



LARA EXPLORATION LTD.
(An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited - Expressed in Canadian Dollars)

FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

NOTICE TO READER

The accompanying condensed consolidated interim financial statements of Lara Exploration Ltd. for the three months ended March 31, 2024 and 2023 have been prepared by management and approved by the Board of Directors of the Company. These condensed consolidated interim financial statements have not been reviewed by the Company's external auditors.

LARA EXPLORATION LTD.**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**

(Unaudited - Expressed in Canadian Dollars)

	Three months ended March 31 2024	Three months ended March 31 2023
Exploration expenditures, net (Note 5)	\$ 321,919	\$ 162,546
General and administrative expenses		
Depreciation	1,200	1,212
Management fees	101,648	49,188
Office, rent, and administrative services	97,707	96,568
Professional fees	10,263	33,485
Share-based payments (Note 8)	153,159	-
Shareholder communication and investor relations	4,969	27,299
Transfer agent and regulatory fees	22,412	30,276
Travel and related	9,691	1,866
	401,049	239,894
Loss from operations	(722,968)	(402,440)
Change in fair value of long-term investments (Note 7)	(60,618)	(58,598)
Equity loss of associated companies (Note 6)	(1,977)	(4,088)
Loss on derecognition of a former subsidiary (Note 6)	-	(168,459)
Other income	40,845	29,926
Foreign exchange and other	24,001	8,717
LOSS AND COMPREHENSIVE LOSS	\$ (720,717)	\$ (594,942)
Basic and diluted loss per share	\$ (0.02)	\$ (0.01)
Weighted average number of shares outstanding - basic and diluted	45,801,014	45,801,014

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

LARA EXPLORATION LTD.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Unaudited - Expressed in Canadian Dollars)

	Three months ended March 31 2024	Three months ended March 31 2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the period	\$ (720,717)	\$ (594,942)
Items not affecting cash and cash equivalents:		
Depreciation	1,677	2,488
Share-based payments	153,159	-
Change in fair value of long-term investments	60,618	58,598
Equity loss of associated companies	1,977	4,088
Loss on derecognition of a former subsidiary	-	168,459
Unrealized foreign exchange	(795)	(3,520)
Changes in non-cash working capital items:		
Receivables	(9,444)	(23,608)
Prepaid expenses and deposits	13,704	(17,704)
Accounts payable and accrued liabilities	(70,702)	515,696
Advance from joint venture partner	-	(620,773)
Net cash used in operating activities	(593,000)	(511,218)
CASH FLOWS FROM INVESTING ACTIVITIES		
Exploration and evaluation assets	(67,870)	-
Purchase of equipment	-	(2,226)
Cash held by a former subsidiary	-	(464,377)
Net cash used in investing activities	(67,870)	(466,603)
Effect of exchange rate changes	795	9,842
Change during the period	(660,075)	(967,979)
Cash and cash equivalents, beginning of period	1,030,040	3,275,810
Cash and cash equivalents, end of period	\$ 369,965	\$ 2,307,831

Supplemental disclosure with respect to cash flows (Note 11)

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

LARA EXPLORATION LTD.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(Unaudited - Expressed in Canadian Dollars)

	Number of common shares		Share capital		Reserve		Deficit		Total
Balance, December 31, 2022	45,801,014	\$	30,776,763	\$	9,811,222	\$	(32,624,732)	\$	7,963,253
Loss for the period	-		-		-		(594,942)		(594,942)
Balance, March 31, 2023	45,801,014	\$	30,776,763	\$	9,811,222	\$	(33,219,974)	\$	7,368,311
Balance, December 31, 2023	45,801,014	\$	30,776,763	\$	10,853,332	\$	(35,642,791)	\$	5,987,304
Share-based payments	-		-		153,159		-		153,159
Loss for the period	-		-		-		(720,717)		(720,717)
Balance, Mach 31, 2024	45,801,014	\$	30,776,763	\$	11,006,491	\$	(36,363,508)	\$	5,419,746

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

LARA EXPLORATION LTD.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited - Expressed in Canadian Dollars)

FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

1. NATURE AND CONTINUANCE OF OPERATIONS

Lara Exploration Ltd. (the “Company” or “Lara”) was incorporated under the British Columbia Business Corporations Act on March 31, 2003. The Company’s principal business activities are the acquisition, exploration, and development of mineral properties in South America, currently with exploration and evaluation properties in Brazil, Peru, and Chile. These condensed consolidated interim financial statements are comprised of the Company and its subsidiaries. The Company’s common shares are listed on the TSX Venture Exchange under the symbol “LRA.”

The Company is in the process of exploring its exploration and evaluation assets and has not yet determined whether they contain reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete their exploration and development, confirmation of the Company’s interest in the underlying claims and leases, ability to obtain the required permits to mine and future profitable production or proceeds from the disposition of these assets.

These condensed consolidated interim financial statements are prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from the carrying values shown, and these condensed consolidated interim financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company’s continuing operations and the ability of the Company to meet mineral property and other commitments are dependent upon the ability of the Company to continue to raise additional equity or debt financing and to seek joint venture partners. At the date of these condensed consolidated interim financial statements, the Company has not identified a known body of commercial-grade minerals on any of its properties. The Company has not achieved profitable operations and has accumulated losses since its inception. These material uncertainties may cast significant doubt on the Company’s ability to continue as a going concern.

2. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

Basis of presentation

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting (“IAS 34”). Certain disclosures included in the annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”) have been condensed or omitted, and accordingly, these unaudited condensed consolidated interim financial statements should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2023.

The accounting policies, estimates, and judgements applied in the preparation of these condensed consolidated interim financial statements are consistent with those applied and disclosed in the Company’s audited consolidated financial statements for the year ended December 31, 2023. The Company’s interim results are not necessarily indicative of its results for a full year.

3. RESTRICTED CASH EQUIVALENTS

	March 31 2024	December 31 2023
Interest-bearing term deposit	\$ 1,500,000	\$ 1,500,000
Collateral for corporate credit cards and other	57,916	57,916
	\$ 1,557,916	\$ 1,557,916

In October 2023, the Company purchased a \$1,500,000 GIC for a fixed one-year term at an interest rate of 5.2% per annum, redeemable in full in April 2024.

LARA EXPLORATION LTD.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Unaudited - Expressed in Canadian Dollars)

FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

4. EXPLORATION AND EVALUATION ASSETS

	December 31				March 31
	2023	Additions	Reductions		2024
Peru					
Planalto	\$ -	\$ 67,870	\$ -	\$ -	\$ 67,870
Peru					
Kenita/Puituco	39,743	-	-	-	39,743
Alli Allpa (Mantaro)	34,068	-	-	-	34,068
Qumir	2,307	-	-	-	2,307
	\$ 76,118	\$ 67,870	\$ -	\$ -	\$ 143,988

Planalto Copper Project, Brazil

In February 2013 (amended in June 2016 and June 2019), the Company entered into an option agreement to acquire a 100% interest in the Planalto Copper Project from Brazil Americas Investments & Participation Mineracao LLC ("Brazil Americas") by paying US\$500,000 in cash (paid) and a 2% NSR royalty. Lara has the right to acquire 50% of the NSR royalty for US\$2,000,000.

In October 2018, Capstone Mining Corp. ("Capstone") signed a letter of intent with Lara to option the Planalto Copper Project and made a payment of US\$150,000 (\$197,854) to the Company. The option payment was first applied against the capitalized value of the Planalto Copper Project.

In February 2019, the Company announced that it had signed a definitive agreement ("the Agreement") (amended in June 2019, February 2021, and February 2023) granting Capstone an exclusive option to earn up to a 70% interest in the Company's Planalto Copper Project. Capstone paid the Company US\$200,000 following receipt of a drill permit for the project and assumed the costs of the underlying agreement. Capstone could earn an initial 49% interest by funding exploration expenses of US\$5,000,000 by the third anniversary of the agreement and could then elect to purchase an additional 2% interest in the Planalto Copper Project by paying Lara US\$400,000 and committing to fund a Feasibility Study by the fifth anniversary, to reach a 61% interest. The third and final phase would comprise Capstone electing to finance, build and operate a commercial mining operation for the benefit of Lara 30% and Capstone 70%, with Lara repaying its pro-rata share of the financing out of production cash flow. Lara held certain buy back rights to reacquire a majority interest in the project should Capstone discontinue investing.

Lara elected to accelerate the drill program at the Planalto Copper Project and, on May 28, 2019, filed a "Final Exploration Report" ("RFP") with the National Agency of Mining ("ANM") in Brazil. In June 2019, Lara and Capstone amended their agreement such that the initial three-year earn-in period for Capstone to acquire a 49% interest in the Planalto Copper Project started from the date of approval of the RFP and the 2019 drill program as fulfilling Capstone's first-year work commitment. Capstone transferred US\$500,000 to Lara upon signing the amendment to cover the payment due upon receipt of the permit to drill, the payment due to the underlying vendor and partial reimbursement of Lara's costs. The RFP was approved on October 31, 2019, and Capstone reimbursed Lara the additional costs of US\$600,000. The remaining conditions of the agreement are unchanged, and exploration work resumed in November 2019.

In October 2022, Capstone notified that it had completed the first phase of the option agreement for the Planalto Copper Project in Brazil by investing more than US\$5 million in exploration expenditures to earn a 49% interest. In February 2023, Capstone elected to raise its interest to 51% to become the project operator by paying Lara US\$400,000 (paid) and agreeing to fund the phase 2 expenditures to earn a further 10% interest (to 61%) in the project by delivering a feasibility study (Note 6). In addition, the agreement was amended, and certain timeframes were extended. In November 2023, Capstone terminated its earn-in option, with the project reverting to the Company (Note 6).

In August 2020, Lara entered into an option agreement (amended in February 2022) to acquire mining rights adjacent to the original Planalto Project from Mineracao Zaspir Ltda. ("Zaspir"). Lara agreed to acquire a 100% interest in these mining rights for staged payments totalling US\$250,000 (paid) and granting Zaspir a 2% NSR royalty on any production. The Company retains the right to buyback half of the royalty (being 1%) for US\$250,000.

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4. EXPLORATION AND EVALUATION ASSETS (continued)

Planalto Copper Project, Brazil (continued)

In December 2020, the Company signed an option agreement (amended in July 2021) with Mineração Tariana Ltda. (“Tariana”), a subsidiary of Anglo American do Brasil Ltda., to acquire an exploration license adjacent to the Company’s Planalto Project. Under the terms of the agreement, the Company will make a payment of US\$50,000 (paid) upon the date of publication of the transfer of title by the Brazilian Mining Agency (“the ANM”; completed in March 2022) and payments of US\$50,000 on the first and second anniversaries of that date (paid). The Company has committed to complete a minimum of 2,000 metres of diamond drilling (completed) together with resource and reserve studies by May 2023. The Company then has until the date of filing the Final Exploration Report with the ANM to notify Tariana of its intention to exercise the option and put the project into production. The Company will pay a 1.25% NSR royalty to Tariana on production. If the project is not operating from July 31, 2026, at such date, the Company will make advanced royalty payments of US\$50,000 per year for five years or until the start of production, if that is sooner, which amounts are recoverable from 50% of the royalties payable to Tariana thereafter. The Tariana and Zaspir licenses formed part of the Company’s now terminated earn-in agreement with Capstone.

Cumaru Manganese Royalty, Brazil

In May 2019, the Company signed a definitive agreement transferring all its rights and obligations for the Cumaru Manganese Project in northern Brazil to local mining company Seven Mineração Limitada in exchange for BRL\$250,000 in cash (equivalent to approximately US\$60,975) and a royalty of US\$2 per ton of ore taken from the property. The Company has received the first BRL\$125,000 payment. The second payment was due on July 19, 2020, but is still outstanding, and accordingly, no amount receivable has been recorded.

Liberdade Copper Project, Brazil

In May 2022, Lara was advised by partner Codelco do Brasil Mineração Ltda. (“Codelco”), that the court has given a positive ruling in the lawsuit defending the validity of its Liberdade exploration license with the ANM. The Company considers the ruling favourable but understands that it is being appealed.

Kenita (Puituco) Property, Peru

During the year ended December 31, 2021, the Company signed a mining rights transfer agreement with BHP World Exploration Inc. Sucursal del Peru to acquire the Kenita property in exchange for a commitment to pay a 1% net smelter returns royalty on any future production. The Kenita property consists of five exploration licenses adjacent to and surrounding Lara’s Puituco licenses, which were acquired at a government auction.

Corina Gold Project, Peru

In July 2022, Hochschild relinquished its option to purchase the Corina gold-silver discovery. Lara and Hochschild completed the handover during the year ended December 31, 2022, with Hochschild remaining responsible for the environmental restitution from its 2020-21 drilling program.

Alli Allpa (Mantaro) Project, Peru

In March 2022, the Company entered into an agreement with other existing owners to increase its interest from 33% to 70% by funding US\$500,000 of exploration expenditures by December 31, 2025.

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FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

4. EXPLORATION AND EVALUATION ASSETS (continued)**Lara Copper Project, Peru**

In July 2020, the Company, with its partner, Global Battery Metals Ltd. (“GBM”), signed an option and royalty agreement for the sale of the Lara Copper Project for US\$5,759,000 and a 1.5% NSR royalty to Minsur S.A. (“Minsur”). The Lara Copper Project is owned 45% by Lara and 55% by GBM. Minsur retains the right to purchase a 0.25% NSR royalty for US\$2,500,000 from each of Lara and GBM at any time before the commencement of commercial production. Under the terms of the agreement, Lara and GBM have granted Minsur an exclusive option to acquire a 100% interest in the Lara Copper Project by making staged cash payments based on permitting milestones, as summarized in the table below:

Milestones and/or dates	Option payments in USD
Upon registration of the agreement before a public notary	Received \$ 59,000
One-year anniversary of registration	Received 200,000
Approval of environment study and start of work (“DIA-IA”)	200,000
One-year anniversary of approval of DIA-IA	300,000
Approval of semi-detailed environmental study (“EIA-SD”)	500,000
One-year anniversary of approval of EIA-SD	1,500,000
Upon transfer of title	3,000,000
	\$ 5,759,000

5. EXPLORATION EXPENDITURES

For the three months ended March 31, 2024	Planalto Brazil	Other Brazil	Other Peru	Other Chile	Total
Administrative	\$ 2,175	\$ 45,011	\$ 34,218	\$ -	\$ 81,404
Assays	511	1,353	10	-	1,874
Community relations	-	-	23,322	-	23,322
Field costs	7,604	11,229	7,232	-	26,065
Property maintenance	525	215	-	-	740
Salaries and consultants	92,007	46,264	26,438	3,215	167,924
Travel and related costs	17,880	2,552	158	-	20,590
Total expenditures	\$ 120,702	\$ 106,624	\$ 91,378	\$ 3,215	\$ 321,919

For the three months ended March 31, 2023	Planalto Brazil	Other Brazil	Other Peru	Other Chile	Total
Administrative	\$ 16,245	\$ 37,450	\$ 37,787	\$ -	\$ 91,482
Assays	6,143	-	268	-	6,411
Drilling	556,307	-	-	-	556,307
Field costs	21,368	7,252	6,081	-	34,701
Property maintenance	510	15,115	117	-	15,742
Salaries and consultants	18,834	17,727	25,503	-	62,064
Travel and related costs	866	14,005	1,241	-	16,112
Total	620,273	91,549	70,997	-	782,819
Recoveries	(620,273)	-	-	-	(620,273)
Net expenditures	\$ -	\$ 91,549	\$ 70,997	\$ -	\$ 162,546

LARA EXPLORATION LTD.**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

(Unaudited - Expressed in Canadian Dollars)

FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

6. INVESTMENTS IN ASSOCIATED COMPANIES

	March 31 2024	December 31 2023
Opening balance	\$ 67,309	\$ 87,767
Share of Minas Dixon's income (loss)	(1,977)	(20,458)
Ending balance	\$ 65,332	\$ 67,309

As at March 13, 2024 and December 31, 2023, the Company has a 45% interest in Minas Dixon S.A.

In February 2023, Capstone elected to raise its interest in Copper Projects Ltd. ("Copper Projects") to 51% and become the operator of the Planalto Copper Projects (Note 4). In connection to the derecognition of its former subsidiaries, the Company estimated the carrying amount of the investment in this associated company for Copper Projects to be \$Nil and recognized a loss of \$168,459 in its profit or loss from the derecognition of \$464,372 in cash, less net liabilities of \$295,918.

The aggregate assets, liabilities, and income (loss) of Minas Dixon are as follows:

For the three months ended	March 31 2024	March 31 2023
Current assets	\$ 180,584	\$ 221,043
Non-current assets	-	309
Current liabilities	941	936
Income (loss) for the period	(4,394)	(9,084)
Company's ownership percentage	45%	45%
Company's share of income (loss) for the period	\$ (1,977)	\$ (4,088)

7. LONG-TERM INVESTMENTS

	December 31 2023	Changes	Fair value adjustments	March 31 2024
Shares of Estrella	\$ 1,041	\$ -	\$ -	\$ 1,041
Rights to Sereno lawsuits	177,627	-	-	177,627
Shares of Bifox	3,135,776	-	(60,618)	3,075,158
	\$ 3,314,444	\$ -	\$ (60,618)	\$ 3,253,826

The Company holds 5% of the shares of Estrella Gold SAC, a private exploration company. The common shares of this company have been classified as FVTPL financial assets and are valued at cost, which is the best estimate of fair value as at the reporting date.

The Company purchased a right from Sereno Minerals (BVI) Ltd., a private mineral exploration company, for 5% of the proceeds of two lawsuits in Brazil. The Company paid \$177,627 (US\$140,000) for the right. The investment has been valued at cost, which is the best estimate of fair value as at the reporting date.

The Company holds 13,935,236 shares or approximately 11.9% of Bifox Limited. The Company valued its investment in Bifox at \$0.25 Australian dollars per share based on recent financings by Bifox. Upon relisting the shares, Bifox will be obligated to reimburse Lara for US\$570,000 of project expenses. Bifox operates the Baha Inglesa phosphate mine and processing facilities in northern Chile. The Company also holds a 2% production royalty triggered once the production rate exceeds 20,000 tonnes per annum.

The Company holds a 5% preferred interest in Celesta Mineracao and a 2% NSR royalty. A nominal value has been attributed to the 5% interest.

LARA EXPLORATION LTD.

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FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

8. SHARE CAPITAL**Authorized**

As at March 31, 2024 and December 31, 2023, the authorized share capital of the Company was an unlimited number of common shares without par value.

Stock options

The changes in stock options outstanding are as follows:

	Number	Weighted average exercise price
Balance, December 31, 2023	4,055,000	\$ 0.76
Granted	500,000	0.56
Balance, March 31, 2024	4,555,000	\$ 0.74

The following table summarizes the stock options outstanding and exercisable as at March 31, 2024:

Expiry date	Exercise price	Outstanding	Exercisable
November 13, 2024	\$ 0.50	200,000	200,000
September 1, 2025	\$ 0.76	1,435,000	1,435,000
June 28, 2026	\$ 0.70	50,000	50,000
April 19, 2028	\$ 0.79	2,370,000	2,370,000
January 4, 2029	\$ 0.54	400,000	400,000
January 24, 2029	\$ 0.64	100,000	50,000
		4,555,000	4,505,000

As at March 31, 2024, the weighted average remaining life of the outstanding stock options was 3.14 (December 31, 2023 - 3.18) years.

Share purchase warrants

There were no changes in the number of share purchase warrants outstanding during the three months ended March 31, 2024. The following table summarizes the share purchase warrants outstanding as at March 31, 2024:

Expiry date	Exercise price	Outstanding
July 17, 2025	\$ 1.00	3,068,703

As at March 31, 2024, the weighted average remaining life of the outstanding share purchase warrants was 1.21 (December 31, 2023 - 1.55) years.

LARA EXPLORATION LTD.**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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8. SHARE CAPITAL (continued)**Share-based payments**

In January 2024, the Company granted 500,000 (2023 - Nil) stock options with a weighted average fair value of \$0.31 (2023 - \$Nil) per option. The fair value of the stock options granted was estimated using the Black-Scholes option pricing model with the following assumptions:

For the three months ended	March 31 2024	March 31 2023
Risk-free interest rate	3.46%	n/a
Expected dividend yield	0%	n/a
Expected stock price volatility	62%	n/a
Expected life in years	5	n/a
Forfeiture rate	0%	n/a

During the three months ended March 31, 2024, the Company recorded share-based payments of \$153,159 (2023 - \$Nil), representing the fair value of options vested during the period, with the offsetting amounts credited to reserve.

9. SEGMENTED INFORMATION

The Company operates in one reportable operating segment, the exploration and development of exploration and evaluation assets. Except for exploration and evaluation assets, equipment and exploration expenditures, substantially all of the Company's assets and expenditures are located and incurred in Canada. Exploration and evaluation assets are in Brazil and Peru, equipment is located mainly in Brazil, and all the exploration expenditures are incurred in Brazil and Peru.

10. RELATED PARTY TRANSACTIONS AND BALANCES

Key management personnel are those persons with the authority and responsibility for planning, directing and controlling the Company's activities, including the directors and officers of the Company. The aggregate value of transactions and outstanding balances relating to key management personnel are as follows:

For the three months ended	March 31 2024	March 31 2023
Management fees - CEO	\$ 50,824	\$ 49,188
Director's fees	50,824	-
Exploration expenditures - VP Exploration	47,438	-
General and administrative expenses		
<i>Seabord Management Corp.</i>	53,400	53,400
<i>VP Corporate Development</i>	30,000	30,000
Share-based payments	117,405	-
	\$ 349,891	\$ 132,588

Seabord Management Corp. ("Seabord") is related to Lara because it provides the Company with key management personnel services, such as the Chief Financial Officer and Corporate Secretary, who are employees of Seabord and are not paid directly by the Company. As at March 31, 2024 and December 31, 2023, the Company has provided a \$10,000 deposit in connection with the service agreement with Seabord.

As at March 31, 2024, the Company had \$3,937 (December 31, 2023 - \$Nil) due to directors and management related to expense reimbursements, which have been included in accounts payable and accrued liabilities.

All transactions and balances are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration agreed to by the related parties.

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11. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

During the three months ended March 31, 2024, the Company received interest of \$3,350.

During the three months ended March 31, 2023, the Company (a) received interest of \$11,960 and (b) derecognized the net assets and liabilities of a former subsidiary in connection to Capstone acquiring 51% of interest in Copper Projects.

12. FINANCIAL AND CAPITAL RISK MANAGEMENT**Financial risk management**

The Company's financial instruments are exposed to certain financial risks, which include credit risk, currency risk, market and interest rate risk, and liquidity risk.

Credit risk

The Company's cash, cash equivalents, and restricted cash equivalents are mainly held through large Canadian or South American financial institutions and, as at March 31, 2024, are mainly held in interest-bearing accounts. Accordingly, the credit risk is minimized. The Company assesses the collectability of other receivables and records allowances for non-collection based on management's assessment of specific accounts.

Currency risk

The Company is exposed to financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada, Brazil, and Peru. The Company funds cash calls to its subsidiary companies outside of Canada in Canadian and US dollars, and a portion of its expenditures are also incurred in local currencies, which include the US dollar, the Brazilian real, and the Peruvian sol. The Company's exposure to foreign currency risk arises primarily from fluctuations between the Canadian dollar and those currencies. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations. Management believes the foreign exchange risk related to currency conversions is minimal.

Market and interest rate risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in values because of the volatility of quoted market prices. Interest rate risk is the risk that the fair value of cash flows from a financial instrument will fluctuate due to changes in market interest rates. The Company holds FVTPL investments in exploration companies, which have significant market risk due to the weak equity markets for exploration companies. The Company's cash, cash equivalents, and restricted cash equivalents are held mainly in interest-bearing bank accounts.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. The Company manages liquidity risk through the management of its capital resources as outlined below. The Company is exposed to liquidity risk.

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12. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)**Management of capital**

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern to pursue the development of its mineral properties. The Company relies mainly on equity issuances to raise new capital and on entering into joint venture agreements on certain properties, which enables it to conserve capital and reduce risk. The Company can liquidate long-term investments to raise additional cash resources. In the management of capital, the Company includes the components of shareholders' equity. The Company prepares annual estimates of exploration and administrative expenditures and monitors actual expenditures compared to the estimates to ensure sufficient capital to meet ongoing obligations. The Company's investment policy is to invest its cash in savings accounts or highly liquid short-term deposits with terms of one year or less. Management believes the Company may have to raise additional capital to fund its operations for the next twelve months. The Company is not subject to any capital restrictions, and there were no changes to capital management during 2023.

13. FINANCIAL INSTRUMENTS

The Company classified its financial instruments as follows:

	Fair value hierarchy	March 31 2024	December 31 2023
Financial assets - FVTPL:			
Long-term investments	Level 2	\$ 3,253,826	\$ 3,314,444
Financial assets - amortized costs:			
Cash and cash equivalents		369,965	1,030,040
Restricted cash equivalents		1,557,976	1,557,976
Receivables		91,026	59,105
Financial liabilities - amortized costs:			
Accounts payable and accrued liabilities		137,549	208,251

Financial instruments recorded at fair value on the consolidated statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (i.e., unobservable inputs).

The carrying value of cash and cash equivalents, receivables, accounts payable and accrued liabilities approximated their fair value due to the short-term nature of these instruments. Cost is the best measure of fair value for the Company's long-term investments.

14. EVENT AFTER REPORTING DATE

Subsequent to March 31, 2024, the Company entered into an agreement with Ferrous Technology Mineração Limitada ("Fertec") to sell its Curionopolis Iron Project to for staged payments totalling R\$10,000,000 and a 3% gross sales royalty ("GSR") on any production, with minimum advance royalties of US\$150,000 payable from year three. In addition to the R\$150,000 advanced previously, the Company received R\$6,850,000 in payment at closing (R\$1,500,000 of which is advanced royalties on the GSR). The remaining R\$3,000,000 will be paid upon publication of the transfer of the license into the name of Fertec.