NI 43-101 technical report titled: "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov

Terms of the Transaction

Transaction	• Integra to acquire all of the outstanding shares of FCGI via Plan of Arrangement • Pro forma FDITM ownership of approximately Integra 60% / FCGI 40%
Consideration	• Share exchange ratio of 0.467 Integra share per FCGI share for total consideration of approximately C$95 million, based on the closing market price of the Integra Shares on the TSX Venture Exchange on July 26, 2024
Conditions & Approvals	• Subject to review by TSXV and NYSE, but not subject to Integra shareholder votes • Transaction contingent on closing of the announced sale of the Mexican assets • Lock-up agreements from FCGI board members and institutions
Timing	• Transaction expected to close early to mid October 2024 (subject to FCGI receiving COFECE approval for sale of Mexican assets)
Board	• Integra to reduce the number of board members to 8 • FCGI to receive 2 board nominees
Concurrent Private Placement	• Concurrent C$20 million bought deal private placement of subscription receipts • Private placement expected to close mid August 2024
Other	• Termination fee of US$2.25 million • Right to match in favor of Integra with respect to any Superior Proposal • Customary non-solicitation provisions



Appendix

INTEGRA RESOURCES

Florida Canyon Project: Current Resource Estimate[1]

Type	Class	Tons	Au g/t	Au oz
Oxides	Proven	-	-	-
	Probable	85,352,000	0.32	861,000
	Total Reserve	**85,352,000**	**0.32**	**861,000**
Oxides	Measured	-	-	-
	Indicated	93,036,000	0.31	933,000
	M&I	**93,036,000**	**0.31**	**933,000**
	Inferred	40,067,000	0.28	366,000
Sulfides	Measured	-	-	-
	Indicated	-	-	-
	M&I	**-**	**-**	**-**
	Inferred	66,098,000	0.88	1,854,000
Total	Measured	-	-	-
	Indicated	93,036,000	0.31	933,000
	M&I	**93,036,000**	0.31	**933,000**
	Inferred	106,165,000	0.65	2,220,000

Notes:

Mineral Resources are reported, using the 2014 CIM Definition Standards, with an effective date of 31 December 2023. The Qualified Person for the estimate is Ms. Terre Lane, MMSA QP, a GRE employee. Mineral Resources are reported inclusive of those Mineral Resources converted to Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. Mineral Resources are constrained within a conceptual open pit shell that uses the following assumptions: gold price of US$1,800/oz; gold recoveries ranging from 45% to 64% for oxides and 80% for sulfides; reference mining cost of $2.49/ton mined in-situ and $1.89/ton mined fill; processing cost of $4.51/ton processed for oxide crushed material and $2.42/ton processed for oxide ROM material; processing cost of $21.00/ton processed for sulfide material; general and administrative costs of $1.09/ton processed; treatment and refining costs of $6.57/oz Au recoverable; royalty of $88.00/oz Au recoverable, and pit slope overall angles ranging from 30–36°. Mineral Resources are reported at a cut-off grade ranging from 0.0039 oz/ton to 0.0057 oz/ton for oxides and is 0.0162 oz/ton for sulfides. Mineral Resources include a stockpile inventory of 1,206.9 ktons at an average grade of 0.0052 oz/ton and total contained gold of 6.22 koz. Mineral Resources include heap leach inventory of 3,928.7 ktons at an average grade of 0.0101 oz/ton and total contained gold of 39.64 koz. Numbers have been rounded and may not sum.

1. Refer to NI 43-101 technical report titled and “Technical Report Florida Canyon Gold Mine, Pershing Count, Nevada, USA”, dated July 11, 2024, with an effective date of June 28, 2024”, available under Florida Canyon Gold’s SEDAR+ profile at www.sedarplus.ca

DeLamar Project: Current Resource Estimate[1]

Type	Class	Tonnes	Au g/t	Au oz	Ag g/t	Ag oz	AuEq g/t	AuEq oz
Oxide	Measured	6,313,000	0.36	74,000	16.9	3,427,000	0.58	118,000
	Indicated	42,346,000	0.35	471,000	13.4	18,291,000	0.52	706,000
	M&I	**48,659,000**	**0.35**	**545,000**	**13.9**	**21,718,000**	**0.53**	**825,000**
	Inferred	11,132,000	0.28	99,000	7.8	2,795,000	0.38	135,000
Mixed	Measured	10,043,000	0.42	136,000	21.8	7,032,000	0.70	227,000
	Indicated	60,136,000	0.35	672,000	15.0	29,010,000	0.54	1,045,000
	M&I	**70,179,000**	**0.37**	**808,000**	**16.5**	**36,042,000**	**0.58**	**1,272,000**
	Inferred	8,533,000	0.27	74,000	8.4	2,302,000	0.38	104,000
Non-Oxide	Measured	21,056,000	0.51	345,000	32.8	22,198,000	0.93	631,000
	Indicated	65,486,000	0.45	943,000	22.2	46,640,000	0.74	1,543,000
	M&I	**86,542,000**	**0.46**	**1,288,000**	**24.7**	**68,838,000**	**0.78**	**2,174,000**
	Inferred	18,561,000	0.38	229,000	14.0	8,371,000	0.56	337,000
Stockpiles	Measured							
	Indicated	42,455,000	0.22	296,000	11.8	16,149,000	0.37	504,000
	M&I	**42,455,000**	**0.22**	**296,000**	**11.8**	**16,149,000**	**0.37**	**504,000**
	Inferred	4,877,000	0.17	26,000	9.8	1,535,000	0.30	46,000
Total Heap Leach	Measured	16,356,000	0.40	210,000	19.9	10,459,000	0.66	345,000
	Indicated	144,937,000	0.31	1,439,000	13.6	63,450,000	0.48	2,256,000
	M&I	**161,293,000**	**0.32**	**1,649,000**	**14.3**	**73,909,000**	**0.50**	**2,600,000**
	Inferred	24,542,000	0.25	199,000	8.4	6,632,000	0.36	284,000
Total Resources	Measured	37,412,000	0.46	554,000	27.2	32,657,000	0.81	974,000
	Indicated	210,424,000	0.35	2,381,000	16.3	110,091,000	0.56	3,798,000
	M&I	**247,836,000**	**0.37**	**2,935,000**	**18.1**	**142,748,000**	**0.60**	**4,772,000**
	Inferred	43,101,000	0.31	428,000	10.8	15,002,000	0.45	621,000

Notes:

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Michael M. Gustin, C.P.G. and Principal Consultant for RESPEC, is a Qualified Person as defined in NI 43-101, and is responsible for reporting mineral resources within the Technical Report. Mr. Gustin is independent of Integra. In-Situ Oxide and Mixed and all Stockpile mineral resources are reported at a 0.17 and 0.1 g/t AuEq cut-off, respectively, in consideration of potential open-pit mining and heap-leach processing. Non-Oxide mineral resources are reported at a 0.3 g/t AuEq cut-off at DeLamar and 0.2 g/t AuEq at Florida Mountain in consideration of potential open pit mining and grinding, flotation, ultra-fine regrind of concentrates, and either Albion or agitated cyanide-leaching of the reground concentrates. The mineral resources are constrained by pit optimizations. Gold equivalent grades were calculated using the metal prices and recoveries presented in Technical Report. Rounding as required by reporting guidelines may result in apparent discrepancies between tonnes, grades, and contained metal content. The effective date of the mineral resources is August 25, 2023. The estimate of mineral resources may be materially affected by geology, environment, permitting, legal, title, taxation, sociopolitical, marketing, or other relevant issues.

1. See NI 43-101 technical report titled: "Technical Report for the DeLamar and Florida Mountain Gold-Silver project, Owyhee County, Idaho, USA", dated October 31, 2023 with an effective date of August 25, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov

Nevada North Project: Current Resource Estimate[1]

		Wildcat Deposit						
		Tonnes	g/t Au	oz Au	g/t Ag	oz Ag	g/t AuEq	oz AuEq
Oxide	Indicated	59,872,806	0.39	746,297	3.34	6,437,869	0.43	829,152
	Inferred	22,455,848	0.29	209,662	2.74	1,980,129	0.33	235,146

		Mountain View Deposit						
		Tonnes	g/t Au	oz Au	g/t Ag	oz Ag	g/t AuEq	oz AuEq
Oxide	Indicated	22,007,778	0.57	401,398	2.46	1,738,448	0.60	423,772
	Inferred	3,579,490	0.44	50,716	1.43	165,049	0.46	52,840
Mixed	Indicated	2,804,723	0.66	59,676	6.56	591,868	0.75	67,293
	Inferred	215,815	0.40	2,750	3.77	26,184	0.44	3,087
Non-Oxide	Indicated	3,938,017	0.92	116,970	8.46	1,071,521	1.03	130,760
	Inferred	360,198	0.58	6,679	4.57	52,955	0.64	7,361
Total	**Indicated**	**28,750,517**	**0.63**	**578,044**	**3.68**	**3,401,836**	**0.67**	**621,826**
	Inferred	**4,155,502**	**0.45**	**60,145**	**1.83**	**244,188**	**0.47**	**63,288**

		Nevada North Project Total						
		Tonnes	g/t Au	oz Au	g/t Ag	oz Ag	g/t AuEq	oz AuEq
Oxide	Indicated	81,880,584	0.44	1,147,695	3.11	8,176,316	0.48	1,252,925
	Inferred	26,035,338	0.31	260,377	2.56	2,145,178	0.34	287,986
Mixed	Indicated	2,804,723	0.66	59,676	6.56	591,868	0.75	67,293
	Inferred	215,815	0.40	2,750	3.77	26,184	0.44	3,087
Non-Oxide	Indicated	3,938,017	0.92	116,970	8.46	1,071,521	1.03	130,760
	Inferred	360,198	0.58	6,679	4.57	52,955	0.64	7,361
Total	**Indicated**	**88,623,324**	**0.46**	**1,324,341**	**3.45**	**9,839,705**	**0.51**	**1,450,978**
	Inferred	**26,611,351**	**0.32**	**269,807**	**2.60**	**2,224,317**	**0.35**	**298,434**

Notes:

Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. William Lewis, P.Geo of Micon International Limited has reviewed and validated the Mineral Resource Estimate for Wildcat & Mountain View. Mr. Lewis is an independent "Qualified Person", as defined in National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101"). The estimate is reported for open-pit mining scenario and with reasonable assumptions. The cut-off grade of 0.15 g/t Au was calculated using a gold price of US$1,800/oz, mining costs vary from US$1.5/t to US$2.4/t (depending on material type and project location), processing cost of US$3.1/t and US$3.7/t, G&A costs of US$0.4/t to US$0.5/t, and metallurgical gold recoveries varying from 30% to 86%. Gold equivalent in the Resource Estimate is calculated by g/t Au + (g/t Ag ÷ 77.7). Rounding as required by reporting guidelines may result in apparent discrepancies between tonnes, grades, and contained metal content. The estimate of mineral resources may be materially affected by geology, environment, permitting, legal, title, taxation, sociopolitical, marketing, or other relevant issues.

INTEGRA RESOURCES

1. See NI 43-101 technical report titled: "Technical Report Preliminary Economic Assessment for the Wildcat & Mountain View Projects, Pershing and Washoe Counties, Nevada, USA", dated July 30, 2023, with an effective date of June 28, 2023, available under Integra's SEDAR+ profile at www.sedarplus.ca and EDGAR profile at https://www.sec.gov

Non-IFRS Measures

Net cash costs” and AISC are non-IFRS measures. "Net Cash Costs" is a common financial performance measure in the gold mining industry but has no standard meaning under IFRS. The Company reports cash cost per ounce on a sales basis. We believe that, in addition to conventional measures prepared in accordance with IFRS, certain investors use this information to evaluate the Company's performance and ability to generate cash flow. Accordingly, it is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. This measure, along with sales, are considered to be key indicators of a Company's ability to generate operating profits and cash flow from its mining operations.

Cash cost figures are calculated in accordance with a standard developed by The Gold Institute, which was a worldwide association of suppliers of gold and gold products and included leading North American gold producers. The Gold Institute ceased operations in 2002, but the standard is considered the accepted standard of reporting cash cost of production in North America. Adoption of the standard is voluntary and the cost measures presented may not be comparable to other similarly titled measures of other companies.

The World Gold Council definition of AISC seeks to extend the definition of cash cost by adding corporate, and site general and administrative costs, reclamation and remediation costs (including accretion and amortization), exploration and study costs (capital and expensed), capitalized stripping costs and sustaining capital expenditures and represents the total costs of producing gold from current operations. AISC excludes income tax payments, interest costs, costs related to business acquisitions and items needed to normalize profits. Consequently, this measure is not representative of all of the Company's cash expenditures. In addition, the calculation of AISC does not include depreciation expense as it does not reflect the impact of expenditures incurred in prior periods. Therefore, it is not indicative of the Company's overall profitability. For the year ended December 31, 2023, along with comparative periods, the Company reclassified regional general and administrative expenses in Mexico, and accretion expenses previously classified under the corporate group, to each individual mine group. Management believes this better attributes regional general and administrative expenses and accretion expenses and also improves comparability amongst our peer companies.

The Company believes that these measures provide investors with an alternative view to evaluate the performance of the Company. Non-IFRS measures do not have any standardized meaning prescribed under IFRS. Therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

Please see Florida Canyon Gold Inc.’s most recent management's discussion and analysis ("MD&A") for full disclosure on non-IFRS measures.

PURCHASER RIGHTS

Statutory Rights of Action

The following summary of the statutory rights of action for damages or rescission will apply to a Canadian purchaser of securities in the event that this presentation is deemed to be an offering memorandum pursuant to securities legislation in the applicable province or territory of Canada in connection with the sale of securities. These remedies, or notice with respect thereto, must be exercised, or delivered, as the case may be, by the purchaser within the time limits prescribed by the applicable securities legislation. Purchasers should refer to the applicable securities legislation for the complete text of these rights or consult with a legal advisor. Where used in this section, "misrepresentation" means an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made. The following rights are in addition to and without derogation from any other right or remedy which purchasers may have at law and are intended to correspond to the provisions of the relevant securities laws and are subject to the defences contained therein. The following summaries are subject to the express provisions of the applicable securities statutes and instruments in the below-referenced provinces and the regulations, rules and policy statements thereunder and reference is made thereto for the complete text of such provisions.

Ontario Investors

Under Ontario securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages, or while still the owner of the securities, for rescission against the issuer or any selling security holder if the offering memorandum contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages is exercisable not later than the earlier of 180 days from the date the purchaser first had knowledge of the facts giving rise to the cause of action and three years from the date on which payment is made for the securities. The right of action for rescission is exercisable not later than 180 days from the date on which payment is made for the securities. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or any selling security holder. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer and any selling security holder will have no liability. In the case of an action for damages, the issuer and any selling security holder will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

These rights are not available for a purchaser that is (a) a Canadian financial institution or a Schedule III Bank (each as defined in National Instrument 45-106 – *Prospectus Exemptions*), (b) the Business Development Bank of Canada incorporated under the Business Development Bank of Canada Act (Canada), or (c) a subsidiary of any person referred to in paragraphs (a) and (b), if the person owns all of the voting securities of the subsidiary, except the voting securities required by law to be owned by directors of that subsidiary.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to an Ontario purchaser. The foregoing is a summary of the rights available to an Ontario purchaser. Not all defences upon which an issuer, selling security holder or others may rely are described herein. Ontario purchasers should refer to the complete text of the relevant statutory provisions.

Saskatchewan Investors

Under Saskatchewan securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages against the issuer, every director and promoter of the issuer or any selling security holder as of the date of the offering memorandum, every person or company whose consent has been filed under the offering memorandum, every person or company that signed the offering memorandum or the amendment to the offering memorandum and every person or company who sells the securities on behalf of the issuer or selling security holder under the offering memorandum, or while still the owner of the securities, for rescission against the issuer or selling security holder if the offering memorandum contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages is exercisable not later than the earlier of one year from the date the purchaser first had knowledge of the facts giving rise to the cause of action and six years from the date on which payment is made for the securities. The right of action for rescission is exercisable not later than 180 days from the date on which payment is made for the securities. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or the others listed above. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer and the others listed above will have no liability. In the case of an action for damages, the issuer and the others listed above will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

Other defences in Saskatchewan legislation include that no person or company, other than the issuer, will be liable if the person or company proves that (a) the offering memorandum or any amendment to it was sent or delivered without the person's or company's knowledge or consent and that, on becoming aware of it being sent or delivered, that person or company immediately gave reasonable general notice that it was so sent or delivered, or (b) with respect to any part of the offering memorandum or any amendment to it purporting to be made on the authority of an expert, or purporting to be a copy of, or an extract from, a report, an opinion or a statement of an expert, that person or company had no reasonable grounds to believe and did not believe that there had been a misrepresentation, the part of the offering memorandum or any amendment to it did not fairly represent the report, opinion or statement of the expert.

No person or company, other than the issuer, is liable for any part of the offering memorandum or the amendment to the offering memorandum not purporting to be made on the authority of an expert and not purporting to be a copy of or an extract from a report, opinion or statement of an expert, unless the person or company (a) failed to conduct a reasonable investigation sufficient to provide reasonable grounds for a belief that there had been no misrepresentation, or (b) believed there had been a misrepresentation.

Similar rights of action for damages and rescission are provided in Saskatchewan legislation in respect of a misrepresentation in advertising and sales literature disseminated in connection with an offering of securities.

Saskatchewan legislation also provides that where an individual makes a verbal statement to a prospective purchaser that contains a misrepresentation relating to the security purchased and the verbal statement is made either before or contemporaneously with the purchase of the security, the purchaser has, without regard to whether the purchaser relied on the misrepresentation, a right of action for damages against the individual who made the verbal statement.

In addition, Saskatchewan legislation provides a purchaser with the right to void the purchase agreement and to recover all money and other consideration paid by the purchaser for the securities if the securities are sold by a vendor who is trading in Saskatchewan in contravention of Saskatchewan securities legislation, regulations or a decision of the Financial and Consumer Affairs Authority of Saskatchewan.

The Saskatchewan legislation also provides a right of action for rescission or damages to a purchaser of securities to whom an offering memorandum or any amendment to it was not sent or delivered prior to or at the same time as the purchaser enters into an agreement to purchase the securities, as required by the Saskatchewan legislation.

A purchaser who receives an amended offering memorandum has the right to withdraw from the agreement to purchase the securities by delivering a notice to the issuer or selling security holder within two business days of receiving the amended offering memorandum.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to a Saskatchewan purchaser. The foregoing is a summary of the rights available to a Saskatchewan purchaser. Not all defences upon which an issuer or others may rely are described herein. Saskatchewan purchasers should refer to the complete text of the relevant statutory provisions.

Manitoba Investors

If an offering memorandum or any amendment thereto, sent or delivered to a purchaser contains a misrepresentation, the purchaser who purchases the security is deemed to have relied on the misrepresentation if it was a misrepresentation at the time of the purchase and has a statutory right of action for damages against the issuer, every director of the issuer at the date of the offering memorandum, and every person or company who signed the offering memorandum. Alternatively, the purchaser may elect to exercise a statutory right of rescission against the issuer, in which case the purchaser will have no right of action for damages against any of the aforementioned persons.

No action shall be commenced to enforce any of the foregoing rights more than: (a) in the case of an action for rescission, 180 days from the date of the transaction that gave rise to the cause of action, or (b) in the case of an action for damages, the earlier of (i) 180 days after the purchaser first had knowledge of the facts giving rise to the cause of action, or (ii) two years after the date of the transaction that gave rise to the cause of action.

Securities legislation in Manitoba provides a number of limitations and defences to such actions, including:

a) in an action for rescission or damages, no person or company will be liable if it proves that the purchaser purchased the securities with knowledge of the misrepresentation;

b) in an action for damages, no person or company will be liable for all or any portion of the damages that it proves do not represent the depreciation in value of the securities as a result of the misrepresentation relied upon; and

c) in no case will the amount recoverable under the right of action described above exceed the price at which the securities were offered under the offering memorandum.

PURCHASER RIGHTS (cont'd)

New Brunswick Investors

Under New Brunswick securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages, or while still the owner of the securities, for rescission against the issuer and any selling security holder in the event that the offering memorandum, or a document incorporated by reference in or deemed incorporated into the offering memorandum, contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages is exercisable not later than the earlier of one year from the date the purchaser first had knowledge of the facts giving rise to the cause of action and six years from the date on which payment is made for the securities. The right of action for rescission is exercisable not later than 180 days from the date on which payment is made for the securities. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or any selling security holder. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer and any selling security holder will have no liability. In the case of an action for damages, the issuer and any selling security holder will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to a New Brunswick purchaser. The foregoing is a summary of the rights available to a New Brunswick purchaser. Not all defences upon which an issuer, selling security holder or others may rely are described herein. New Brunswick purchasers should refer to the complete text of the relevant statutory provisions.

Nova Scotia Investors

Under Nova Scotia securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages against the issuer or other seller and the directors of the issuer as of the date the offering memorandum, or while still the owner of the securities, for rescission against the issuer or other seller if the offering memorandum, or a document incorporated by reference in or deemed incorporated into the offering memorandum, contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages or rescission is exercisable not later than 120 days from the date on which payment is made for the securities or after the date on which the initial payment for the securities was made where payments subsequent to the initial payment are made pursuant to a contractual commitment assumed prior to, or concurrently with, the initial payment. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or other seller or the directors of the issuer. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer or other seller and the directors of the issuer will have no liability. In the case of an action for damages, the issuer or other seller and the directors of the issuer will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

In addition, a person or company, other than the issuer, is not liable with respect to any part of the offering memorandum or any amendment to the offering memorandum not purporting (a) to be made on the authority of an expert or (b) to be a copy of, or an extract from, a report, opinion or statement of an expert, unless the person or company (i) failed to conduct a reasonable investigation to provide reasonable grounds for a belief that there had been no misrepresentation or (ii) believed that there had been a misrepresentation.

A person or company, other than the issuer, will not be liable if that person or company proves that (a) the offering memorandum or any amendment to the offering memorandum was sent or delivered to the purchaser without the person's or company's knowledge or consent and that, on becoming aware of its delivery, the person or company gave reasonable general notice that it was delivered without the person's or company's knowledge or consent, (b) after delivery of the offering memorandum or any amendment to the offering memorandum and before the purchase of the securities by the purchaser, on becoming aware of any misrepresentation in the offering memorandum or any amendment to the offering memorandum, the person or company withdrew the person's or company's consent to the offering memorandum or any amendment to the offering memorandum, and gave reasonable general notice of the withdrawal and the reason for it, or (c) with respect to any part of the offering memorandum or any amendment to the offering memorandum purporting (i) to be made on the authority of an expert, or (ii) to be a copy of, or an extract from, a report, an opinion or a statement of an expert, the person or company had no reasonable grounds to believe and did not believe that (A) there had been a misrepresentation, or (B) the relevant part of the offering memorandum or any amendment to the offering memorandum did not fairly represent the report, opinion or statement of the expert, or was not a fair copy of, or an extract from, the report, opinion or statement of the expert.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to a Nova Scotia purchaser. The foregoing is a summary of the rights available to a Nova Scotia purchaser. Not all defences upon which an issuer or other seller or others may rely are described herein. Nova Scotia purchasers should refer to the complete text of the relevant statutory provisions.

Prince Edward Island Investors

If an offering memorandum, together with any amendment thereto, is delivered to a purchaser and the offering memorandum, or any amendment thereto, contains a misrepresentation, a purchaser has, without regard to whether the purchaser relied on the misrepresentation, a statutory right of action for damages against (a) the issuer, (b) subject to certain additional defences, against every director of the issuer at the date of the offering memorandum and (c) every person or company who signed the offering memorandum, but may elect to exercise the right of rescission against the issuer (in which case the purchaser shall have no right of action for damages against the aforementioned persons or company).

No action shall be commenced to enforce the right of action discussed above more than: (a) in the case of an action for rescission, 180 days after the date of the transaction that gave rise to the cause of action; or (b) in the case of any action for damages, the earlier of: (i) 180 days after the purchaser first had knowledge of the facts giving rise to the cause of action; or (ii) three years after the date of the transaction that gave rise to the cause of action.

Securities legislation in Prince Edward Island provides a number of limitations and defences to such actions, including:

a) no person or company will be liable if it proves that the purchaser purchased the securities with knowledge of the misrepresentation;

b) in an action for damages, the defendant is not liable for all or any portion of the damages that it proves does not represent the depreciation in value of the securities as a result of the misrepresentation relied upon; and

c) in no case shall the amount recoverable under the right of action described herein exceed the price at which the securities were offered under the offering memorandum, or any amendment thereto.

Newfoundland and Labrador Investors

If an offering memorandum, together with any amendment thereto, contains a misrepresentation, a purchaser has, without regard to whether the purchaser relied on the misrepresentation, a statutory right of action for damages against (a) the issuer, (b) subject to certain additional defences, against every director of the issuer at the date of the offering memorandum and (c) every person who signed the offering memorandum, but may elect to exercise the right of rescission against the issuer (in which case the purchaser shall have no right of action for damages against the aforementioned persons).

No action shall be commenced to enforce the right of action discussed above more than: (a) in the case of an action for rescission, 180 days after the date of the transaction that gave rise to the cause of action; or (b) in the case of any action for damages, the earlier of: (i) 180 days after the purchaser first had knowledge of the facts giving rise to the cause of action; or (ii) three years after the date of the transaction that gave rise to the cause of action. Securities legislation in Newfoundland and Labrador provides a number of limitations and defences to such actions, including:

a) no person will be liable if it proves that the purchaser purchased the securities with knowledge of the misrepresentation;

b) in an action for damages, the defendant is not liable for all or any portion of the damages that it proves does not represent the depreciation in value of the securities as a result of the misrepresentation relied upon; and

c) in no case shall the amount recoverable under the right of action described herein exceed the price at which the securities were offered under the offering memorandum, or any amendment thereto.

Alberta, British Columbia and Quebec

By purchasing securities of Integra, purchasers in Alberta, British Columbia and Quebec are not entitled to the statutory rights described above. In consideration of their purchase of the securities and upon accepting a purchase confirmation in respect thereof, these purchasers are hereby granted a contractual right of action for damages or rescission that is substantially the same as the statutory right of action provided to residents of Ontario who purchase securities.



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