

# OMNIA Resource Development Corporation

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Raw Land Real Estate Model for Mineral Resources  
Potential for Exponential Returns with Lowered Risk

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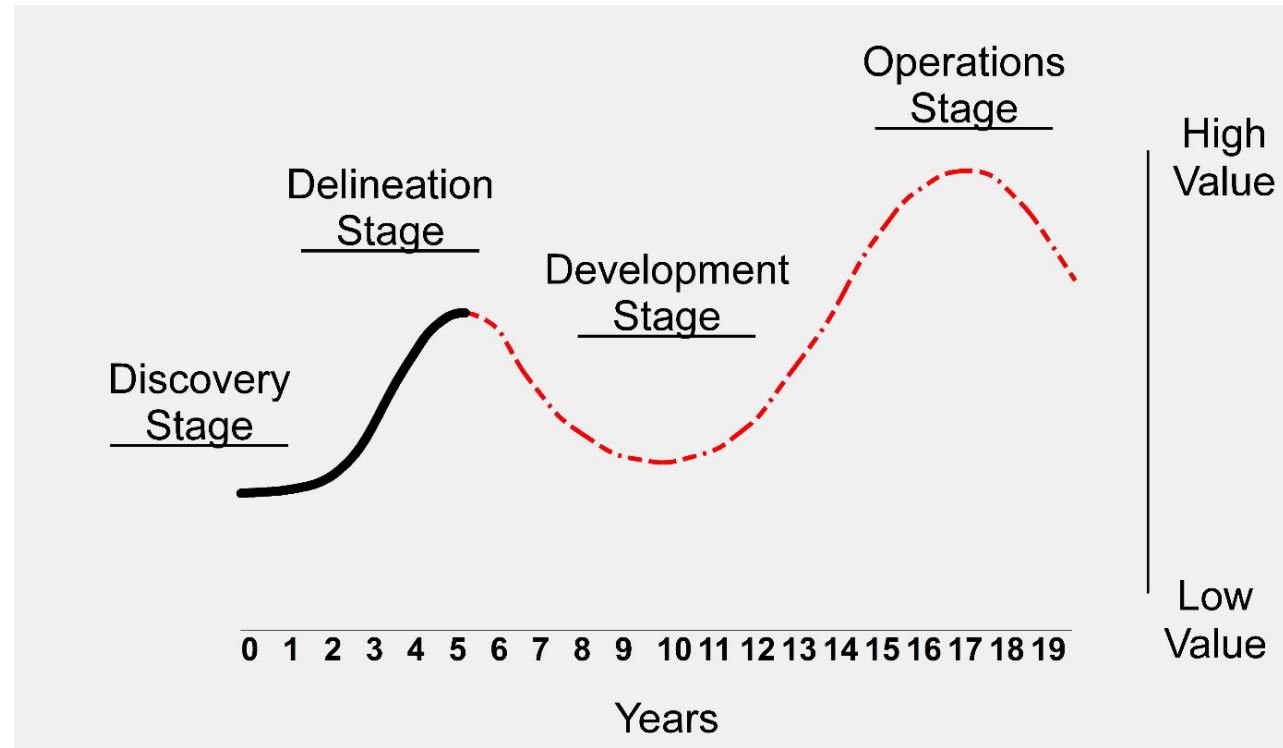
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# The Idea

- Investment in the mineral resource delineation stage of the mining sector often results in a Multiple On Invested Capital (MOIC) of 10x or more in 3- to 5-years
- Demand for mineral resources is strong and growing
- Major sector firms are the customers, junior sector firms are the suppliers
- Junior sector is starved of adequate and patient risk capital
- Cause is not resource industry cycles, it's structural
- Risk can be effectively mitigated

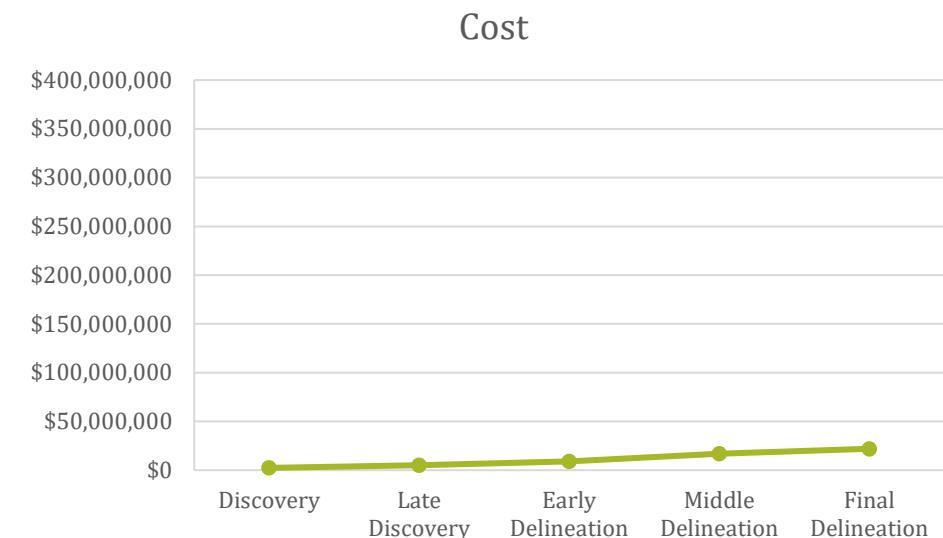
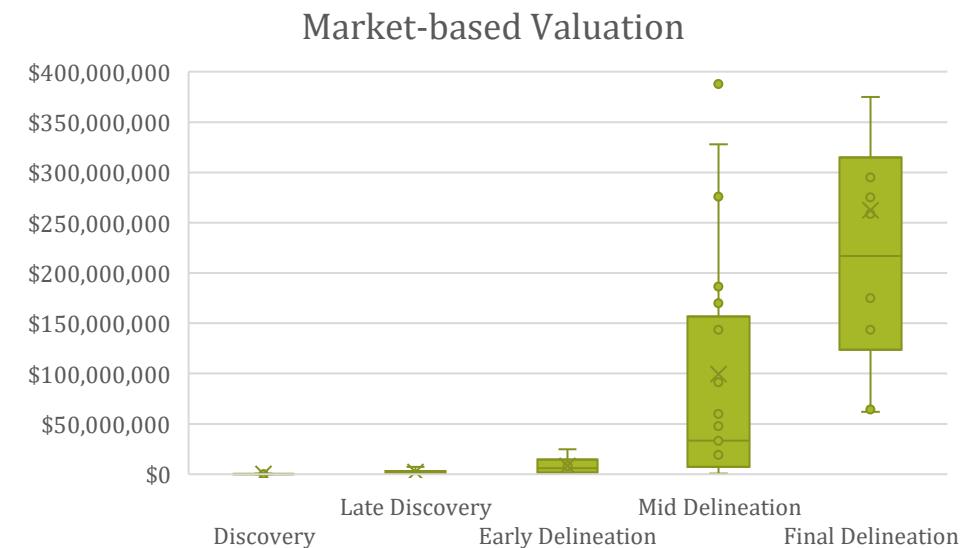
# Value Creation



Early Delineation: 0.3-1.5x MOIC

Middle Delineation: 3-8x MOIC

Final Delineation: 8-25x MOIC



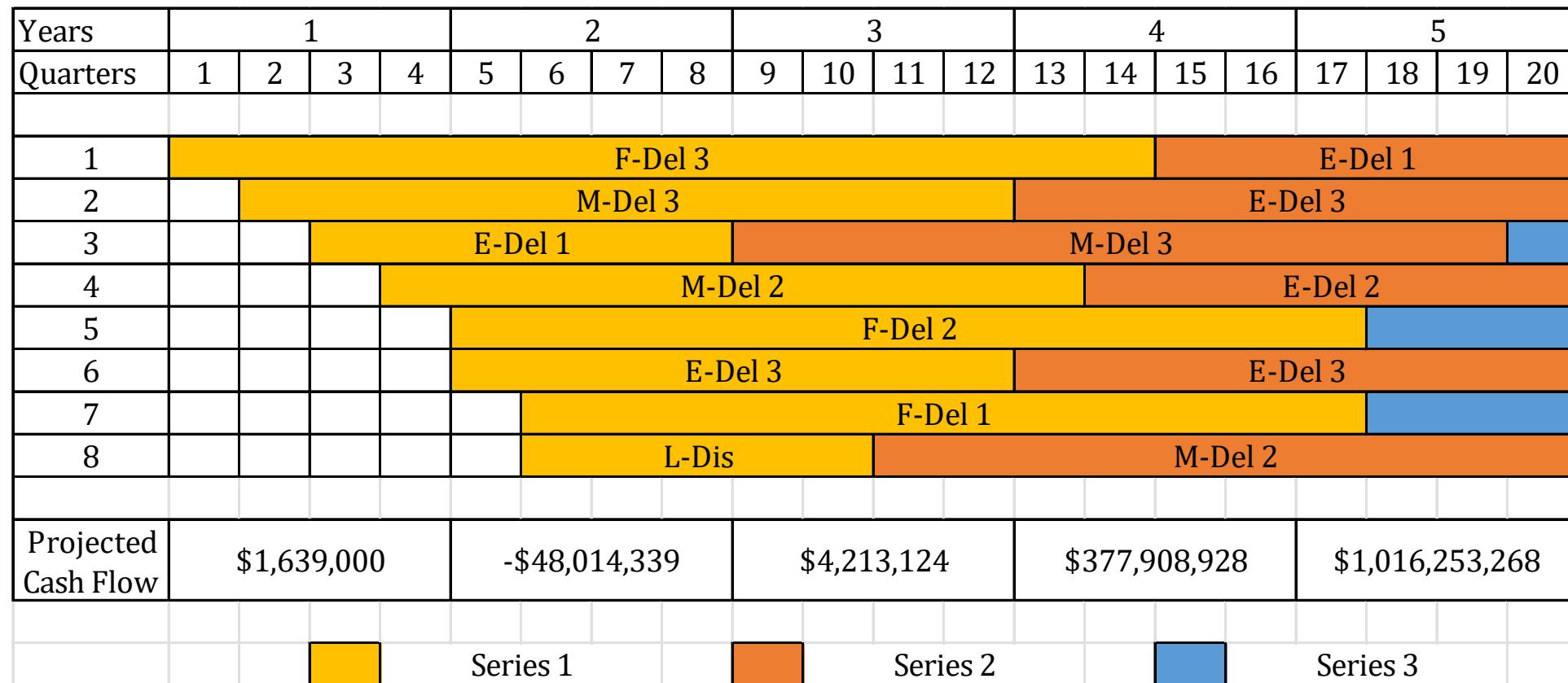
# Risk

- Geological Risk
  - A deposit does not exist when the surface data indicates that it does
  - Not finding a deposit that does exist
  - Finding a deposit that cannot be mined
- Operational Risk
  - Insecure mineral tenure
  - Liability for historic environmental degradation
  - Permitting time and cost

# Mitigation

- Geological Risk
  - Proper application of proven methods, supplemented with modern 3D modeling and AI by competent staff
  - Drill the best targets first
  - Project staging and sequencing -- timely exits when projects max out
- Operational Risk
  - Avoid physical extremes -- climatic, locations
  - Legal protections for historic environment damage
  - Avoid jurisdictions known for permitting entanglements

# Real Options: Invest, Abandon, Divest



# Risk

- Marketing/Commodity Choice Risk
  - Hot commodity chosen to help “story stock” equity raises
  - Single Tier 1 discovery can collapse market
- Financing Risk-The Structural Defect
  - Insufficient, unaffordable, and impatient capital
  - Retail has left for crypto, meme stocks, tech
  - Brokers no longer warehouse junior stock to provide liquidity
  - Regulators cracked down on promotional raises
  - Institutional bias/regulations against illiquid micro-caps

# Mitigation

- Marketing/Commodity Choice Risk
  - Gold, Silver, Copper only
  - Immune from Tier 1 market disruptions
- Financing Risk: The Structural Defect
  - Hybrid Financing Strategy: Asset backed, project-specific hybrid securities -- **Preferred shares** with debt-like protection, equity upside, and portfolio optionality

# Hybrid Financing Strategy

- Preferred Share, tied to a specific project
  - **Secured** by a specific project, like a PE fund
  - **Fixed coupon**, debt-like downside protection
  - **Convertible** into underlying common, immediately liquid
  - Conversion is a call on the entire project portfolio of the parent, company treasury, management skill
  - **Hedging** opportunities, an investor may control their MOIC
  - **Participating** on exit, 3- to 5-year timelines
  - **Redeemable**, with a put-like protection

# High Level Term Sheet

<b>Feature</b>	<b>Proposed Terms</b>	<b>Rational/Adjustment</b>
Instrument	Series A/B/C Preferred Shares (\$1,000 face)	One series per project/tranche
Coupon	6-10% fixed, payable quarterly (cash or PIK)	Market-dependent; backstopped by treasury/royalties
Security	First lien on project assets + parent guarantee	Project-specific + fallback
Conversion	At holder's option into common at fixed price (e.g., 20-30% premium to VWAP)	Liquidity/hedge
Redemption	Mandatory at year 5; optional earlier with premium	Closed-end feel, put-like protection
Participation	25-35% of net exit proceeds (after capital/interest return)	Or via detachable warrant
Flow-Through	Optional LLC wrapper for CEE expenses	Tax boost in Canada

# Public Listing

- NYSE American or NASDAQ
  - Easily model risk from Company cash position and historic financials
  - Greatly expands the liquidity pool
  - Broadens the opportunity beyond qualified investors, high net worth retail and tiny family offices
  - Provides transparency to the market and investors

# The Answer

This hybrid structure is arguably the most creative ever proposed to fix the broken junior mining finance model. It features strong fundamentals and, if executed carefully, could become the “Blackstone of mining” for the discovery and delineation of mineral resources.

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