

Condensed Interim Consolidated Financial Statements

(Unaudited - expressed in Canadian Dollars)
For the three and nine months ended September 30, 2023 and 2022

#### NOTICE OF NO AUDITOR REVIEW OF

#### CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the condensed interim consolidated financial statements they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by management and reviewed by the Audit Committee of the Board of Directors of the Company.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim consolidated financial statements by an entity's auditor.

# **Condensed Interim Consolidated Statements of Financial Position**

(Unaudited - expressed in Canadian dollars)

	Note	September 30 2023	December 31 2022
Assets		\$	\$
Assets			
Current			
Cash		1,750,902	3,065,488
Short-term investments	4	275,193	266,174
Receivables and prepaid expenditures	5	1,412,063	1,355,345
Net investment in sublease	9	-	12,925
Marketable securities	6	187,430	445,787
		3,625,588	5,145,719
Non-current	_	00 450 007	07.000.400
Mineral properties	7	29,453,097	27,323,109
Property and equipment	_	47,074	62,741
Reclamation deposit	7	3,506,127	20,645
Total Assets		36,631,886	32,552,214
Liabilities			
Current			
Accounts payable and accrued liabilities	8	103,983	220,649
Lease obligations	9	· <u>-</u>	13,079
Deferred rent		-	720
		103,983	234,448
Shareholders' Equity			
Share capital	10(b)	52,408,840	46,659,300
Share-based payment reserve	10(c)	5,219,781	4,794,589
Accumulated other comprehensive income		1,192,466	1,047,325
Accumulated deficit		(22,293,184)	(20,183,448)
		36,527,903	32,317,766
Total Liabilities and Shareholders' Equity		36,631,886	32,552,214

Nature of operations and going concern – Note 1 Commitment – Note 16

# **APPROVED BY THE DIRECTORS**

"Claudia Tornquist"	Director	"Barry Girling"	Director
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# Condensed Interim Consolidated Statements of Loss and Comprehensive Loss For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

				onths ended eptember 30	
	Note	2023	2022	2023	2022
		\$	\$	\$	\$
Expenses					
Administrative and office		43,827	28,488	109,180	70,714
Consulting	12	28,691	54,415	283,596	163,939
Depreciation		5,159	5,107	15,693	26,469
Director fees	12	19,500	19,500	58,500	52,500
Exploration and evaluation		1,900	419	20,245	419
Filing and listing fees		12,666	13,332	74,177	49,957
Professional fees	12	31,527	46,318	178,265	118,312
Salaries and benefits	12	72,956	69,413	216,977	229,992
Share-based payments	10(c),12	147,511	275,961	425,192	849,028
Shareholder communications		78,263	88,234	272,163	268,416
Travel and related costs		85,185	22,532	188,133	133,087
Loss before other items		(527,185)	(623,719)	(1,842,121)	(1,962,833)
Foreign exchange gain (loss)		10,181	28,204	(60,730)	64,400
Finance charge on leases	9	-	(1,499)	(86)	(6,871)
Income from sublease of office	9	-	1,482	85	6,547
Interest and other income		13,573	38,930	51,473	98,621
Loss on marketable securities	6	(43,750)	(31,074)	(258,357)	(904,425)
Net loss for the period		(547,181)	(587,676)	(2,109,736)	(2,704,561)
Other comprehensive income for the peri	iod				
Currency translation adjustment		804,089	1,654,259	145,141	2,039,726
Comprehensive income (loss) for the per	iod	256,908	1,066,583	(1,964,595)	(664,835)
Loss per share Basic and diluted		(0.00)	(0.00)	(0.01)	(0.01)
Weighted average number of shares outs Basic and diluted	standing	244,776,731	217,469,893	234,363,335	213,417,068

# Condensed Interim Consolidated Statements of Cash Flows For the nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

	Nine months ended September 30	
	2023	2022
Cash (used in) provided by:	\$	\$
Operating activities		
Net loss for the period	(2,109,736)	(2,704,561)
Depreciation	15,693	26,469
Share-based payments	425,192	849,028
Unrealized foreign exchange	6,515	(86,565)
Loss on marketable securities	258,357	904,425
Interest on long-term receivables	(5,944)	-
Changes in working capital items		
Receivables and prepaid expenditures	(50,774)	(114,096)
Net investment in sublease	12,925	110,543
Accounts payable and accrued liabilities	(106)	(186,139)
Deferred rent	(720)	(6,482)
	(1,448,598)	(1,207,378)
Investing activities	( ,	( , - , ,
Mineral property expenditures	(1,398,612)	(5,044,033)
Purchase of reclamation deposit	(3,434,160)	(0,044,000)
Property and equipment expenditures	(0,404,100)	(8,223)
Purchase of short-term investments	(9,019)	(2,305)
	(4,841,791)	(5,054,561)
Financing activities	( , - , - ,	(-,,,
Issuance of shares pursuant to private placement	5,000,000	_
Cash share issuance costs	(7,960)	_
Repayment of lease obligation	(13,079)	(124,771)
Proceeds from exercise of warrants	(10,070)	1,371,722
Proceeds from exercise of options	-	44,000
	4,978,961	1,290,951
Effect of foreign exchange on cash	(3,158)	74,269
Decrease in cash	(1,314,586)	(4,896,719)
Cash - beginning of period	3,065,488	8,708,892
Cash - end of period	1,750,902	3,812,173

Supplemental cash flow information – Note 13

# **Condensed Interim Consolidated Statements of Changes in Equity**

(Unaudited - expressed in Canadian dollars)

	Number of common	Share	Share-based payment		Accumulated	
	shares	capital	reserve	AOCI	deficit	Total
		\$	\$	\$	\$	\$
Balance, December 31, 2021	208,608,596	44,315,713	3,738,722	(662,967)	(16,084,760)	31,306,708
Share-based payments	-	_	849,028	-	_	849,028
Shares issued on Silver Phoenix option agreement	2,500,000	912,500	-	-	-	912,500
Exercise of options	200,000	59,365	(15,365)	-	-	44,000
Exercise of warrants	6,408,611	1,371,722	-	-	-	1,371,722
Net loss for the period	-	-	-	-	(2,704,561)	(2,704,561)
Cumulative translation adjustment	-	-	-	2,039,726	-	2,039,726
Balance, September 30, 2022	217,717,207	46,659,300	4,572,385	1,376,759	(18,789,321)	33,819,123
Share-based payments	-	_	222,204	_	_	222,204
Net loss for the period	_	-	-	-	(1,394,127)	(1,394,127)
Cumulative translation adjustment	-	-	-	(329,434)	-	(329,434)
Balance, December 31, 2022	217,717,207	46,659,300	4,794,589	1,047,325	(20,183,448)	32,317,766
Shares issued from private placement	23,809,524	5,000,000	_	-	-	5,000,000
Less: Share issue costs	-	(7,960)	-	-	-	(7,960)
Share-based payments	-	-	425,192	-	-	425,192
Shares issued on Silver Phoenix option agreement	3,000,000	675,000	-	-	-	675,000
Shares issued on Candelaria agreement	250,000	82,500	-	-	-	82,500
Net loss for the period	-	-	-	-	(2,109,736)	(2,109,736)
Cumulative translation adjustment	-	-	-	145,141	-	145,141
Balance, September 30, 2023	244,776,731	52,408,840	5,219,781	1,192,466	(22,293,184)	36,527,903

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022 (Unaudited - expressed in Canadian dollars)

# 1. Nature of operations and going concern

Silver One Resources Inc. (the "Company" or "Silver One") was incorporated pursuant to the provisions of the Business Corporations Act (British Columbia) on June 8, 2007.

The Company's principal activities include the acquisition, exploration and development of mineral properties. The Company owns a 100% interest in the Candelaria silver project (the "Candelaria Project" or "Candelaria") and a 100% interest in the Cherokee project ("Cherokee Project" or "Cherokee") both located in Nevada. The Company also has an option agreement to acquire a 100% interest in the Phoenix Silver property in Arizona ("Phoenix Silver Property" or "Phoenix Silver").

These consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for the next twelve months. As at September 30, 2023, the Company had an accumulated deficit of \$22,293,184, and expects to incur further losses in the development of the business. As a result, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business. The Company's ability to continue as a going concern is dependant on its ability to obtain necessary financing to meet its corporate and deferred exploration expenditures and discharge its liabilities in the normal course of business. Although the Company has been successful in obtaining financing in the past, there can be no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. The Company has adequate financial resources for the next twelve months with working capital of \$3,521,605.

Should the Company be unable to continue as a going concern, asset realization values may be substantially different from their carrying values. These consolidated financial statements do not give effect to adjustments that would be necessary to carrying values and the classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

Silver One is a public company listed on the TSX Venture Exchange ("TSX-V") under the symbol "SVE", on the OTCQX Marketplace under the symbol "SLVRF", and on the Frankfurt Stock Exchange under the symbol "BRK1".

The Company's corporate office is located at Suite 1000, 1055 W Hastings St., Vancouver, BC Canada, V6E 2E9.

#### 2. Basis of preparation

#### Statement of compliance and functional currency

These condensed interim consolidated financial statements have been presented in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB') and interpretations of the IFRS Interpretations Committee ("IFRIC"), applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*.

These condensed interim consolidated financial statements have been prepared on a historical cost basis. These condensed interim consolidated financial statements are presented in Canadian dollars, which is the functional currency of the Company's Canadian entity. The functional currency of the Company's foreign subsidiary is US dollars. The functional currency of an entity is translated into the presentation currency using the period-end rates for assets and liabilities while the operations and cash flows are translated using average rates of exchange. Exchange adjustments arising when net assets and profit or loss are translated into the presentation currency are taken into a separate component of equity and reported in other comprehensive income or loss.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

# 2. Basis of preparation (continued)

#### Statement of compliance and functional currency (continued)

The accounts of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. All intercompany transactions, balances, income and expenses are eliminated in full upon consolidation.

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

These condensed interim consolidated financial statements were approved by the board of directors on November 15, 2023.

#### 3. Accounting policies

These condensed interim consolidated financial statements have been prepared on a basis consistent with the significant accounting policies disclosed in the annual financial statements for the year ended December 31, 2022. Accordingly, they should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2022.

#### Accounting standards issued but not yet effective

As at September 30, 2023, there are no accounting pronouncements with future effective dates that are applicable or are expected to have a material impact on the Company's financial statements.

#### 4. Short-term investments

Short-term investments of \$275,193 (December 31, 2022 - \$266,174) include highly liquid money market funds and redeemable GIC investments in an active market with original maturities of one year or less.

#### 5. Receivables and prepaid expenditures

	September 30 2023	December 31 2022
	\$	\$
GST receivable	7,264	6,091
Other receivables	2,698	14,123
Short-term receivable from sale of KCP <sup>1</sup>	1,250,000	1,244,056
Prepaid expenditures <sup>2</sup>	152,101	91,075
	1,412,063	1,355,345

<sup>&</sup>lt;sup>1</sup> Short-term receivable from sale of KCP includes an amount owing as described below.

#### Short-term receivable from sale of KCP

On March 3, 2021, the Company completed the sale of its subsidiary, KCP Minerals Inc. ("KCP"), which through its 100% interest in Minera Terra Plata S.A. de C.V. held the Company's three Mexican silver exploration projects to Lodestar Battery Metals Corp. ("Lodestar") (formerly Silverton Metals Corp.) (the "KCP Purchase Agreement").

<sup>&</sup>lt;sup>2</sup> Prepaid expenditures primarily include amounts in connection with insurance, investor relations conferences and marketing activities.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

# 5. Receivables and prepaid expenditures (continued)

Under the terms of the KCP Purchase Agreement, the Company transferred to Lodestar its 100% interest in KCP and, in consideration, Lodestar will pay in cash and shares as follows: (a) \$1,250,000 in cash upon closing (received); (b) issue 4,375,000 common shares of Lodestar to the Company (issued); (c) pay \$750,000 in cash 18 months after closing; and (d) pay \$500,000 in cash 24 months after closing (as at the date of filing both of these amounts are in arrears, but the Company expects to receive). The common shares received are subject to an escrow release schedule where 10% of shares will be released on April 6, 2021 and 15% will be every 6 months thereafter for a period of 36 months.

The \$750,000 to be received 18 months from the date of sale and the \$500,000 to be received 24 months from the date of sale were initially recorded as long-term receivables. The amount was discounted to its present value using a borrowing rate of 8% and at September 30, 2023 was \$1,250,000 (December 31, 2022 - \$1,244,056). As at September 30, 2023 and December 31, 2022, the entire amount was included in current assets.

#### 6. Marketable securities

	September 30 2023	December 31 2022
	\$	\$
Beginning balance	445,787	1,478,232
Unrealized loss on marketable securities	(258,357)	(1,032,445)
	187,430	445,787

Marketable securities includes 4,375,000 common shares received as part of the KCP Purchase Agreement (note 5) as well as 414,331 shares held in Hello Pal International that were received as shares-for-debt in 2020.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022 (Unaudited - expressed in Canadian dollars)

# 7. Mineral properties

	Balance	Additions	Balance	Additions	Balance
	2023	September 30 2023	December 31 2022	December 31 2022	December 31
	<u> </u>				<u>2021</u> \$
Candelaria	Ψ	Ψ	Ψ	Ψ	Ψ
Option payments – shares	3,831,678	_	3,831,678	_	3,831,678
Acquisition costs – shares	467,072	82,500	384,572	-	384,572
Acquisition costs – cash	115,150	- ,	115,150	-	115,150
Consulting fees	3,660,714	335,397	3,325,317	1,108,255	2,217,062
Drilling	7,332,365	, -	7,332,365	2,398,168	4,934,197
Field supplies and other costs	490,969	45,367	445,602	178,151	267,451
Laboratory and analysis fees	1,976,620	263,339	1,713,281	579,910	1,133,371
Land payments	1,719,731	293,497	1,426,234	409,936	1,016,298
Staking and survey costs	211,474	· -	211,474	83,751	127,723
Travel and accommodation	966,058	63,468	902,590	333,032	569,558
Currency translation	1,118,498	67,592	1,050,906	1,265,630	(214,724)
	21,890,329	1,151,160	20,739,169	6,356,833	14,382,336
Phoenix Silver					
Acquisition costs - cash	487,609	-	487,609	-	487,609
Acquisition costs - shares	2,757,500	675,000	2,082,500	912,500	1,170,000
Consulting fees	484,420	40,590	443,830	31,356	412,474
Field supplies and other costs	6,626	197	6,429	4,669	1,760
Laboratory and analysis fees	16,786	5,765	11,021	-	11,021
Land payments	386,124	83,003	303,121	80,868	222,253
Staking and survey costs	110,289	10,425	99,864	-	99,864
Travel and accommodation	19,408	7,608	11,800	776	11,024
Currency translation	185,892	13,162	172,730	231,083	(58,353)
Charakaa	4,454,654	835,750	3,618,904	1,261,252	2,357,652
Cherokee	762 020	2 1 1 0	760 770	20.720	722.042
Consulting fees	763,920	3,148	760,772 439,312	28,729	732,043
Drilling	439,312	622	72,577	4 267	439,312 68,210
Field supplies and other costs	73,199	022	,	4,367	,
Laboratory and analysis fees	133,917	400 004	133,917	120 252	133,917
Land payments	1,233,537	128,821	1,104,716	138,352	966,364
Staking and survey costs  Travel and accommodation	125,450	805	125,450	1 107	125,450
Currency translation	186,213 152,566	9,682	185,408 142,884	1,487 184,608	183,921 (41,724)
Currency translation	3,108,114	143,078	2,965,036	357,543	2,607,493
Eastern Nevada	3,100,114	143,076	2,900,030	337,343	2,007,493
Consulting fees	221,614	_	221,614	20,538	201,076
Field supplies and other costs	6,469	_	6,469	389	6,080
Laboratory and analysis fees	7,161	_	7,161	303	7,161
Land payments	246,129	_	246,129	44,377	201,752
Staking and survey costs	8,970	_	8,970	44,577	8,970
Travel and accommodation	27,849	_	27,849	-	27,849
Currency translation	26,060	_	26,060	33,254	(7,194)
Impairment	(544,252)	_	(544,252)	(544,252)	(7,134)
	(011,202)	_	(011,202)	(445,694)	445,694
Total	29,453,097	2,129,988	27,323,109	7,529,934	19,793,175

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

#### 7. Mineral properties (continued)

#### **Candelaria Option Agreement**

On January 16, 2017, the Company entered into an option agreement (the "Option Agreement") with a subsidiary of SSR Mining Inc. ("SSR"), to acquire a 100% interest in the Candelaria silver project (the "Candelaria Project or "Candelaria") located in Nevada, USA.

In order to exercise the option, the Company was required to:

- issue US\$1,000,000 in shares to SSR on the date that the parties satisfy the conditions to the Agreement, including obtaining final approval of the TSX-V (the "Effective Date") (paid);
- issue an additional US\$1,000,000 in shares on each of the three anniversaries of the Effective Date (first and second year anniversary payments paid); and
- assume the US\$2,000,000 reclamation bond on the property immediately prior to exercise of the option (assumed with value of US\$2,491,757).

Upon satisfying the terms set forth above, the Company would earn a 100% interest in the property subject to a 3% net smelter returns royalty payable to Teck Resources USA on production from a certain claims group of the property and a charge of \$0.01 per ton payable for waste rock dumped on certain claims.

The Company issued 1,332,900 common shares at a fair value price of \$1.00 per share to satisfy the initial option payment of US\$1,000,000, the Company issued 2,828,636 common shares at a fair value of \$0.44 per share in order to satisfy the first anniversary payment of US\$1,000,000, and the Company issued 5,827,338 common shares at a fair value of \$0.215 to satisfy the second anniversary payment of US\$1,000,000. It was further obligated to issue an additional US\$1,000,000 worth of Silver One shares in January 2020. However, Silver One entered into an agreement with SSR and Maverix Metals Inc. ("Maverix") whereby:

- Silver One will assume a Production Payment obligation by SSR to Maverix (formerly to Kinross). For this, SSR agreed to relinquish the option payment of US\$1,000,000 in shares of Silver One and instead received US\$100,000 in units of Silver One. This agreement obliges Silver One to assume the obligation to pay Maverix US\$1,000,000 upon Candelaria achieving commercial production of not less than 2,500,000 ounces of silver per annum (the "Production Payment").
- 2. In consideration of Maverix agreeing to Silver One's assumption of the Production Payment, Maverix will receive US\$100,000 in units of Silver One.
- Maverix has agreed to amend the Production Payment so that Silver One may satisfy it with US\$500,000 cash and \$500,000 in shares of Silver One on the first anniversary after commencement of commercial production at Candelaria.

Each unit will be comprised of one share of Silver One and one-half of one share purchase warrant (each a "Warrant") with each whole Warrant entitling the holder to purchase one additional share at a price of \$0.40 per share for a period of three years.

On July 25, 2019, the Company amended the Candelaria Option Agreement ("Amended Agreement"). The Amended Agreement deferred the assumption of the bond obligation by the Company until January 2023. In December 2022, the Amended Agreement was further amended to extend the assumption of the bond obligation by Silver One by an additional sixty days, and in April 2023, the parties extended the period for the assumption of the bond obligation by Silver One until May 28, 2023. The Company issued 250,000 common shares to SSR for the amendment of the Candelaria Option agreement to extend the option end date.

During the nine months ended September 30, 2023, the Company assumed the reclamation bond of US\$2,491,757 and on May 31, 2023, the Company acquired a 100% interest in Candelaria without a royalty payable to SSR.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

# 7. Mineral properties (continued)

#### Additional Candelaria claims acquired

In March 2018, the Company entered into an agreement to acquire 10 non-patented mineral claims located along the eastern structural projection of the Candelaria mineralized system. These claims are located immediately east of the former producing Mount Diablo open pit. Silver One has acquired these claims for the consideration of US\$10,000 plus the issuance of 38,235 common shares at a fair value of \$0.34 per share (total of US\$10,000).

In November 2019, the Company acquired an additional three patented claims, located within the company's claims. Consideration for these patents consisted of US\$75,000 cash (paid) and US\$5,000 in shares (issued), subject to a 2% NSR that can be purchased for US\$50,000 plus US\$5,000 in Silver One's shares issued at market price on the date of the issuance.

#### **Phoenix Silver Acquisition**

On February 4, 2020, the Company entered into an agreement (the "Phoenix Silver Agreement") with Granite-Solid LLC (the "Optionor") whereby the Company has the option to acquire a 100% interest in the Phoenix Silver Property. The Phoenix Silver Property consists of 86 unpatented lode claims and 2 unpatented placer claims, located in Gila County, Arizona.

The Company may exercise the option by making the following cash payments and share issuances:

- paying the Optionor US\$350,000 within five days of TSX-V acceptance of the Phoenix Silver Agreement (the "Effective Date") (paid); and
- issuing the Optionor: (i) 500,000 shares on the date that is six (6) months from the Effective Date (issued); (ii) 1,000,000 shares on the date that is twelve months from the Effective Date (issued); (iii) 2,500,000 shares on the date that is twenty-four months from the Effective Date (issued); (iv) 3,000,000 shares on the date that is thirty-six months from the Effective Date (issued); and (v) 3,000,000 shares on the date that is forty-eight months from the Effective Date.

The Phoenix Silver Agreement is subject to a five-mile area of interest. Further, after two years of the Effective Date, Silver One has the right to require the Optionor to include other unpatented placer claims under this Phoenix Silver Agreement for no additional consideration.

The Phoenix Silver Property is subject to an underlying 2% Net Smelter Royalty ("NSR") to the original prospectors of the project. Each 1% NSR may be purchased for US\$500,000 resulting in a total of US\$1,000,000 for the entire underlying NSR.

#### Signing of lease/purchase agreement on five patented claims at the Cherokee Project

In July 2018, the Company entered into a lease/purchase agreement with Castelton Park LLC ("Castelton") of Sparks, Nevada to acquire five patented claims at its Cherokee Project. These patents lie within the Company's Cherokee claim holdings in Lincoln County located in eastern Nevada.

The terms of the Lease/Purchase Agreement include three payments over a 2-year lease, consisting of a payment for US\$23,125 upon execution of the agreement (paid), US\$34,688 on the first anniversary (paid) and US\$24,687 on the second anniversary (paid). This provides Silver One with a 100% interest in all patented claims. Castelton will also receive a payment of US\$100,000 for every 7.5 million silver equivalent ounces of mineral resources calculated on the property, subject to a maximum of US\$1,000,000.

#### Impairment of Eastern Nevada

During the year ended December 31, 2022, the Company booked an impairment on the Eastern Nevada property as it focuses its attention on the Candelaria, Phoenix Silver and Cherokee projects.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

# 8. Accounts payable and accrued liabilities

	September 30	December 31	
	2023	2022	
	\$	\$	
Accounts payable	77,733	179,905	
Accrued liabilities	26,250	40,744	
	103,983	220,649	

Accounts payable include amounts owing for consulting, exploration, and general corporate expenditures. Accrued liabilities include an accrual of audit fees and other administrative expenses.

#### 9. Lease obligations

The Company entered into an office lease on February 2018. The terms and the outstanding balances as at September 30, 2023 and December 31, 2022 are as follows:

	September 30 2023	December 31 2022
	\$	\$
Right-of-use asset from office lease repayable in monthly instalments between \$10,676 and \$14,878, an interest rate of		
7.71% per annum and an end date of January 2023.	-	13,079
Total lease obligations	-	13,079
Less: current portion	-	(13,079)
Non-current portion	-	-

During the nine months ended September 30, 2023, the lease obligation was paid in full. No further future minimum lease payments are remaining on the office lease obligation.

#### Sublease of office space

The Company entered into an agreement to sublease one of its office spaces beginning on December 1, 2020 through January 31, 2023 for approximately \$157,000 per annum including the base rent, property tax and operating expenses. The right-of-use asset related to the office was derecognized and a net investment in sublease was set up.

The Company also subleases part of their office space on a month-to-month basis to other companies. The total lease income from the subleasing of the office for the three and nine months ended September 30, 2023 was \$nil and \$85 (2022 - \$1,482 and \$6,547).

During the three and nine months ended September 30, 2023, the Company recorded \$nil and \$86 (2022 - \$1,499 and \$6,871) of interest expense related to the leases.

As at September 30, 2023 and December 31, 2022 the net investment in sublease was made up of the following:

	September 30	December 31	
	2023	2022	
Net investment in sublease	\$	\$	
Short-term	<del>-</del>	12,925	
Total receivables	<u>-</u>	12,925	

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

#### 10. Share capital

a) Authorized: Unlimited common shares without par value.

#### b) Shares issued

Common shares: 244,776,731 (December 31, 2022 – 217,717,207).

During the nine months ended September 30, 2023, the Company:

- Issued 23,809,524 common shares of the Company in a non-brokered private placement financing at a price of \$0.21 per Share for aggregate gross proceeds of \$5,000,000;
- Issued 3,000,000 common shares valued at \$675,000 pursuant to the Phoenix Silver Agreement (Note 7);
   and
- Issued 250,000 common shares as consideration for extending the Candelaria Option Agreement (Note 7).

During the year ended December 31, 2022, the Company:

- Issued 2,500,000 common shares valued at \$912,500 pursuant to the Phoenix Silver Agreement (Note 7);
- Issued 200,000 common shares for the exercise of options in the amount of \$44,000. A value of \$15,365 was transferred from the share-based payment reserve to share capital as a result; and
- Issued 6,408,611 common shares for the exercise of warrants in the amount of \$1,371,722.

#### c) Options

The Company has adopted a share option plan that allows for the issuance of up to 10% of the issued and outstanding shares as incentive share options to directors, officers, employees and consultants to the Company. Share options granted under the plan may be subject to vesting provisions as determined by the Board of Directors.

The vesting provisions of all options are the following: 25% - 6 months from the grant date, 35% - 1 year from the grant date, and 40% - 1.5 years from the grant date.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

# 10. Share capital (continued)

## c) Options (continued)

The Company's share options outstanding as at September 30, 2023 and December 31, 2022 and the changes for the periods then ended are as follows:

	Weighted average		
	Number	exercise price	
		\$	
Balance as at December 31, 2021	10,293,500	0.56	
Granted – January 20, 2022	100,000	0.45	
Granted – April 26, 2022	300,000	0.45	
Granted – August 25, 2022	2,590,000	0.33	
Exercised	(200,000)	0.22	
Expired	(975,000)	0.55	
Balance as at December 31, 2022	12,108,500	0.52	
Granted – March 13, 2023	150,000	0.30	
Granted – July 27, 2023	1,995,000	0.40	
Expired	(1,235,500)	0.40	
Balance as at September 30, 2023	13,018,000	0.51	

The total share-based payment expense recorded during the three and nine months ended September 30, 2023 was \$147,511 and \$425,192 (2022: \$275,961 and \$849,028).

The following table summarizes information about the share options as at September 30, 2023:

	Waighted average		
Number of options outstanding	Weighted average remaining life (years)	Number of options exercisable	Expiry date
2,048,000	0.80	2,048,000	July 19, 2024
60,000	1.04	60,000	October 15, 2024
2,575,000	2.00	2,575,000	September 28, 2025
100,000	2.33	100,000	January 28, 2026
100,000	2.44	100,000	March 9, 2026
50,000	2.56	50,000	April 23, 2026
2,950,000	2.68	2,950,000	June 6, 2026
100,000	3.31	100,000	January 20, 2027
300,000	3.57	180,000	April 26, 2027
2,590,000	3.90	1,554,000	August 25, 2027
150,000	4.45	37,500	March 13, 2028
1,995,000	4.83	-	July 27, 2028
	2,048,000 60,000 2,575,000 100,000 50,000 2,950,000 100,000 300,000 2,590,000 150,000	outstanding         remaining life (years)           2,048,000         0.80           60,000         1.04           2,575,000         2.00           100,000         2.33           100,000         2.44           50,000         2.56           2,950,000         2.68           100,000         3.31           300,000         3.57           2,590,000         3.90           150,000         4.45	outstanding         remaining life (years)         exercisable           2,048,000         0.80         2,048,000           60,000         1.04         60,000           2,575,000         2.00         2,575,000           100,000         2.33         100,000           100,000         2.44         100,000           50,000         2.56         50,000           2,950,000         2.68         2,950,000           100,000         3.31         100,000           300,000         3.57         180,000           2,590,000         3.90         1,554,000           150,000         4.45         37,500

The fair value of options recognized in the period has been estimated using the Black-Scholes Pricing Model with the following assumptions on the grant date of the options:

Issue date	Expected Option life (years)	Risk free interest rate	Dividend vield	Expected volatility <sup>1</sup>	Weighted average fair value
January 20, 2022	5.00	1.59%	nil	87%	\$0.29
April 26, 2022	5.00	2.92%	nil	87%	\$0.27
August 25, 2022	5.00	3.32%	nil	88%	\$0.22
March 13, 2023	5.00	2.82%	Nil	89%	\$0.19
July 27, 2023	5.00	3.88%	Nil	89%	\$0.25

Note 1: The volatility used is the Company's own share volatility for a period equal to the life of the options.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

#### 10. Share capital (continued)

#### d) Warrants

The Company's warrants outstanding as at September 30, 2023 and December 31, 2022 and the changes for the periods then ended are as follows:

	Number	Weighted average exercise price
		\$
Balance as at December 31, 2021	34,302,440	0.39
Exercised	(6,408,611)	0.20
Expired	(8,730,000)	0.20
Balance as at December 31, 2022	19,163,829	0.53
Expired	(561,160)	0.40
Balance as at September 30, 2023	18,602,669	0.54

The balance of warrants outstanding as at September 30, 2023 is as follows:

Expiry Date	Exercise Price \$	Remaining Life (Years)	Warrants Outstanding
January 13, 2024	0.40	0.29	4,576,000
January 17, 2024	0.40	0.30	3,835,000
July 14, 2024	0.65	0.79	10,191,669

#### 11. Segment information

The Company operates in a single reportable operating segment, being the acquisition, exploration and retention of mineral property assets. Geographic segment information of the Company's non-current assets as at September 30, 2023 and December 31, 2022 is as follows:

Non-current assets	September 30	December 31
	2023	2022
	\$	\$
Canada	-	218
USA	33,006,298	27,406,277
Total	33,006,298	27,406,495

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

#### 12. Related party transactions

The Company's related parties consist of the Company's directors and officers, and any companies associated with them. The Company incurred the following charges during the three and nine months ended September 30, 2023 and 2022:

		Three months ended September 30		Nine months ended	
				September 30	
	2023	2022	2023	2022	
	\$	\$	\$	\$	
Consulting fees	52,500	52,500	157,500	157,515	
Director fees	19,500	19,500	58,500	52,500	
Professional fees	10,500	17,020	21,000	53,844	
Salaries and benefits	69,431	69,413	213,452	212,798	
Share-based payments	84,262	140,980	221,869	418,107	

Consulting fees include amounts paid to Raul Diaz, a director of the Company, for geological consulting services. Included in the amounts above is \$45,887 and \$136,100 in consulting fees for the three months and nine months ended September 30, 2023 that was capitalized to mineral properties (2022 - \$33,655 and \$105,345).

Director fees were paid to the directors of the Company.

During the period ended September 30, 2023, Professional fees include amounts paid to Amezquita Management Inc., a company of which the CFO is President. During the period ended September 30, 2022, professional fees include amounts paid to Amezquita Management Inc. as well as to Malaspina Consultants Inc., a company in which the CFO, Carmen Amezquita, was an associate.

Salaries and benefits include amounts paid to Greg Crowe, President and Chief Executive Officer of the Company.

Share-based payments include options granted to officers and directors.

During the three and nine months ended September 30, 2023, the Company received lease income from a related company with common directors in the amount of \$nil and \$nil (2022 - \$489 and \$2,161).

As at September 30, 2023, directors, officers or their related companies were owed \$3,675 (December 31, 2022 - \$3,675) in respect of services. The amounts due to related parties are included in accounts payable.

Key management includes directors and executive officers of the Company. Other than the amounts disclosed above, there was no other compensation paid or payable to key management for employee services for the reported periods.

# 13. Supplemental cash flow information

Investing and financing activities that do not have a direct impact on the current cash flows are excluded from the cash flow statements. The following transactions were excluded from the consolidated statement of cash flows:

During the nine months ended September 30, 2023:

- The issuance of 3,000,000 common shares valued at \$675,000 pursuant to the Phoenix Silver Agreement (Note 7); and
- The issuance of 250,000 common shares valued at \$82,500 as consideration for extending the Candelaria Option Agreement (Note 7); and
- Movement of \$116,560 in mineral property exploration expenditures in accounts payable and accrued liabilities.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022

(Unaudited - expressed in Canadian dollars)

# 13. Supplemental cash flow information (continued)

During the nine months ended September 30, 2022:

- The issuance of 2,500,000 common shares valued at \$912,500 pursuant to the Phoenix Silver Agreement (Note 7); and
- Movement of \$88,611 in mineral property exploration expenditures in accounts payable and accrued liabilities.

The Company paid or accrued \$nil for income taxes during the nine months ended September 30, 2023 (2022 - \$nil).

#### 14. Financial instruments

#### Classification of financial instruments

The Company's financial instruments consist of cash, short-term investments, marketable securities, receivables, net investment in sublease, accounts payable and accrued liabilities and lease obligations. The Company classifies its cash, short-term investments, receivables, marketable securities and net investment in sublease as financial assets at amortized cost. The Company classifies its accounts payable and accrued liabilities and lease obligations as financial liabilities at amortized cost. The Company classifies its marketable securities as FVTPL. There have been no changes to the classification of financial instruments since December 31, 2022.

#### Financial instruments risk management

The Board of Directors has overall responsibility for the determination of the Company's risk management objectives and policies. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility.

The Company thoroughly examines the various financial instruments and risks to which it is exposed and assesses the impact and likelihood of those risks. These risks include foreign currency risk, interest rate risk, credit risk, and liquidity risk. Where material, these risks are reviewed and monitored by the Board of Directors.

There have been no changes in any risk management policies since December 31, 2022.

#### 15. Management of capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of and retention of its mineral properties. In the management of capital, the Company includes its components of shareholders' equity.

The capital structure of the Company consists of equity attributable to common shareholders, comprised of issued capital, reserves and deficit.

The Company maintains and adjusts its capital structure based on changes in economic conditions and the Company's planned requirements. The Company may adjust its capital structure by issuing new equity, issuing new debt, or acquiring or disposing of assets, and controlling the capital expenditures program. The Company is not subject to externally imposed capital requirements.

The Company does not have a source of revenue. As such, the Company is dependent on external financing to fund its activities. In order to pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

Management reviews its capital management policies on an ongoing basis. There were no changes in the Company's approach to capital management during the nine months ended September 30, 2023.

Notes to the Condensed Interim Consolidated Financial Statements For the three and nine months ended September 30, 2023 and 2022 (Unaudited - expressed in Canadian dollars)

#### 16. Commitment

The President, CEO and director has a long-term employment agreement with the Company. The agreement has a termination clause whereby he is entitled to the equivalent of sixteen times his then current monthly salary plus two additional months for each year of working. As at September 30, 2023, this equated to \$644,000 (December 31, 2022 - \$598,000).