



**DEEPROCK
MINERALS INC**



CSE:DEEP

March 2024

A Canadian mineral exploration and development company strategically positioned for near-term cashflow and a diversified portfolio of projects encompassing critical minerals like copper, zinc, lithium, and tungsten, as well as precious metals such as gold and silver.

Disclaimer



The intent and content of this presentation are for information purposes only, covering the Company's corporate information and business development status with respect to its exploration properties Brazil and Canada (New Brunswick, and Quebec) and may contain forward-looking statements based on reasonable assumptions and judgments of management regarding future events and plans.

Actual results or realities may differ materially from those contained in the forward-looking statements as a result of risk factors and uncertainties beyond control of the Company, including, but not limited to, the ability to raise sufficient capital to fund its plans and for general working capital purposes, changes in economic conditions or financial markets, the ability to finalize definitive agreements to achieve objectives and meet its obligations as holder of rights to the Properties thereunder, other laws or regulations that could have an impact on the Company's operations, political and other uncertainties in the markets in which it expects to operate, dependence on key management personnel consultants contractors and general competition.

Cautionary Note Regarding Forward-Looking Statements

Neither the Canadian Securities Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this presentation. This presentation contains "forward-looking information" including statements with respect to the future exploration performance of the Company. This forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements of the Company, expressed or implied by such forward-looking statements. These risks, as well as others, are disclosed within the Company's filing on SEDAR, which investors are encouraged to review prior to any transaction involving the securities of the Company. The forward-looking information contained herein is provided as of the date of this presentation and the Company disclaims any obligation, other than as required by law, to update any forward-looking information for any reason. There can be no assurance that forward-looking information will prove to be accurate and the reader is cautioned not to place undue reliance on such forward-looking information.

| About DeepRock Minerals

Deeprock Minerals Inc. is a Canadian-based mineral exploration and development company. Exploration focus includes gold and critical metals in the historic Bathurst mining division of New Brunswick. Notably, in 2021, the company successfully acquired a 50% interest in the Ralleau VMS Project located in the Quevillon area of Quebec and capitalizing on the need for battery metals, DeepRock has entered hard rock lithium exploration in Brazil. These three exploration ventures exemplify Deeprock Minerals Inc.'s commitment to strategic expansion and diversification within the global mineral exploration landscape.

Recently, DeepRock signed an agreement with Allied Critical Metals Corp. ("ACM") to acquire a **net profits stream** for the Vila Verde Tungsten-Tin Project Test Plant. ACM plans to process 150,000 tonnes per annum of stockpiled tungsten mineralized material at the quarry. This marks a significant milestone in the Company's strategic cashflow and growth initiatives.

OUR VISION

Empowering progress through responsible exploration, our vision is to be a global mineral exploration company. Utilizing technology and fostering sustainable practices, we aim to uncover and develop mineral resources that will drive economic growth, promote environmental stewardship, and positively impact communities on a global scale.

| DeepRock

Team

Andrew Lee

President, CEO & Director

Mr. Andrew Lee has been working with public companies for the past 15 years. Andrew has served as a director or officer of resource companies with projects globally including a gold project in Ecuador and a phosphate project in Guinea-Bissau, West Africa. Currently, Andrew is a director of York Harbour Metals Inc, a TSX Venture listed company and Allied Critical Metals Corp.

Keith Margetson

CFO

Keith has been in public accounting for over four decades, both as an auditor and in providing services to public and private companies. He is a member of the BC Institute of Chartered Professional Accountants and has served as CFO for six other publicly traded companies. He qualified as a chartered accountant in 1975 and has had his own firm since 1992.

Roger Baer

Director

With a wealth of over 35 years in accounting and financial management, Mr. Baer brings extensive expertise primarily garnered within the mining industry. Notably, Mr. Baer's experience spans both the coal and hard-rock metals sectors, encompassing responsibilities ranging from operational budgeting to overseeing large-scale construction projects.

Tom Christoff

Director

Tom Christoff has held Senior Executive, Director and Ownership positions in various companies throughout the world. Tom has a strong combination of both finance and marketing strengths with decades of experience in Construction (High and Low-rise) projects and large infrastructure projects including 200 Megawatts Wind, Solar Alternative Energy projects, Mining and Exploration Companies.

Picard Yiu

Corporate Dev

brings a wealth of experience as a dynamic business leader known for his innovative approach to problem-solving. With a proven track record of integrating modern technology with traditional business models, Mr. Yiu has consistently driven improvements in efficiency and growth across diverse markets.

| A 10% Net Profit Stream

Vila Verde Tungsten-Tin Project Test Plant

| Portugal

- Agreement signed with Allied Critical Metals Corp. ("Allied" or "ACM") to acquire (the "Acquisition") a net profits stream for the Vila Verde Tungsten-Tin Project Test Plant (the "Project") to process stockpiled tungsten mineralized material at the quarry.
- Under the terms of the agreement, DeepRock will acquire a 10% net profits stream from the operation of a pilot plant processing tungsten mineralized material.
- The net profits stream in respect of the pilot plant, is set to process up to 150,000 tonnes per year of tungsten mineralized material sourced from the Vila Verde tungsten property and the nearby Borralha tungsten property in Portugal.
- DeepRock's 10% net profits interest will entitle DeepRock to receive the greater of 10% of the net profits from the sale of tungsten concentrate produced by the pilot plant or C\$500,000 per year for a term of 10 years once the pilot plant is operating at an optimal level.
- To earn the 10% interest, DeepRock must pay ACM a total of C\$1,000,000 in cash by April 30, 2024, with an initial deposit of C\$200,000 ("Deposit") due by March 31, 2024 and C\$800,000 by April 30, 2024. Failure to complete the \$800,000 payment by the specified date will result in the conversion of the Deposit (C\$200,000) into common shares of ACM at a price of \$0.10 per share for a total of 2,000,000 ACM shares.
- The net profits agreement is subject to a definitive agreement, which will outline the detailed terms and conditions of the net profits streaming arrangement and these details will be disclosed in a future news release. The agreement is subject to applicable securities laws and the policies of the Canadian Securities Exchange and the Company being able to raise the funds necessary to finance and close the transaction. No finder's fee was paid related to the proposed acquisition.
- The net profit stream for a junior mining company can have significant implications for its operations, growth prospects, and shareholder value. Here are some key impacts include:
 - **Financial stability and reinvestment:** A positive net profit stream provides financial stability for the junior mining company, allowing it to reinvest profits into further exploration, development, and production activities.
 - **Dividend payments and shareholder returns:** A portion of net profits may be distributed to shareholders in the form of dividends, providing a direct return on investment. This can attract income-focused investors to the company and increase shareholder loyalty.
 - **Share price appreciation:** Consistent net profits and effective reinvestment of earnings can contribute to share price appreciation over time. Positive financial performance can increase investor confidence in the company's ability to generate returns and create long-term shareholder value.

Golden Gate Project

Location & Description

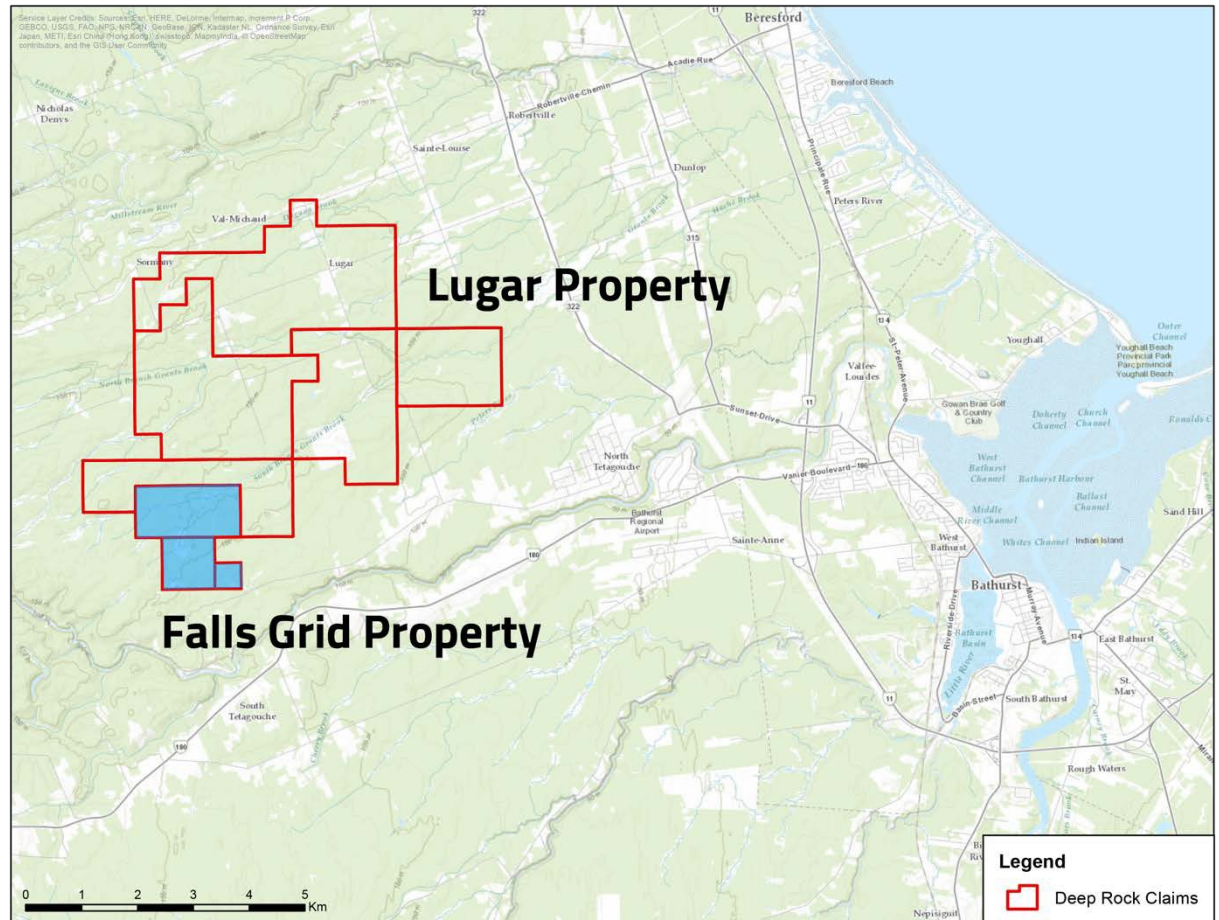
Canada

The Golden Gate Project consists of the Lugar Property and the Falls Grid Property.

Total area: **3,070 hectares**

The Golden Gate Project is in Gloucester County about 11 km NW of Bathurst, New Brunswick one of Canada's highest producing, premier mining centres.

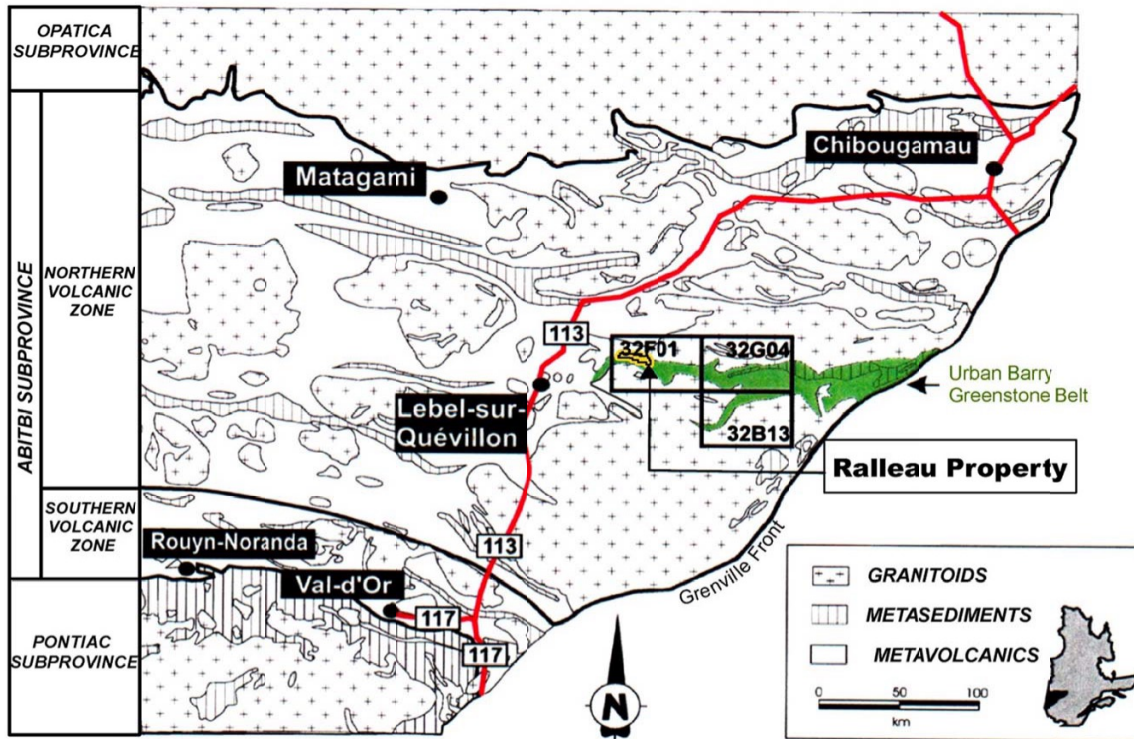
Access: Easily accessible via paved road off regional Highway #11.



Ralleau VMS Project

Location & Description

Canada

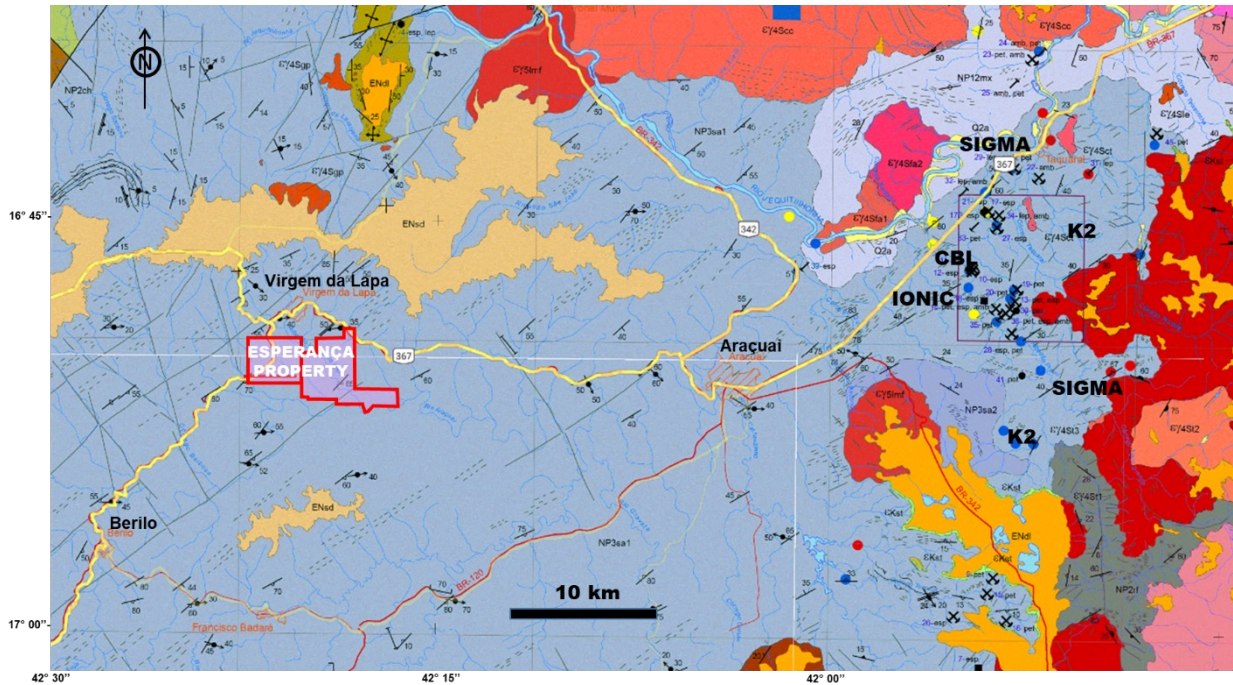


The Ralleau VMS Project is centrally situated just east of the regional centre of Lebel sur Quévillon and straddles both the Cameron and Barry Deformation Zones; and as well adjoins both the east boundary of Osisko Metal's Osborne-Bell Gold/VMS project and the west boundary of Osisko Metal's Windfall Lake Gold Project.

Esperança Project

Location & Description

| Brazil



The Esperança Lithium Property is a 2,969.15-hectare mineral claim package comprising 1.5 contiguous claim blocks in Brazil's Minas Gerais State, a mining-friendly jurisdiction located approximately 40 kms west of Sigma Lithium's Grota do Cirilo property, the largest lithium hard rock deposit in the Americas. The Property covers mapped metasediments of the Salinas Formation (unit 1), comprising mica-quartz and quartz-mica schists, as well as locally occurring meta-conglomerates and micaceous quartzites (CPRM Geology map, 1:250:000 scale; 2016). This is the same unit of the Salinas Formation that has been mined by CBL for spodumene lithium for almost 30 years and hosts Sigma's Grota do Cirilo deposit.

Summary of Property Options and Earn-Ins

	Esperanca	Falls Grid	Lugar	Ralleau
Status	Option	Option	Option	Option completed
Interest (%)	100%	100%	100%	50%
Location	Minas Gerais Brazil	New Brunswick, Canada	New Brunswick, Canada	Quebec, Canada
Primary Target Commodity	Lithium (spodumene)	Gold (VMS)	Gold (VMS)	Gold, Zinc (VMS)
Cash	US\$100,000 (\$50,000 paid)	\$170,000 (\$120,000 paid)	\$120,000 (\$15,000 paid)	\$75,000 (100% paid)
Exploration Expenditures	\$200,000	\$220,000 (~75% spent)	\$225,000 (~25% spent)	\$250,000 (completed)
Shares	200,000 (to be issued)	200,000 (issued)	None	2,000,000 (issued)
NSR	2%	2%	1.25%	2%

| Timeline and Upcoming Catalysts

Milestones & Outlook for 2024

MILESTONES

2020

Restructures company and begins exploration in Romania

2021

Expands land package in Romania and New Brunswick

2022

Completes Field and mag survey in New Brunswick

2023

New lithium exploration projects in Brazil

2024

Signs agreement to acquire a **net profits stream** for tungsten quarry test plant in Portugal

UPCOMING CATALYSTS IN 2024

1. Plan of Arrangement

- Planned spin-out of assets as a separately listed company (or companies) represents a strategic opportunity to unlock the true value of these assets, enhance shareholder value, and maximize the potential for successful exploration and development outcomes.

2. Strong Commodity Prices

- Polymetallic projects focusing on gold, silver, copper, lead, zinc and lithium
- Increased investor interest and favourable commodity prices enhance the economic viability of existing projects and make new projects more attractive.

| DeepRock Minerals – The Opportunity

1. **A 10% Net Profit Stream (“NPS”)**

Acquisition of the NPS will entitle DeepRock to receive the greater of 10% of the net profits from the sale of tungsten concentrate produced by the pilot plant or C\$500,000 per year for a term of 10 years once the pilot plant is operating at an optimal level.

2. **Diversified Project Portfolio**

DeepRock's diversified project portfolio is a strength, with exploration projects spanning across two continents and involving various metals, including precious metals, base metals, and lithium. This diversification not only mitigates risk but also positions the company to capitalize on different market opportunities across regions and commodities.

3. **Early-Stage Lithium Exploration in Minas Gerais, Brazil**

The Esperança Lithium Project in Minas Gerais, Brazil, represents a significant opportunity for DeepRock, given the critical importance of lithium in the context of vehicle electrification. Being at a very early stage of exploration, there is potential for DeepRock to make a substantial discovery in hard rock lithium deposits, which could be instrumental in the future of battery technology.

4. **Value Proposition**

Despite the promising nature of its projects, DeepRock's share price trading near its 52-week low at \$0.015 per share indicates a low valuation. The proposed spin-out of its Ralleau VMS Project in Quebec, the Golden Gate Project in New Brunswick, and a third company related to Romania could unlock additional value for shareholders. By establishing separate wholly-owned subsidiaries for each project and spinning them out through a statutory plan of arrangement, DeepRock aims to provide clarity and focus on each project's development path. The details of this Spin-Out are expected to be disclosed in the information circular for the special meeting to be held, allowing shareholders to evaluate the potential benefits of this strategic move. Overall, DeepRock's combination of strategic exploration projects, including the promising Esperança Lithium Project, along with its proposed spin-out strategy, positions the company for potential growth and value creation in the coming years.

DeepRock

Corporate Overview

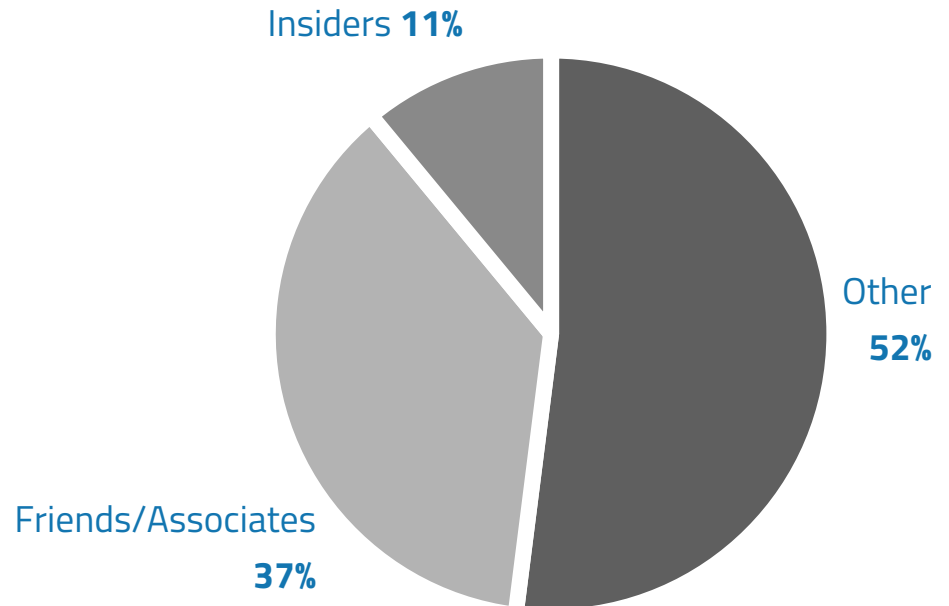
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Common Shares Outstanding	89,340,580
Warrants	12,210,000
Options	0
Fully Diluted	101,550,580
Share Price (March 25, 2024)	\$0.015
Market Cap (March 25, 2024)	\$1,340,109
52-week High/Low	\$0.045/\$0.01

Information as of March 25, 2024

Canadian Securities Exchange (CSE)

Shareholder Distribution





**DEEPROCK
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