



Condensed Consolidated Interim Financial Statements  
For the three months ended March 31, 2024  
(Unaudited)  
(Stated in Canadian Dollars)

To the Shareholders of  
**Doré Copper Mining Corp.**  
**For the three months ended March 31, 2024**

### **MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING**

The accompanying unaudited condensed consolidated interim financial statements of Doré Copper Mining Corp. (the "Corporation") were prepared by management in accordance with International Accounting Standard 34 ("IAS34") and International Financial Reporting Standards ("IFRS"). Only changes in accounting policies have been disclosed in these unaudited condensed consolidated interim financial statements. Management acknowledges responsibility for the preparation and presentation of the unaudited condensed consolidated interim financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Corporation's circumstances.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited condensed consolidated interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited condensed consolidated interim financial statements and (ii) the unaudited condensed consolidated interim financial statements fairly present in all material respects the financial position, results of operations and cash flows of the Corporation, as of the date of and for the periods presented by the unaudited condensed consolidated interim financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation and for ensuring that management fulfills its financial reporting responsibilities.

An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation for issuance to the shareholders.

Management recognizes its responsibility for conducting the Corporation's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.



## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Stated in Canadian Dollars)  
(Unaudited)

As at	March 31 2024 \$	December 31 2023 \$
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	1,237,957	3,054,848
Funds held in trust <i>[note 9]</i>	-	1,085,804
Amounts receivable <i>[note 4]</i>	123,708	161,724
Prepaid expenses	29,500	73,248
<b>Total current assets</b>	<b>1,391,165</b>	<b>4,375,624</b>
<b>Non-current assets</b>		
Building and equipment <i>[note 5]</i>	1,189,592	1,199,843
Mineral property interests <i>[note 6]</i>	5,930,629	5,930,629
<b>Total non-current assets</b>	<b>7,120,221</b>	<b>7,130,472</b>
<b>Total assets</b>	<b>8,511,386</b>	<b>11,506,096</b>
<b>LIABILITIES</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	367,443	1,528,071
Credit facility <i>[note 7]</i> and <i>[note 11]</i>	-	250,706
Deferred premium on flow-through shares <i>[note 9]</i>	147,947	421,204
<b>Total current liabilities</b>	<b>515,390</b>	<b>2,199,981</b>
<b>EQUITY</b>		
Share capital <i>[note 9]</i>	62,858,957	62,462,233
Equity-settled employee benefits <i>[note 9]</i>	3,315,653	3,234,523
Share purchase warrants <i>[note 9]</i>	482,597	482,599
Deficit	(58,661,211)	(56,873,240)
<b>Total equity</b>	<b>7,995,996</b>	<b>9,306,115</b>
<b>Total liabilities and equity</b>	<b>8,511,386</b>	<b>11,506,096</b>

*Going concern [note 1]*  
*Commitments [note 12]*  
*Subsequent events [note 15]*

*See accompanying notes to the condensed consolidated interim financial statements*

*These condensed consolidated interim financial statements are authorized for issue by the Board of Directors on May 30, 2024.*

*They are signed on the Corporation's behalf by:*

*"Ernest Mast"*  
Director

*"Mario Stifano"*  
Director



## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Stated in Canadian Dollars)  
(Unaudited)

For the three months ended March 31,

	<b>2024</b>	<b>2023</b>
	\$	\$
<b>EXPENSES</b>		
Consulting <i>[note 11]</i>	84,131	98,284
Depreciation <i>[note 5]</i>	20,847	20,847
Exploration and evaluation <i>[note 6]</i>	1,527,486	1,927,879
Flow-through interest penalty <i>[note 12]</i>	10,692	15,367
Investor relations	156,588	104,255
Office expenses <i>[note 11]</i>	54,924	40,372
Professional fees	100,855	40,628
Share-based payments <i>[note 9]</i>	81,128	145,793
Shareholder communication costs	51,668	11,304
	<b>2,088,319</b>	<b>2,404,729</b>
<b>Other income</b>		
Interest income	27,091	5,125
<b>Loss before income taxes</b>	<b>(2,061,228)</b>	<b>(2,399,604)</b>
Deferred tax recovery	(273,257)	(224,681)
<b>Loss and comprehensive loss for the period</b>	<b>(1,787,971)</b>	<b>(2,174,923)</b>
<b>Basic and diluted loss per share <i>[note 10]</i></b>	<b>(0.01)</b>	<b>(0.02)</b>

See accompanying notes to the condensed consolidated interim financial statements



## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Stated in Canadian Dollars)  
(Unaudited)

For the three months ended March 31,

	2024	2023
	\$	\$
<b>OPERATING ACTIVITIES</b>		
Loss for the period	(1,787,971)	(2,174,923)
Add charges (deduct receipts) to earnings not involving a current payment (receipt) of cash		
Depreciation <i>[note 5]</i>	20,847	20,847
Share-based payments <i>[note 9]</i>	81,128	145,793
Non-cash exploration expenses <i>[note 6] and [note 9]</i>	400,000	-
Deferred tax recovery	(273,257)	(224,681)
	(1,559,253)	(2,232,964)
Changes in non-cash working capital balances related to operations		
Amounts receivable <i>[note 4]</i>	38,014	1,246,092
Tax credit receivable <i>[note 6]</i>	-	3,445,434
Prepaid expenses	40,474	2,254
Accounts payable and accrued liabilities	(1,160,628)	(1,979,617)
<b>Cash provided by (used in) operating activities</b>	<b>(2,641,393)</b>	481,199
<b>INVESTMENT ACTIVITIES</b>		
Purchase of equipment, net <i>[note 5]</i>	(10,596)	-
<b>Cash used in investment activities</b>	<b>(10,596)</b>	-
<b>FINANCING ACTIVITIES</b>		
Repayment of credit facility <i>[note 7] and [note 11]</i>	(250,706)	-
<b>Cash used in financing activities</b>	<b>(250,706)</b>	-
<b>Net increase (decrease) in cash and cash equivalents during the period</b>	<b>(2,902,695)</b>	481,199
Cash and cash equivalents, beginning of period	4,140,652	397,644
<b>Cash and cash equivalents, end of the period</b>	<b>1,237,957</b>	878,843

*See accompanying notes to the condensed consolidated interim financial statements*

## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

(Stated in Canadian Dollars)  
(Unaudited)

Issued and outstanding:	Share capital		Reserves			
	Number of shares	Share capital	Equity-settled employee benefits	Share purchase warrants	Deficit	Total equity
<b>Balance as at December 31, 2022</b>	87,339,097	56,705,608	2,683,106	475,371	(51,052,105)	8,811,980
Share-based payments	-	-	145,793	-	-	145,793
Loss and comprehensive loss for the period	-	-	-	-	(2,174,923)	(2,174,923)
<b>Balance, March 31, 2023</b>	87,339,097	56,705,608	2,828,899	475,371	(53,227,028)	6,782,850
Shares issued in private placement <i>[note 9]</i>	5,760,000	1,152,000	-	-	-	1,152,000
Shares issued in flow-through private placement <i>[note 9]</i>	1,900,002	456,000	-	-	-	456,000
Shares issued in charity flow-through private placement <i>[note 9]</i>	2,875,000	1,193,125	-	-	-	1,193,125
Shares issued in Rights Offering <i>[note 9]</i>	33,000,000	3,960,000	-	-	-	3,960,000
Share issue costs <i>[note 9]</i>	-	(310,375)	-	7,228	-	(303,147)
Share-based payments <i>[note 9]</i>	-	-	405,624	-	-	405,624
Flow-through share premium <i>[note 9]</i>	-	(694,125)	-	-	-	(694,125)
Loss and comprehensive loss for the period	-	-	-	-	(3,646,212)	(3,646,212)
<b>Balance, December 31, 2023</b>	<b>130,874,099</b>	<b>62,462,233</b>	<b>3,234,523</b>	<b>482,599</b>	<b>(56,873,240)</b>	<b>9,306,115</b>
Shares issued for mineral property <i>[note 9]</i>	3,333,333	400,000	-	-	-	400,000
Share issue costs <i>[note 9]</i>	-	(3,276)	-	-	-	(3,276)
Share-based payments <i>[note 9]</i>	-	-	81,128	-	-	81,128
Loss and comprehensive loss for the period	-	-	-	-	(1,787,971)	(1,787,971)
<b>Balance, March 31, 2024</b>	<b>134,207,432</b>	<b>62,858,957</b>	<b>3,315,651</b>	<b>482,599</b>	<b>(58,661,211)</b>	<b>7,995,996</b>

See accompanying notes to the condensed consolidated interim financial statements



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

(Stated in Canadian Dollars)  
(Unaudited)

For the three months ended March 31, 2024 and 2023

### 1. NATURE OF BUSINESS AND GOING CONCERN

Doré Copper Mining Corp. (the "Corporation" or "Doré") was incorporated under the laws of Canada on April 11, 2017, and through its 100% owned subsidiary, CBay Minerals Inc. ("CBay"), owns an interest in mineral properties located in Chibougamau, Québec, for the purposes of exploration and evaluation. The Corporation's office is located at 130 King St. W., Suite 1900, Toronto, Ontario, M5X 1E3. The Corporation's common shares are listed on the Toronto Stock Venture Exchange ("TSX-V"), trading under the symbol "DCMC".

The Corporation, being in the exploration stage, is subject to risks and challenges similar to companies in a comparable stage of development. These risks include the challenges of securing adequate capital for exploration, development and operational risks inherent in the mining industry, and global economic and metal price volatility, and there is no assurance management will be successful in its endeavours. At March 31, 2024, the Corporation has no source of operating cash flows. The Corporation incurred a net loss of \$1,787,971 for the three months ended March 31, 2024 (2023 - \$2,174,923) and has accumulated a deficit of \$58,661,211 since the inception of the Corporation. As at March 31, 2024, the Corporation had current assets in excess of current liabilities of \$875,775 (December 31, 2023 - \$2,175,643) and the Corporation's ability to continue is dependent upon its ability to raise additional capital to continue the development of its mineral properties. These events and conditions indicate there are material uncertainties that may cast significant doubt on the Corporation's ability to continue as a going concern.

The Corporation's continuance as a going concern is dependent upon its ability to obtain adequate financing or to reach profitable levels of operation. During the year ended December 31, 2023, the Corporation did not complete any financing activities (raised gross proceeds of \$6,761,125 during the year ended December 31, 2023 through private placements of shares and warrants and the granting of direct interests in its mineral properties). It is not possible to predict whether financing efforts will be successful or if the Corporation will attain a profitable level of operation. These consolidated financial statements do not include any adjustments to the carrying values of assets and liabilities and the reported expenses and statement of loss and comprehensive loss classification that would be necessary should the Corporation be unable to continue as a going concern. These adjustments could be material.

### 2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

#### Basis of Presentation

These unaudited condensed consolidated interim financial statements for the three months ended March 31, 2024 have been prepared in accordance with IAS 34 *Interim Financial Reporting*. The condensed consolidated interim financial statements do not include all of the information and disclosures required in the annual financial statements, and should be read in conjunction with the Corporation's annual financial statements as at December 31, 2023.

The unaudited condensed consolidated interim financial statements of the Corporation for the period ended March 31, 2024 were approved and authorized by the Board of Directors on May 30, 2024.

The accounting policies applied in the preparation of these unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in the Corporation's audited consolidated financial statements for the year ended December 31, 2023 and as discussed below.

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Corporation's assets and liabilities are accounted for prospectively. The critical



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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judgments and estimates applied in the preparation of the Corporation's unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in Note 2 of the Company's audited consolidated financial statements for the year ended December 31, 2023 and as discussed below.

### **Basis of consolidation**

The Corporation's condensed consolidated interim financial statements consolidate those of its 100% owned subsidiary, CBay Minerals Inc. All transactions and balances between the Corporation and its subsidiary are eliminated on consolidation, including unrealized gains and losses on transactions between the companies.

### **Significant accounting judgements, estimates and assumptions**

In the application of the Corporation's accounting policies, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The preparation of these condensed consolidated interim financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed consolidated interim financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The condensed consolidated interim financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed consolidated interim financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods. Significant judgements, estimates and assumptions include:

- valuation of the refundable mining duties credit and the refundable tax credit for resources. The calculation of the Corporation's mining duties credit and tax credit for resources necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until a notice of assessment and payment has been received from the relevant taxation authority. Uncertainties exist with respect to the interpretation of tax regulations, including the mining duties credit and the tax credit for resources for which certain expenditures could be disallowed by the taxation authorities in the calculation of credits, and the amount and timing of their collection. Differences arising between the actual results following the final resolution of some of these items and the assumptions made, or future changes to such assumptions, could necessitate adjustments to the mining duties credit and tax credit for resources and the exploration and evaluation expenses in future periods; and
- the provision for income taxes that is included in the consolidated statements of loss and comprehensive loss and composition of deferred income tax assets and liabilities included in the consolidated statements of financial position which have not yet been confirmed by the taxation authorities.

### **3. RECENT ACCOUNTING PRONOUNCEMENTS AND FUTURE CHANGES IN ACCOUNTING POLICIES**

#### **Amended IFRS Accounting Standards effective January 1, 2023:**

The IASB amended IAS 1 to require entities to disclose their material, rather than significant accounting policies. The amendments define material accounting policy information and explain how to identify when accounting policy information is material. Further, the amendment to IAS 1 clarifies that immaterial accounting policy information need not be disclosed. If it is disclosed, it should not obscure material accounting policy information. To support this amendment, the IASB also amended IFRS Practice Statement 2, *Making Materiality Judgements* to provide guidance on how to apply the concept of materiality to accounting policy





## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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disclosures. These amendments are effective for annual periods beginning on or after 1 January 2023. The accounting policy information disclosed in Note 2 and Note 3 reflects the Corporation's material accounting policies.

### Amended IFRS Accounting Standards not yet effective:

In January 2020, the IASB issued amendments to IAS 1 to clarify that liabilities are classified as either current or non-current, depending on the existence of the substantive right at the end of the reporting period for an entity to defer settlement of the liability for at least 12 months after the reporting period. The amendments are effective January 1, 2024 with early adoption permitted. The amendments are required to be adopted retrospectively. The Corporation does not anticipate any significant impact from these amendments on the financial statements as a result of initial application.

### 4. AMOUNTS RECEIVABLE

	<b>March 31, 2024</b>	December 31, 2023
	\$	\$
Recoverable taxes (i)	<b>123,708</b>	159,001
Other receivables (ii)	-	2,723
<b>Balance, March 31, 2024</b>	<b>123,708</b>	<b>161,724</b>

(i) Recoverable taxes include Canadian Harmonized Sales Tax receivable and the Québec Sales Tax receivable.

(ii) Other Receivables in the previous year included \$2,723 related to exploration work performed on the portion of the Gwillim property that is part of the agreement with Argonaut Gold Inc. ("Argonaut") whereby the Corporation is reimbursed for 50% of the drilling costs, plus a 10% management fee.

### 5. BUILDING AND EQUIPMENT

#### Cost

	Field equipment (\$)	Building improvements (\$)	Total (\$)
<b>Balance, December 31, 2023</b>	121,500	1,245,771	1,367,271
Assets acquired	10,596	-	10,596
<b>Balance, March 31, 2024</b>	<b>132,096</b>	<b>1,245,771</b>	<b>1,377,867</b>

#### Accumulated depreciation

<b>Balance, December 31, 2023</b>	42,850	124,578	167,428
Depreciation for the year	5,275	15,572	20,847
<b>Balance, March 31, 2024</b>	<b>48,125</b>	<b>140,150</b>	<b>188,275</b>

#### Carrying amounts

<b>December 31, 2023</b>	1,283,232
<b>March 31, 2024</b>	<b>1,189,592</b>



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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### 6. MINERAL PROPERTIES

#### Acquisition costs

	Cedar Bay \$	Corner Bay \$	Other properties \$	March 31, 2024 \$	December 31, 2023 \$
CBay acquisition costs	2,075,500	3,592,529	262,600	5,930,629	5,930,629

#### Mineral property acquisitions and agreements

##### Chibougamau, Québec

##### *Interest in Corner Bay / Cedar Bay and other properties through acquisition of CBay*

The main assets include the Corner Bay deposit, the Cedar Bay past producing mine. Included in Other Properties are the Copper Rand past producing mine, the Devlin deposit, the Copper Rand mill and tailings management facility. Other deposits and various exploration targets are located on the Copper Rand property.

##### *Cornerback property (included in "other properties")*

The Corporation completed the acquisition on May 6, 2021 and retains a 100% undivided interest in the Cornerback property, located in Québec.

##### *Option agreement to acquire Joe Mann property*

On January 2, 2020, the Corporation entered into an option agreement to acquire a 100% interest in the former Joe Mann gold mine ("Joe Mann") located in Québec. The Corporation entered into an option agreement with the owners of Joe Mann, Ressources Jessie Inc. ("Ressources Jessie") and Legault Metals Inc. ("Legault"), to acquire a 100% interest in Joe Mann on the following terms:

- A cash payment of \$1,000,000 to Ressources Jessie and 400,000 common shares of Doré ("Doré Shares") were issued to Legault at a deemed price of \$1.25 per share on January 2, 2020 (the "Joe Mann Effective Date") (paid in 2020).
- A cash payment of \$250,000 to Ressources Jessie and \$500,000 in Doré Shares to be issued to Legault on the first anniversary of the Joe Mann Effective Date (paid in 2021).
- A cash payment of \$1,000,000 to Ressources Jessie upon completion of 5,000 meters of drilling at Joe Mann or on the earlier of the second anniversary of the Joe Mann Effective Date or 18 months from the commencement of drilling (paid in 2021).
- A cash payment of \$500,000 to Ressources Jessie and \$500,000 in Doré Shares to be issued to Legault on the second anniversary of the Joe Mann Effective Date (cash paid and shares issued in 2022).
- A cash payment of \$1,500,000 to Ressources Jessie and \$1,000,000 in Doré Shares to be issued to Legault on the third anniversary of the Joe Mann Effective Date (see below regarding amendment and final payment).
- Spending \$2,500,000 in qualifying exploration expenditures before the third anniversary of the Joe Mann Effective Date (amended as below);
- A cash payment of \$1,000,000 to Ressources Jessie and \$1,500,000 in Doré Shares to be issued to Legault upon the commencement of commercial production at Joe Mann (amended as below).
- A 2% net smelter return royalty will be granted to Ressources Jessie and the Corporation will hold the option to buy back 1% for \$2,000,000 and buy back a further 0.5% for \$4,000,000.



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On November 1, 2022 the Corporation entered into an amending agreement (the "Amending Agreement") with Ressources Jessie Inc. (the "Optionor") in respect of Joe Mann. Pursuant to the terms of the Amending Agreement, the Corporation has agreed to accelerate the final scheduled cash and share payments under the Option Agreement. The Corporation made the final scheduled cash payment of \$1,500,000 to Ressources Jessie in 2023 (thus fulfilling the scheduled cash payment obligations), and issued 3,333,333 common shares in the capital of the Corporation ("Common Shares") to Legault Metals Inc. ("Legault") at a deemed price of \$0.30 per Common Share for an aggregate value of \$1,000,000 upon acceptance of the TSX Venture Exchange (thus fulfilling all scheduled share payment obligations). The deadline for the Corporation to incur the remaining exploration expenditures on Joe Mann was also extended to February 28, 2023 (expenditure obligation fulfilled 2023).

Following the fulfillment of the scheduled cash and share payment obligations, Ressources Jessie commenced the transfer of Joe Mann to the Corporation. Upon exercise of the option, the Corporation granted to Ressources Jessie a 2% net smelter return ("NSR") royalty on the mine production from Joe Mann. The Corporation is entitled to buy back 1% NSR in consideration for a payment to Ressources Jessie of \$2,000,000 and to buy back an additional 0.5% NSR in consideration for a payment to Ressources Jessie of \$4,000,000.

Pursuant to the original terms of the Option Agreement, upon the commencement of commercial production at Joe Mann, Doré will make an additional \$1,000,000 cash payment to Ressources Jessie and issue \$1,500,000 in Common Shares to Legault.

### Joe Mann SOQUEM JV Property

On January 22, 2024, the Corporation announced that it had exercised its right to acquire a 65% interest in certain claims subject to a joint venture with SOQUEM (the "Joe Mann SOQUEM JV Property"), which surround and are adjacent to the Corporation's 100% owned Joe Mann Property, pursuant to the Option Agreement dated January 2, 2020, as amended October 28, 2022, between the Corporation and Ressources Jessie. SOQUEM holds the remaining 35% interest in the Joe Mann SOQUEM JV Property.

In accordance with the terms of the Option Agreement, Ressources Jessie has transferred its 65% interest in the SOQUEM JV Property to the Corporation for \$300,000 in cash and 3,333,333 common shares of the Corporation at a deemed price of \$0.12 per common share, representing \$400,000 in common shares.

### **7. CREDIT FACILITY**

In 2023, the Corporation received a short-term working capital loan from Ocean Partners U.K. Ltd. (see note 11) in the amount of \$244,635. The facility was a bridge loan to cover working capital needs prior to the closing of the Rights Offering (see note 9), and bore an interest rate of 15% per annum with no collateral. The balance of \$250,706 was repaid in full on January 8, 2024.

### **8. CONTINGENT PROMISSORY NOTES**

In 2019, the Corporation issued promissory notes to Ocean Partners Investments Limited, a related party, in the aggregate amount of \$7,500,000, plus accrued interest. These promissory notes are considered a financial liability under IFRS 9 and are initially measured at fair value with subsequent measurement at amortized cost. The obligations of the Corporation under the promissory notes are guaranteed by CBay, with such guarantee secured against the property and assets of CBay. Each of the promissory notes bears interest at a rate of 6% per annum, with \$1,000,000 maturing on the commencement of commercial production, \$2,000,000 maturing on the first anniversary of the commencement of commercial production, \$2,000,000 maturing on the second anniversary of the commencement of commercial production, and \$2,500,000 maturing on the third anniversary of the commencement of commercial production. The settlement of the obligation, both principal and interest, is contingent upon the timing of commencement of commercial production. Given the lack of certainty at this time as to whether the Corporation will reach the operational and economic milestones needed to achieve



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commercial production, and the estimated timeline to do so, the notes currently have nominal or no fair value. The accrued interest as at March 31, 2024 would be valued at \$2,215,625 (December 31, 2023 - \$2,095,000). The Corporation reassesses the amount, timing and probability of future cash flows at each reporting period to determine any required adjustments to the amortized cost balance of \$Nil. As at March 31, 2024, no adjustment has been made.

### 9. SHARE CAPITAL

#### i. Authorized

The Corporation is authorized to issue an unlimited number of common shares.

#### ii. Details of share issuances

		# of shares	Share price (\$)
<b>Issued and outstanding:</b>			
<b>Balance, December 31, 2022 and March 31, 2023</b>		<b>87,339,097</b>	
Shares issued in flow-through private placement	(a)	2,875,000	0.42
Shares issued in flow-through private placement	(a)	1,900,002	0.24
Shares issued in private placement	(a)	5,760,000	0.20
Shares issued in rights offering	(b)	33,000,000	0.12
<b>Balance, December 31 2023</b>		<b>130,874,099</b>	
Shares issued for mineral property	(c)	3,333,333	0.12
<b>Balance, March 31, 2024</b>		<b>134,207,432</b>	

(a) On June 6, 2023, the Corporation closed a non-brokered private placement of: (i) 5,760,000 common shares in the capital of the Corporation (the "Offered Common Shares") at a price of \$0.20 per Common Share for gross proceeds of \$1,152,000; (ii) 1,900,002 common shares in the capital of the Corporation that qualify as "flow-through shares" within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) and section 359.1 of the *Taxation Act* (Québec) (the "Traditional Flow-Through Shares") at a price of \$0.24 per Traditional Flow-Through Share for gross proceeds of \$456,000; and (iii) 2,875,000 common shares in the capital of the Corporation that qualify as "flow-through shares" within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) and section 359.1 of the *Taxation Act* (Québec) (the "Charitable Flow-Through Shares" and together with the Traditional Flow-Through Shares, the "Flow-Through Shares") at a price of \$0.415 per Charitable Flow-Through Share for gross proceeds of \$1,193,125, for aggregate gross proceeds to the Corporation of \$2,801,125 (collectively, the "June 2023 Offering"). The Corporation paid an aggregate of \$21,000 in cash finder's fees to the Finders, representing 6% of the gross proceeds of the Offered Common Shares and Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, and issued an aggregate of 91,500 non-transferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Offered Common Shares and Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of \$0.20 per Finder's Warrant Share until June 5, 2025. In addition, the Corporation also paid fees in the amount of approximately \$20,000 (plus applicable taxes) in respect of one subscription under the June 2023 Offering, and legal and other expense of \$126,147 (plus applicable taxes).

(b) On December 29, 2023, the Corporation completed a rights offering (the "Rights Offering") to the holders of common shares in the capital of the Corporation ("Common Shares"), whereby the Corporation issued 33,000,000 Common Shares at a subscription price of \$0.12 per Common Share for aggregate gross proceeds of \$3,960,000. The Corporation paid approximately \$136,000 in legal and other expense related



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to the Rights Offering. As at December 31, 2023, there was \$1,085,804 held in trust with the transfer agent and the funds were released to the Corporation in January 2024.

- (c) On January 12, 2024 the Corporation fulfilled its obligations to acquire a 65% interest in certain claims subject to a joint venture with SOQUEM (the "Joe Mann SOQUEM JV Property"), which surround and are adjacent to the Corporation's 100% owned Joe Mann Property, pursuant to the Option Agreement dated January 2, 2020, as amended October 28, 2022, between the Corporation and Ressources Jessie. SOQUEM holds the remaining 35% interest in the SOQUEM JV Property.

In accordance with the terms of the Option Agreement, Ressources Jessie has transferred its 65% interest in the Joe Mann SOQUEM JV Property, to the Corporation for \$300,000 in cash and 3,333,333 common shares of the Corporation at a deemed price of \$0.12 per common share, representing \$400,000 in common shares. With this acquisition, the Corporation has a controlling interest in a contiguous group of claims totaling 6,209 ha surrounding the former high-grade Joe Mann gold mine.

### iii. Warrants

The following table reflects the continuity of warrants as at March 31, 2024:

		# of share warrants	Weighted average exercise price	Fair value
<b>Issued and outstanding:</b>				
<b>Balance, January 1, 2023</b>	(b)	45,660	0.68	16,529
Expiry of broker warrants		(45,660)		(16,529)
Broker warrants issued pursuant to June 2023 private placement	(a)	<b>91,500</b>	<b>0.20</b>	<b>7,228</b>
<b>Balance, December 31, 2023 and March 31, 2024</b>	(b)	<b>91,500</b>	-	<b>7,228</b>

- (a) As additional consideration for services in connection with the closing of the June 2023 Offering, the Corporation issued an aggregate of 91,500 non-transferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Offered Common Shares and Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of \$0.20 per Finder's Warrant Share until June 5, 2025.

- (b) Included in share purchase warrants is \$475,371 (2022 - \$458,842) of expired broker warrants. For purposes of the broker warrants issued, the fair value of each warrant was estimated on the date of grant using the Black-Scholes option pricing model, with the following assumptions:

	2024	2023
Risk-free interest rate	n/a	4.2027%
Annualized volatility	n/a	67.31%
Expected dividend	n/a	NIL
Expected option life	n/a	2 years

### iv. Options

The Corporation has a share incentive plan (the "Plan") which is restricted to directors, officers, key employees and consultants of the Corporation. The number of common shares subject to options granted under the Plan (and under all other management options and employee stock purchase plans) is limited to 10% in the aggregate and 5% with respect to any one optionee of the number of issued and outstanding common shares of the Corporation at the date of the grant of the option. Options issued under the Plan may be exercised during a period determined by the Board of Directors which cannot exceed ten years.



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The continuity of stock options issued and outstanding are as follow:

	Options outstanding	Weighted average exercise price
<b>Issued and outstanding:</b>		
Balance, January 1, 2023	4,872,000	0.69
Granted	275,000	0.29
Forfeited	(1,113,500)	0.59
Outstanding at March 31, 2023	4,034,000	0.67
Granted	1,125,000	0.22
Forfeited	(1,289,500)	0.62
Outstanding at December 31, 2023	4,709,000	0.60
<b>Outstanding at March 31, 2024</b>	<b>4,709,000</b>	<b>0.60</b>

During the three months ended March 31, 2024, there were no options exercised (2023 - \$nil).

At March 31, 2024 the following options were outstanding and outstanding and exercisable:

Weighted average exercise price	Outstanding		Outstanding and Exercisable	
	Options #	Weighted average remaining life (years)	Options #	Weighted average remaining life (years)
\$0.20 - \$0.50	2,100,000	3.46	1,033,333	3.46
\$0.51 - \$0.81	1,529,500	2.08	952,833	2.08
\$0.96 - \$1.10	1,079,500	1.96	1,079,500	1.96
	<b>4,709,000</b>	<b>3.08</b>	<b>3,065,666</b>	<b>2.50</b>

Total vested options at March 31, 2024 were 3,065,666 with a weighted average exercise price of \$0.64 (2,545,833 at December 31, 2023 with a weighted average exercise price of \$0.64). The options generally vest equally over three years from the date of grant.

The Corporation applies the fair value method of accounting for all stock based compensation awards.

For purposes of the options granted, the fair value of each option was estimated on the date of grant using the Black-Scholes option pricing model, with the following assumptions:

	March 31, 2024	December 31, 2023
Risk-free interest rate	n/a	2.7263% - 3.674%
Annualized volatility**	n/a	81.70% - 84.88%
Expected dividend	n/a	NIL
Expected option life	n/a	3-5 years
Expected forfeiture rate	n/a	6.59%

\*\* Volatility based on similar publicly traded companies.

### v. Restricted Share Unit Plan and Deferred Share Unit Plan

The Corporation's equity incentive plan authorizes the grant of Restricted Share Units ("RSU's") under the plan to directors, officers and employees or Deferred Share Units ("DSU's") under the plan to directors alone. A vested RSU represents the right to receive one common share of the Corporation. A vested DSU represents the right to receive one common share of the Corporation upon the date the participant director ceases to be a director of the Corporation. It is the Corporation's intention that all RSU's and DSU's shall be settled through the issuance of common shares from treasury by the Corporation, and as such, the value of



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outstanding RSU's and DSU's is included in share-based payment reserve within equity.

During the three months ended March 31, 2024 there were no DSU's granted (Year ended December 31, 2023 - 150,000 vesting equally over a three-year period beginning May 12, 2024). At March 31, 2024 the Corporation has a total 300,000 DSU's outstanding, of which 50,000 have vested. The Corporation estimated a forfeiture rate of nil% for DSUs issued during the period.

### vi. Share-based payments

	Three months ended March 31,	
	2024	2023
Stock option valuation	\$ 76,945	\$ 145,793
DSU valuation	4,184	-
	\$ 81,129	\$ 145,793

### 10. LOSS PER SHARE

The basic loss per share is computed by dividing the loss for the period by the weighted average number of common shares outstanding during the year. Diluted loss per share is the same as basic loss per share as the effect of common share purchase options, warrants, RSU's and DSU's would be anti-dilutive.

	2024	2023
Numerator:		
Net loss	\$ (1,787,971)	\$ (5,821,135)
Denominator:		
Weighted average number of common shares	133,767,872	93,523,427
<b>Weighted average loss per share</b>	<b>\$ (0.01)</b>	<b>\$ (0.06)</b>



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### 11. RELATED PARTIES

The Corporation's related parties include management personnel, directors and entities over which they have control or significant influence as described below.

*Nature of transactions*

Halstone Corporate Services	Accounting, IT and management services
EDM Mining and Metals Advisory	Exploration consulting and management services
Ocean Partners Investments Limited	Credit facility

Unless otherwise stated, none of the transactions incorporate special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash; however, in certain circumstances the Corporation may issue some form of equity.

The following are the related party transactions recorded at the exchange amount as agreed to by the parties for the three months ended March 31, 2024 and 2023, respectively:

- (a) Included in office expenses are amounts totaling \$31,500 (2023 - \$39,090) for accounting, IT and management services provided by Halstone Corporate Services, a company related to the Corporation through Gavin Nelson, CFO of Doré, and an officer of Halstone.
- (b) Included in consulting expenses are amounts totaling \$50,001 (2023 - \$50,001) for exploration consulting and management services paid to EDM Mining & Metals Advisory, a company related to the Corporation through Ernest Mast, President and CEO of the Corporation, as well as EDM.
- (c) As part of the CBay asset acquisition (see note 8), the Corporation issued promissory notes to Ocean Partners Investment Limited, a company related to the Corporation through Brent Omland, Director of Doré, and an officer of Ocean Partners Ltd. At March 31, 2024, the fair value of the promissory notes has been determined to be \$Nil (2023 - \$Nil).
- (d) During the year ended December 31, 2023, the Corporation received a short-term credit facility (see note 7), from Ocean Partners U.K. Limited, a company related to the Corporation through Brent Omland, Director of Doré, and an officer of Ocean Partners U.K. Ltd. The balance the fair value of the facility has been determined to be \$250,706 was repaid in full on January 8, 2024.

Key management personnel remuneration includes the following amounts:

	2024	2023
	\$	\$
Salary and wages	111,500	79,500
Share-based payments	51,681	70,944
	163,181	150,444





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### 12. COMMITMENTS

#### Flow-through renunciation

On October 27, 2022, the Corporation completed a flow-through financing to raise \$3,450,069. The Corporation renounced 100% of the flow-through raised in 2022 to investors as at December 31, 2022. The Corporation had until February 1, 2023 to incur expenditures before monthly interest charges began to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the \$3,450,069 in flow-through financing raised in the October 27, 2022 financing, the Corporation has incurred \$3,450,069 in exploration expenses, and thus has fulfilled its obligation in relation to these renounced expenditures.

On June 6, 2023, the Corporation completed flow-through financing's to raise \$1,649,125. The Corporation renounced 100% of the flow-through raised in 2023 to investors as at December 31, 2023. The Corporation had until February 1, 2024 to incur expenditures before monthly interest charges began to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the \$1,649,125 in flow-through financing raised in the June 6, 2023 financing's, the Corporation has incurred \$972,304 in exploration expenses, and thus must incur expenses of \$676,821 by December 31, 2024, to fulfil its obligation in relation to these renounced expenditures.

### 13. FINANCIAL INSTRUMENTS AND RELATED RISKS

The Corporation's operations include the acquisition and exploration of mineral properties in Canada. The Corporation examines the various financial risks to which it is exposed and assesses the impact and likelihood of occurrence. These risks may include credit risk, liquidity risk, currency risk, interest rate risk and other risks. Where material, these risks are reviewed and monitored by the Board of Directors.

#### [a] Credit risk

Counterparty credit risk is the risk that the financial benefits of contracts with a specific counterparty will be lost if a counterparty defaults on its obligations under the contract. This includes any cash amounts owed to the Corporation by those counterparties, less any amounts owed to the counterparty by the Corporation where a legal right of off-set exists and also includes the fair values of contracts with individual counterparties that are recorded in the consolidated financial statements.

##### i) Trade credit risk

The Corporation is in the exploration stage and has not yet commenced commercial production or sales. Therefore, the Corporation is not exposed to significant credit risk and overall the Corporation's credit risk has not changed significantly from the prior year.

##### ii) Cash and cash equivalents

In order to manage credit and liquidity risk, the Corporation invests only in highly rated investment-grade instruments that have maturities of three months or less and are cashable at any time. Limits are also established based on the type of investment, the counterparty and the credit rate.

##### iii) Derivative financial instruments

As at March 31, 2024, the Corporation has no derivative financial instruments. It may in the future enter into derivative financial instruments in order to manage credit risk. It will only enter into derivative financial instruments with highly rated investment grade counterparties.

#### [b] Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through the management of its capital structure.

Accounts payable and accrued liabilities are due within the current operating period.



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### [c] Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Corporation will realize a significant loss as a result of a decline in the fair market value is limited as the Corporation holds all of its funds in cash and guaranteed investment certificates.

The Corporation does not invest in derivatives to mitigate these risks.

IFRS 13 establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in 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 (unobservable inputs).

### 14. MANAGEMENT OF CAPITAL RISK

The Corporation manages its share capital and equity settled benefits as capital, the balance of which is \$66,174,610 at March 31, 2024 (December 31, 2023 - \$65,696,756). The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure that optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares and, acquire or dispose of assets or acquire new debt.

### 15. SUBSEQUENT EVENTS

#### *Grant of options and DSU's*

On April 19, 2024 the Company granted 4,215,000 stock options to management, consultants and advisors. The stock options have an exercise price of \$0.10 per share and a term of five years. The Company also granted an aggregate total of 400,000 deferred share units ("DSU's") to the independent directors of the Company. The DSUs are payable in common shares of the Company upon the holder ceasing to be a director of the Company. Both issuances were granted in accordance with the Company's omnibus share incentive plan.