



CERRO DE PASCO RESOURCES INC.

Condensed Interim Consolidated Financial Statements
(Unaudited and unreviewed by the Company's Independent Auditors)

Three-month and nine-month periods ended
December 31, 2024 and 2023

NOTICE TO READER

The accompanying unaudited condensed consolidated interim financial statements of Cerro de Pasco Resources Inc., (the "Company") for the three-month and nine-month periods ended December 31, 2024 and 2023 have been prepared by and are the responsibility of the Company's management. In accordance with National Instrument 51 - 102 - *Continuous Disclosure Obligations*, the Company discloses that its independent auditor has not performed a review of these condensed consolidated interim financial statements.

CERRO DE PASCO RESOURCES INC.
Condensed Interim Consolidated Statements of Financial Position
As of December 31, 2024 and March 31, 2024
(Expressed in US Dollars unless otherwise noted)

	Note	December 31, 2024 \$	March 31, 2024 \$
Assets			
Current assets:			
Cash	7	10,782,461	136,721
Cash and cash equivalents - restricted	7	-	6,479,134
Accounts receivable		-	778,321
Other financial assets		45,451	50,852
Other receivables	9	498,586	1,030,522
Income and mining taxes receivable		-	304,956
Inventories	8	-	1,866,670
Prepaid expenses		59,086	306,410
Total current assets		11,385,584	10,953,586
Non-current assets:			
Property, plant, & equipment	10	14,804	10,554,664
Right-of-use assets	11	60,678	-
Mining properties, exploration, and evaluation assets	12	3,543,072	9,546,461
Other receivables, net of current portion		-	6,355,303
Total non-current assets		3,618,554	26,456,428
Total assets		15,004,138	37,410,014
Liabilities and Equity			
Current liabilities:			
Trade accounts payable and other liabilities	13	2,000,218	53,839,715
Promissory note	16	-	458,159
Lease liabilities		11,810	-
Balance of purchase payable	14	1,584,847	1,680,726
Current portion of contingent consideration payable	14	2,500,000	2,500,000
Current portion of provisioning for rehabilitation and mine closure	15	-	349,559
Current portion of loans	17	885,690	3,568,959
Convertible debenture	18	-	1,208,623
Provision for taxes payable		-	279,058
Commitment to issue shares		-	2,064,227
Total current liabilities		6,982,563	65,949,026
Non-current liabilities:			
Lease liabilities, net of current		50,075	-
Loans	17	2,222,866	28,749
Provisioning for rehabilitation and mine closure	15	-	12,190,027
Deferred income tax		-	53,362
Total non-current liabilities		2,272,941	12,272,138
Total liabilities		9,255,504	78,221,164
(Deficiency) Equity:			
Share capital	19	41,280,550	27,020,881
Share subscription receivable		-	(349,894)
Warrants	19	5,968,609	1,718,039
Share options	20	826,688	691,624
Contributed surplus		2,228,231	2,310,974
Deficit		(45,231,562)	(72,954,894)
Accumulated other comprehensive income		676,118	752,120

CERRO DE PASCO RESOURCES INC.
Condensed Interim Consolidated Statements of Financial Position
As of December 31, 2024 and March 31, 2024
(Expressed in US Dollars unless otherwise noted)

Total shareholders' deficiency	5,748,634	(40,811,150)
Total liabilities and shareholders' equity (deficiency)	15,004,138	37,410,014

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

Going concern, see Note 2.

Contingency, see Note 21.

These financial statements were approved and authorized for issue by the Board of directors on February 14, 2025.

On behalf of the board, Steven Zadka /s/, CEO, Director

Guy Goulet /s/, Executive chairman

CERRO DE PASCO RESOURCES INC.
Condensed Interim Consolidated Statements of Comprehensive Income (Loss)

Three-month and nine-month periods ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

	Notes	Three-month period ended, December 31,		Nine-month period ended December 31,	
		2024	2023	2024	2023
Expenses:					
General and administrative expenses		1,052,111	625,172	3,262,961	2,587,871
Operating income (loss) before other revenues (expenses) and income tax		(1,052,111)	(625,172)	(3,262,961)	(2,587,871)
Other revenues (expenses):					
Finance expenses, net		(316,100)	(102,641)	(654,887)	(373,930)
Change in fair value of other financial assets		(17,825)	90	(1,817)	(18,629)
Loss on extinguishment of note		65	-	(3,626)	-
Change in fair value of contingent consideration		-	19	-	56
Exchange gain (loss)		246,966	(14,171)	225,546	126,199
Gain on modification of note	17	-	-	6,279,835	-
Gain on modification of convertible debt	18	(1,734)	-	95,582	-
Gain on sale of subsidiaries	6	-	-	30,562,850	246,876
		(88,628)	(116,703)	36,503,483	(19,248)
Income (loss) before income taxes		(1,140,739)	(741,875)	33,240,522	(2,607,299)
Income and mining taxes		95,268	-	95,268	-
Net income (loss) from continuing operations		(1,045,471)	(741,875)	33,335,790	(2,607,299)
Other comprehensive income (loss) from continuing operations					
Currency translation adjustment		(95,390)	(70,462)	(103,754)	(68,097)
Other comprehensive income (loss) net of tax		(95,390)	(70,462)	(103,754)	(68,097)
Net comprehensive income (loss) from continuing operations		(1,137,861)	(812,337)	33,232,036	(2,675,396)
Net income (loss) from discontinued operations		-	(3,303,912)	(5,584,718)	(19,898,454)
Other comprehensive income (loss) from discontinued operations					
Currency translation adjustment		-	-	331	1,496
Net comprehensive income (loss) from discontinued operations		-	(3,303,912)	(5,584,387)	(19,896,958)
Net comprehensive income (loss) – continuing operations and discontinued operations		(1,137,861)	(4,116,249)	27,751,072	(22,572,354)
Net income (loss) attributable to:					
Shareholders of Cerro de Pasco Resources Inc.		(1,045,471)	(4,045,787)	27,751,072	(22,505,415)
Non-controlling interest		-	-	-	(338)
		(1,045,471)	(4,045,787)	27,751,072	(22,505,753)
Other comprehensive income (loss) attributable to:					
Shareholders of Cerro de Pasco Resources Inc.		(92,390)	(70,462)	(103,423)	(66,900)
Non-controlling interest		-	-	-	299
		(92,390)	(70,462)	(103,423)	(66,601)
Net comprehensive income (loss) attributable to:					
Shareholders of Cerro de Pasco Resources Inc.		(1,137,861)	(4,116,249)	27,647,649	(22,572,315)
Non-controlling interest		-	-	-	(39)
		(1,137,861)	(4,116,249)	27,647,649	(22,572,354)
Basic weighted average number of common shares outstanding		455,786,905	335,953,543	455,786,905	326,693,410
Diluted weighted average number of common share outstanding		455,786,905	335,953,543	563,077,645	326,693,410
Basic income (loss) per share – continuing operations		(0.00)	(0.00)	0.07	(0.01)
Diluted income (loss) per share – continuing operations		(0.00)	(0.00)	0.06	(0.01)
Basic and diluted loss per share – discontinued		-	(0.01)	(0.01)	(0.06)

CERRO DE PASCO RESOURCES INC.

Condensed Interim Consolidated Statements of Comprehensive Income (Loss)

Three-month and nine-month periods ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

operations

Basic income (loss) per share	(0.00)	(0.01)	0.06	(0.07)
Diluted income (loss) per share	(0.00)	(0.01)	0.05	(0.07)

CERRO DE PASCO RESOURCES INC.

Condensed Interim Consolidated Statements of Equity (Deficiency)

Nine-month period ended December 31, 2024 and March 31, 2024

(Expressed in US Dollars unless otherwise noted)

	Number of Shares Outstanding	Share Capital	Warrants	Share Options	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income (Loss)	Share Subscription Receivable	Total Attributed to Owners	Non- Controlling Interests	Total Equity (Deficiency)
		\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Balance as at March 31, 2024	347,813,434	27,020,881	1,718,039	691,624	2,310,974	(72,954,894)	752,120	(349,894)	(40,811,150)	-	(40,811,150)
Shares and units issued:											
Private placements	128,980,000	13,426,488	-	-	-	-	-	349,894	13,776,382	-	13,776,382
As payment of consulting fees	100,000	10,521	-	-	-	-	-	-	10,521	-	10,521
Share issuance costs	-	(784,469)	253,945	-	-	-	-	-	(530,524)	-	(530,524)
Warrants exercised	2,612,580	473,528	(54,999)	-	-	-	-	-	418,529	-	418,529
Warrants granted as part of private placements	-	-	3,778,439	-	-	-	-	-	3,778,439	-	3,778,439
Warrants expired	-	-	(137,282)	-	137,282	-	-	-	-	-	-
Warrants issued as penalty interest on convertible debenture	-	-	74,244	-	-	-	-	-	74,244	-	74,244
Extended warrants	-	-	336,223	-	(336,223)	-	-	-	-	-	-
Issuance of shares as conversion of convertible debenture	11,459,989	1,133,601	-	-	-	-	-	-	1,133,601	-	1,133,601
Share options granted	-	-	-	251,262	-	-	-	-	251,262	-	251,262
Share options forfeited	-	-	-	(116,198)	116,198	-	-	-	-	-	-
Reclassification of AOCI to retained earnings upon sale of subsidiary	-	-	-	-	-	(27,740)	27,740	-	-	-	-
Reclassification of current year AOCI to retained earnings upon sale of subsidiary	-	-	-	-	-	-	(319)	-	(319)	-	(319)
Transactions with owners	143,152,569	14,259,669	4,250,570	135,064	(82,743)	(27,740)	27,421	349,894	18,912,135	-	18,912,135
Net and comprehensive loss for the period	-	-	-	-	-	27,751,072	(103,423)	-	27,647,649	-	27,647,650
Balance as of December 31, 2024	490,966,003	41,280,550	5,968,609	826,688	2,228,231	(45,231,562)	676,118	-	5,748,634	-	5,748,634
Balance as at March 31, 2023	313,175,934	24,907,215	1,207,671	1,478,267	1,303,594	(49,389,112)	741,456	(448,512)	(20,199,421)	(46,313)	(20,245,734)
Shares and units issued:											
Private placements	28,787,500	1,326,485	-	-	-	-	-	448,512	1,774,997	-	1,774,997
As payment of consulting fees	720,000	52,582	-	-	-	-	-	-	52,582	-	52,582
Share issuance costs	-	(41,361)	1,196	-	-	-	-	-	(40,165)	-	(40,165)
Warrants granted as part of private placements	-	-	791,032	-	-	-	-	-	791,032	-	791,032
Warrants expired	-	-	(27,294)	-	27,294	-	-	-	-	-	-
Share options granted	-	-	-	183,015	-	-	-	-	183,015	-	183,015
Share options forfeited	-	-	-	(394,881)	394,881	-	-	-	-	-	-
Reclassification of non-controlling interest to retained earnings upon sale	-	-	-	-	-	(46,339)	-	-	(46,339)	46,339	-
Reclassification of AOCI to retained earnings upon sale of subsidiary	-	-	-	-	-	8,428	(8,428)	-	-	-	-
Reclassification of current year AOCI to retained earnings upon sale of subsidiary	-	-	-	-	-	-	(316)	-	(316)	-	(316)
Transactions with owners	29,507,500	1,337,706	764,934	(211,866)	422,175	(37,911)	(8,744)	448,512	2,714,806	46,339	2,761,145
Net and comprehensive loss for the period	-	-	-	-	-	(22,505,730)	(66,600)	-	(22,572,330)	(26)	(22,572,356)
Balance as of December 31, 2023	342,683,434	26,244,921	1,972,605	1,266,401	1,725,769	(71,932,753)	666,112	-	(40,056,945)	-	(40,056,945)

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

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

	Nine-month period ended December 31,	
	2024	2023
	\$	\$
Operating activities:		
Net income (loss)	27,751,075	(22,505,730)
Adjustments for:		
Income taxes	106,395	738,206
Presumed interest on mine closure provision	77,466	-
Provision for contingent taxes	-	(1,436,054)
Consulting fees paid through issuance of shares	54,206	52,582
Share-based compensation	247,096	185,799
Change in fair value of other financial assets	2,614	18,629
Gain on extinguishment of convertible debenture	(95,582)	-
Gain on modification of loan	(6,279,835)	-
Loss on extinguishment of debt	3,626	-
Loss on disposal of property, plant, and equipment	1,821	-
Gain on sale of subsidiary	(30,562,850)	(37,473)
Presumed interest on loan	303,779	-
Presumed interest on convertible debenture	392,034	299,122
Presumed interest on promissory note	41,777	66,431
Interest on lease liabilities	2,014	-
Depreciation of right-of-use assets	4,759	-
Write-off of property, plant and equipment	3,376	-
Depreciation of property, plant, and equipment	519,675	2,224,141
Operating activities before changes in working capital items	(7,426,554)	(20,394,347)
Change in trade receivables	388,385	6,639,977
Change in other receivables	(667,202)	(2,789,860)
Change in other receivables – long-term	377,350	-
Change in inventories	143,701	556,909
Change in prepaid expenses	98,666	1,193,745
Change in income and mining taxes receivable	303,185	-
Change in trade accounts payable and accrued liabilities	3,934,711	10,798,968
Change in restricted cash	(22)	(14,544)
Change in provisioning for rehabilitation and mine closure	-	151,908
Change in working capital items	4,578,774	16,537,103
Cash flows used in operating activities	(2,847,780)	(3,857,244)
Financing activities:		
Proceeds received from shares issued	17,587,502	2,575,531
Repayment of a loan	(70,044)	(410,478)
Repayment of lease liabilities	(5,511)	-
Repayment of convertible debenture	(200,090)	(74,100)
Repayment of promissory notes and interest	(673,030)	(18,525)
Proceeds from a loan	-	3,659,414
Share issuance costs	(531,627)	(41,381)
Cash flows provided by (used in) financing activities	16,107,200	
Investing activities:		
Sale of subsidiary, net of cash disposed of	(19,911)	(17,614)
Sale of property, plant, and equipment	16,318	-
Acquisition of property, plant, and equipment	(484,202)	(2,894,752)

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Acquisition of exploration and evaluation assets	(976,720)	-
Investment in mining concessions and mining development	(1,019,480)	(79,921)
Cash flows used in investing activities	(2,483,995)	(2,992,287)
Net change in cash and cash equivalents	10,775,425	(1,159,070)
Cash and cash equivalents, beginning of period	136,721	1,464,413
Effect of exchange rate fluctuations of cash held in foreign currencies	(129,685)	16,951
Cash and cash equivalents, end of period	10,782,461	322,294
Interest paid	263,058	4,086
Income tax expenses paid	38,014	150,356
<u>Non-cash financing and investing transactions</u>		
Warrants issued as part of private placements	3,778,439	792,228
Share issuance costs attributable to broker warrants granted	22,198	35,896
Revaluation of amended warrants	336,223	-
Forfeiture and termination of warrants	(137,282)	(27,294)
Forfeiture and termination of options	(116,198)	(394,881)
Conversion of convertible debenture into shares	1,133,601	-
Establishment of ROU asset	65,229	-

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

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

1. REPORTING ENTITY AND NATURE OF OPERATIONS:

Cerro de Pasco Resources Inc. and its subsidiaries (hereafter the “Company” or “Cerro de Pasco” or “CDPR”) is a natural resource company engaged in the acquisition, exploration, and development of mineral properties.

Cerro de Pasco Resources Inc. is a company located in Canada. The Company was incorporated on June 6, 2003 under the Business Corporations Act (Alberta).

The Company's head office, which is also the main establishment is located at 205-68 de la Gare Av, Saint-Sauveur, Québec, Canada J0R 1R0 and its website is www.pascoresources.com. The Company is trading on the Canadian Securities Exchange (CSE) under symbol “CPDR”.

The company sold their subsidiary Cerro de Pasco Resources Subsidiaria del Perú S.A.C. (*formerly Trevali Peru S.A.C., “Santander”*) on August 29, 2024 (see Note 6 for details on sale). The Company maintains ownership of their other mine, Cerro de Pasco Resources Sucursal del Peru (“Sucursal del Peru”), which is still in a preoperative stage.

2. GOING CONCERN:

The accompanying condensed interim consolidated financial statements have been prepared on a going concern basis. In assessing whether the going concern assumption is appropriate, management considers all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period.

Management is aware, in making its assessment, of material uncertainties related to events and conditions that may cast a doubt on the Company's ability to continue as a going concern and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These condensed interim consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

For the nine-month period ended December 31, 2024, the Company recorded a net income of \$27,751,072 (net loss of \$22,505,730 for the nine-month period ended December 31, 2023) due mostly to the sale of the Santander mine. The accumulated deficit of \$45,231,562 as of December 31, 2024 (\$72,954,894 as of March 31, 2024) is attributable to all sectors of the Company. As of December 31, 2024, the Company had a working capital surplus of \$4,403,021 (working capital deficit of \$54,995,440 as of March 31, 2024). These circumstances cast significant doubt regarding the Company's ability to continue as a going concern; unless any funding shortfall may be met in the future in a number of ways, including but not limited to, the issuance of new equity instruments and negotiation of current outstanding debt and payables. During the nine-month period ended December 31, 2024, the Company was able to raise additional funds of about \$17.1 million, net of issuance costs, to mitigate cash flow concerns. Furthermore, the Company disputes charges of approximately \$4.2 million, the details of which can be found in Note 13. Subsequent to period-end, the Company was able to raise approximately \$300k due to the exercise of outstanding warrants and options (see Note 21). While management has been successful in raising financing in the past, there is no assurance that it will succeed in obtaining additional financing in the future.

The recovery of the cost of exploration and evaluation assets as well as other tangible and intangible assets, is subject to certain conditions: the discovery of economically recoverable reserves, the continued support from the Company's suppliers and lenders, the ability of the Company to obtain the necessary financing to continue the exploration, evaluation, development, construction and ultimately disposal of these assets.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

3. BASIS OF PREPARATION:

Statement of compliance:

These condensed interim consolidated financial statements have been prepared in accordance with the IFRS Accounting Standards applicable to the preparation of these financial statements. The accounting policies applied in these condensed interim financial statements are based on IFRS issued and in effect as of period end.

Certain information, particularly the accompanying notes, normally included in the audited annual consolidated financial statements prepared in accordance with IFRS has been omitted or condensed. Accordingly, these unaudited condensed interim consolidated financial statements do not include all the information required for full annual financial statements, and, therefore, should be read in conjunction with the audited annual consolidated financial statements of the Company and the notes thereto for the year ended March 31, 2024.

Basis of measurement:

The condensed interim consolidated financial statements have been prepared on the historical cost basis except where IFRS requires recognition at fair value.

Basis of consolidation:

A subsidiary is an entity over which the Company has control. The Company controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and could affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is acquired and de-consolidated from the date that control ceases.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The subsidiary and parent utilize a March 31 year end (Note 4). The Company attributes total comprehensive loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests. All intra-group transactions and balances are eliminated in consolidation.

Subsidiary	Status	Jurisdiction of incorporation	Principal activity	% of ownership
Cerro de Pasco Resources Sucursal del Perú ("Sucursal del Perú")	Active	Peru	Exploration	100%

On July 3, 2023, the Company sold their 80%-stake in the research subsidiary H2-Sphere GmbH ("H2 Sphere"), back to the original owners of the Company (Note 6).

On August 29, 2024, the Company sold their full ownership interest in Cerro de Pasco Resources Subsidiaria del Perú S.A.C ("Santander") (Note 6).

Functional and presentation currency:

The consolidated financial statements are presented in United States dollars ("USD"). The functional currency of Cerro de Pasco Resources Inc. is the Canadian dollar ("CAD"). The functional currency of Sucursal del Perú and Santander is USD. The functional currency of H2-Sphere is the Euro.

Use of estimates and judgments:

Critical judgments in applying the accounting policies of the Company in the preparation of these condensed interim consolidated financial statements and key assumptions related to these estimation uncertainties are the same as the ones listed and described in the annual audited consolidated financial statements of the Company as of March 31, 2024.

New and amended standards:

The following amendments to the accounting standards became effective for annual periods beginning on or after January 1, 2024. The adoption of these reviewed standards by the Company did not have a material impact on its condensed interim financial statements.

IAS 1 – *Presentation of financial statements* was amended to clarify the classification of non-current liabilities with covenants, depending on the rights that exist at the end of the reporting period. Liabilities should be classified as non-current if a company has a substantive right to defer settlement for at least 12 months at the end of the reporting period.

IFRS 16 *Leases* has amended guidance over accounting for lease liability in a sale and lease back transaction.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

4. CHANGES IN FINANCIAL YEAR-END:

Change in financial year-end:

On December 21, 2023, the Board of Directors approved to change the Corporation's financial year-end from December 31 to March 31 to improve alignment between management, mining and exploration activities, and financial reporting. The Company is reporting these financial statements from April 1, 2024 through December 31, 2024, which is the third period of the new fiscal year. As a result, these financial statements are not entirely comparable to the December 31, 2024 financial statements.

5. MATERIAL ACCOUNTING POLICY INFORMATION:

The accounting policies set out below have been applied consistently to all years presented in these condensed interim consolidated financial statements, unless otherwise indicated.

Revenue recognition:

The principal activity from which the Corporation generates its revenue is the sale of zinc and lead-silver concentrates to third parties. Revenue is measured based on the consideration specified in the contract with the customer. Revenue of sales concentrate is recognized at a point of time when the Corporation transfers control of a product to the customer, which generally occurs when the concentrate is transferred to the carrier transporting the product. All generated revenues are classified within discontinued operations for the Santander mine.

Non-controlling interests:

Non-controlling interests ("NCI") represent equity interests owned by outside parties. NCI may be initially measured either at fair value or at the NCI's proportionate share of the recognized amounts of the acquirees identifiable net assets. The choice of measurement is made on a transaction-by-transaction basis. The share of net assets attributable to non-controlling interests is presented as a component of equity. Their share of net income and comprehensive income is recognized directly in equity.

Total comprehensive income (loss) of subsidiaries is attributed to the shareholders of the Company and to the NCI even if this results in the NCI having a deficit balance. Changes in the parent company's ownership interest that do not result in a loss of control are accounted for as equity transactions.

Foreign currency transactions and balances:

The condensed interim consolidated financial statements are presented in US dollars (see Note on Functional and presentation currency). Foreign currency transactions and balances are translated in their respective functional currency using the following method:

- Monetary assets and liabilities in foreign currency are translated at the closing exchange rate in effect at the reporting date, whereas other assets and liabilities are translated at the exchange rate in effect at the transaction date.
- Revenues and expenses are translated at the average rate in effect during the year.
- Gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at year end exchange rates are included in profit or loss.
- Non-monetary items are not re-translated at year-end and are measured at historical cost (translated using the exchange rates at the date of the transaction). Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

Assets, liabilities, and transactions of the subsidiary with a functional currency other than the US dollar are translated into US dollars on consolidation. On consolidation, assets and liabilities are translated into US dollars at the closing rate of the reporting date. Income and expenses are translated under the Company's presentation currency at the average rate over the reporting year. Exchange differences are presented as other comprehensive loss and recognized in Accumulated other comprehensive income in equity (deficiency). On disposal of a foreign operation, the cumulative translation differences recognized in equity are reclassified to profit or loss and recognized as part of the gain or loss on disposal.

Goodwill, intangibles and fair value adjustments arising on the acquisition of a foreign subsidiary are treated as assets and liabilities of the foreign subsidiary and translated at the rate in effect at the statement of financial position date.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Financial instruments:

(a) Recognition and derecognition:

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is de-recognized when it is extinguished, discharged, cancelled, or expired.

(b) Classification and initial measurement of financial assets:

All financial assets are initially measured at fair value adjusted for transaction costs (where applicable). Financial assets are classified into the following categories:

- amortized cost;
- fair value through profit or loss ("FVTPL");
- fair value through other comprehensive income ("FVOCI").

In the periods presented, the Company does not have any financial assets categorized as fair value through other comprehensive income.

The classification is determined by both:

- the entity's business model for managing the financial asset;
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognized in profit or loss are presented within finance expenses, finance income or other financial items, except for impairment of trade receivables which are presented within general and administrative expenses.

(c) Subsequent measurement of financial assets:

(i) Financial assets at amortized cost:

Financial assets are measured at amortized cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows;
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortized cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash, cash and cash equivalent – restricted, accounts receivable, and other receivables (except sales tax receivable) fall into this category of financial instruments.

(ii) Financial assets at fair value through profit or loss (FVTPL):

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorized at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

The category contains marketable securities in a quoted company (presented within other financial assets). The Company accounts for the investments at FVTPL and did not make the irrevocable election to account for the investment in Genius Metal Inc. and listed equity securities at fair value through other comprehensive income (FVOCI). The fair value was determined in line with the requirement of IFRS 9, which does not allow for measurement at cost.

Assets in this category are measured at fair value with gains or losses recognized in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

(d) Compound financial instruments:

The component parts of compound financial instruments (convertible debentures) issued by the Company are classified separately as financial liabilities and equity component in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

At the date of issue, the liability component is recognized at fair value, which is estimated using the borrowing rate available for similar non-convertible instruments. Subsequently, the liability component is measured at amortized cost using the effective interest method until extinguished upon conversion or at maturity.

The value of the conversion option classified as equity component is determined at the date of issue by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This amount is recognized in equity, net of income tax effects, and is not subsequently remeasured. When and if the conversion option is exercised, the equity component of convertible debentures will be transferred to share capital. If the conversion option remains unexercised at the maturity date of the convertible debentures, the equity component of the convertible debentures will be transferred to contributed surplus. No gain or loss is recognized upon conversion or expiration of the conversion option.

Transaction costs related to the issue of convertible debentures are allocated to the liability and equity component in proportion to the initial carrying amounts. Transaction costs relating to the equity component are recognized directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortized over the term of the convertible debenture using the effective interest method.

Impairment of financial assets:

IFRS 9's impairment requirements use more forward-looking information to recognize expected credit losses - the 'expected credit loss (ECL) model'. Instruments within the scope of the new requirements included accounts receivable and other receivables (except sales tax receivable).

Recognition of credit losses is no longer dependent on the Company first identifying a credit loss event. Instead, the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Stage 1: financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk;
- Stage 2: financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not
- Stage 3: there is objective evidence of impairment as at the reporting date

12-month expected credit losses are recognized for the first category while 'lifetime expected credit losses are recognized for the second category. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Classification and measurement of financial liabilities:

The Company's financial liabilities at amortized cost include trade accounts payable and other liabilities, promissory note, balance of purchase payable, convertible debenture, lease liability and loan. The Company's financial liabilities designated at FVTPL include items such as the contingent consideration payable.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Company designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortized cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognized in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments). All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance expenses or finance income.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Basic and diluted loss per share:

Basic loss per share is calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated by adjusting loss attributable to common shareholders of the Company, and the weighted average number of common shares outstanding, for the effects of all dilutive potential common shares which may include options, warrants, or any convertible debt instruments. Dilutive potential common shares are deemed to have been converted into common shares at the average market price at the beginning of the year or, if later, at the date of issue of the potential common shares. In the periods the Company recognizes a loss, the diluted loss per share is equal to the basic loss per share as a result of the anti-dilutive effect the outstanding warrants, share options, and convertible instruments would have.

The table below identifies the financial instruments utilized in the calculation of diluted earnings per share in those periods in which the Company recognized net income:

Financial Instrument	Issuable shares as of December 31, 2024
Outstanding warrants	172,333,297
Issuable and outstanding options	20,630,000
	192,963,297

Cash and restricted cash and cash equivalents:

Cash and cash equivalent consists of cash and cash in trust, as well as other highly liquid short-term investments, easily convertible in a known amount of cash and subject to negligible risk of value impairment. Restricted cash is not available for use by the Company and therefore is not considered highly liquid, for example, cash set aside to cover remediation obligations.

Marketable securities:

Marketable securities comprise shares of other publicly traded companies and are recorded at fair value as of the date of the statement of financial position. The difference from the original basis related to the shares of other publicly traded companies is recorded in net loss.

Inventories:

Inventories comprise finished products, stockpiles, and supplies. Finished products are valued at cost or net realizable value, whichever is lower. The finished goods and stockpile include all production costs incurred directly, including direct labor and materials, freight and amortization, and directly attributable operating expenses. Supplies to be used in exploration and production are valued at acquisition cost, freight, and other directly attributable costs, which is determined using the weighted average method and the cost of inventories to be received, using the specific cost method.

The impairment of the value of the inventories is determined based on the net realizable value, which is the estimated sale price in the normal course of business, less the costs necessary to finish their production, put the inventories in a condition for sale and carry out their commercialization. For reductions in the book value of the inventories to their net realizable value, a provision for inventory impairment is made with a charge to profit or loss in the period in which such reductions occur.

Property, plant, and equipment:

Property, plant, and equipment are held at cost, less accumulated depreciation and accumulated impairment losses.

Cost includes all costs incurred initially to acquire or construct an item of property, plant and equipment, costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and costs incurred subsequently to add to or replace part thereof.

Recognition of costs in the carrying amount of an item of property, plant and equipment ceases when the asset is in the location and condition necessary for it to be capable of operating in the manner intended by management.

The Santander mining unit depreciation is determined using the units of production (PU) method calculated based on the economically recoverable resources. Other fixed assets including buildings, facilities, other equipment, computer equipment, communication equipment, and furniture and fixtures are depreciated using the straight-line method over the useful life of assets.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Depreciation is recognized on a straight-line basis to write down the cost to its estimated residual value, with a constant charge over the useful life of the asset. Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

Land and work in progress are not depreciated.

The estimated useful lives for both the nine-month period ended December 31, 2024 and the fifteen-month period ended March 31, 2024 are as follows:

	Depreciation method	Useful life
Buildings	Straight-line	10
Mining unit	PU	4
Plant	PU	4
Facilities	Straight-line	10
Other equipment	Straight-line	10
Computer equipment	Straight-line	3 to 5
Communication equipment	Straight-line	5
Software	Straight-line	2
Furniture and fixture	Straight-line	5 to 10

The residual value, depreciation method, and useful life of each asset are reviewed at least at each financial year-end.

The carrying amount of an item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is included in profit or loss when the item is derecognized.

Mining properties and exploration and evaluation assets:

Exploration and evaluation expenditures are costs incurred during the initial search of mineral resources before the technical feasibility and commercial viability of extracting mineral resources are demonstrable. Costs incurred before the legal right to undertake exploration and evaluation activities are recognized in profit or loss when they are incurred.

Once the legal right to undertake exploration and evaluation activities has been obtained, all costs of acquiring mineral rights, expenses related to the exploration and evaluation of mining properties, less refundable tax credits related to these expenses, are recognized as exploration and evaluation assets.

Expenses related to exploration and evaluation include topographical, geological, geochemical, geophysical, exploration drilling, trenching, sampling, general expenses, financial charges, management fees and other costs related to the evaluation of the technical feasibility and commercial viability of extracting a mineral resource.

The various costs are capitalized on a property-by-property basis pending determination of the technical feasibility and commercial viability of extracting a mineral resource. These assets are recognized as intangible assets and are carried at cost, less any accumulated impairment losses. No depreciation expenses are recognized for these assets during the exploration and evaluation phase.

Whenever a mining property is considered no longer viable, or is abandoned, the capitalized amounts are written down to their recoverable amounts, the difference is then immediately recognized in profit or loss. When technical feasibility and commercial viability of extracting a mineral resource are demonstrable, exploration and evaluation assets related to mining property are transferred to property, plant and equipment. Before the reclassification, exploration and evaluation assets are tested for impairment and any impairment loss is recognized in profit or loss before reclassification.

Although the Company has taken steps to verify title to the mining properties in which it holds an interest, in accordance with industry practices for the current stage of exploration of such properties, these procedures do not guarantee the validity of the Company's titles. Property titles may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

Impairment of mining properties, exploration and evaluation assets and property, plant and equipment:

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment, and some are tested at a cash-generating unit level.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Whenever events or changes in circumstances indicate that the carrying amount may not be recoverable, an asset or cash-generating unit is reviewed for impairment.

Impairment reviews for exploration and evaluation assets are carried out on a project-by-project basis, with each project representing a potential single cash-generating unit. An impairment review is undertaken when indicators of impairment arise, but typically when one of the following circumstances apply:

- the right to explore the areas has expired or will expire in the near future with no expectation of renewal;
- no further exploration or evaluation expenditures in the area are planned or budgeted;
- no commercially viable deposits have been discovered, and a decision has been made to discontinue exploration in the area;
- sufficient work has been performed to indicate that the carrying amount of the expenditure carried as an asset will not be fully recovered.

Additionally, when technical feasibility and commercial viability of extracting a mineral resource are demonstrable, the exploration and evaluation assets of the related mining property are tested for impairment before these items are transferred to property, plant and equipment.

An impairment loss is recognized in profit or loss for the amount by which the assets or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less cost to sell and its value in use. An impairment charge is reversed if the assets or cash-generating unit's recoverable amount exceeds its carrying amount.

Provisions, contingent liabilities, and contingent assets:

Provisions are recognized when present legal or constructive obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events, for example, legal disputes, decommissioning, restoration and similar liabilities, or onerous contracts.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted when the time value of money is significant.

The Company's operations are governed by government environmental protection legislation. Environmental consequences are difficult to identify in terms of amounts, timetable, and impact. As of the reporting date, management believes that the Company's operations are in compliance with current laws and regulations. To take into account the estimated cash flows required to settle its obligations arising from environmentally acceptable closure plans (such as dismantling and demolition of infrastructures, removal of residual matter and site restoration), provisions are recognized in the year, when the Company has an actual restoration mining obligation and it is likely that an outflow will be required in settlement of the obligation and the obligation is reasonably determinable. These provisions are determined on the basis of the best estimates of future costs, based on information available on the reporting date.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In compliance with the applicable regulation, Santander committed to perform the activities set out in the Mine Closure Plan approved Directorial Resolution N° 6004-2023 MINEM-DGAAM, dated January 31, 2023. Amongst said activities, the Company had submitted a bond of an insurance policy before the Ministry of Energy and Mines ("MINEM") to secure compliance with the obligations set forth in the Mine Closure Plan. The Company requested an insurance company to issue a policy to secure the obligations undertaken related to the mine closure. In the event of foreclosure of the insurance policy, the Company has an obligation to reimburse the insurance company. To secure the reimbursement obligation, and secondary to the pledge of certain cash and fixed assets of the Santander mine, CDPR issued a letter of guarantee on behalf of the insurance company (the "Comfort letter"), should Santander fail to honor its obligation to reimburse the insurance company.

The obligation to fulfill the activities and maintain the insurance policy was assumed by the buyer of Santander, however, the comfort letter remains in effect through the termination of the insurance policy on January 18, 2025, plus an additional 15 days after the expiration date. The Company has no liability as it pertains to MINEM as of February 2, 2025.

Income taxes:

When applicable, tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized directly in equity.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Currently, income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, which are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the year.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilized against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Deferred tax assets and liabilities are offset only when the Company has the right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as deferred income tax in profit or loss, except where they relate to items that are recognized directly in equity, in which case the related deferred tax is also recognized in equity.

Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset ("ROU") is initially measured at cost, which comprises the initial amount of the lease liability, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The ROU is subsequently depreciated on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU or the end of the lease term. If the lease transfers ownership of the underlying asset to the Company by the end of the lease term or if the cost of the ROU asset reflects that the Company will exercise a purchase option, the ROU is depreciated from the commencement date to the end of the useful life of the underlying asset. The estimated useful lives of the ROU's are determined on the same basis as those of property, plant, and equipment assets. In addition, the ROU's are periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is measured at amortized cost using the effective interest rate method and is re-measured when there is a change in future lease payments. When the lease liability is re-measured, a corresponding adjustment is made to the carrying amount of the ROU or is recorded in profit or loss if the carrying amount of the ROU has been reduced to zero.

The Company presents ROU assets and lease liabilities on the consolidated statements of financial position. The Company has elected not to recognize ROU assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. As of December 31, 2024, the Company has an ROU asset recognized on their office lease maintained in Quebec, Canada (see Note 11).

Share capital:

Share capital represents the amount received on the issue of shares, less issuance costs, net of any underlying income tax benefit from these issuance costs.

If shares are issued following the exercise of share options, or warrants, this account also includes the charge previously accounted to the share options and warrants accounts.

Unit placements:

The funds from unit placement are allocated between shares and warrants using the relative fair value method. The fair value of the common shares is recognized in equity, based on the share price at the date of issue. The fair value of the warrants is determined using the Black-Scholes valuation model and is recorded separately under "warrants".

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Other elements of equity:

Warrants and share options include unrealized charges related to share options and warrants until they are exercised, if applicable. Contributed surplus includes compensation expenses related to share options and warrants not exercised and expired.

Deficit includes all current and prior year retained losses.

Accumulated other comprehensive loss includes all foreign currency translation adjustments.

Equity-settled share-based compensation:

The Company has an equity-settled share-based compensation plan for its eligible directors, employees, and consultants. The Company's plan is not cash-settled.

All goods and services received in exchange for the grant of any share-based compensation are measured at their fair value unless that fair value cannot be estimated reliably. If the Company cannot estimate reliably the fair value of the goods or services received, it must measure their value indirectly by reference to the fair value of the equity instruments granted. For transactions with employees and with parties providing similar services, the Company evaluates the fair value of services received by reference to the fair value of equity instruments granted.

All equity-settled share-based compensation (except warrants to brokers) are ultimately recognized as an expense in the profit or loss with a corresponding credit to the share options account. Equity-settled share-based compensation to brokers, in respect to an equity financing, is recognized as an issuance cost of the equity instruments with a corresponding credit to the warrants account in equity.

If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognized in the current period. No adjustment is made to any expense recognized in prior period if share options ultimately exercised are different to that estimated on vesting.

Reclassifications:

Certain reclassifications and detailed presentation of accounts have been made within the March 31, 2024 consolidated statement of financial position. These reclassifications, most notably through the detail of other receivables, did not impact comprehensive loss or earnings per share for the comparative period and should not affect conclusions drawn from prior period financial statements.

New standards and interpretations that have not yet been adopted:

In April 2024, the IASB issued a new IFRS accounting standard to improve the reporting of financial performance. IFRS 18 Presentation and Disclosure in the Financial Statements replaces IAS 1 Presentation of Financial Statements. The standards will become effective January 1, 2027, with early adoption permitted. Management estimates that the new standard will have minimal impact on the Company's financial statements.

Since the issuance of the Company's audited consolidated financial statements for the period ended March 31, 2024, the IASB and IFRIC have issued no additional new and revised standards and interpretations which are applicable to the Company, but not yet effective.

Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

6. SALE OF SUBSIDIARIES:

H2 Sphere

On July 3, 2023, the Company sold its 80% equity interest in H2Sphere GmBh. As such, this business is included within discontinued operations for the three and nine-months ended December 31, 2024. The Company has retrospectively recast its consolidated statements of operations for all periods presented. The Company has not segregated the cash flows of this business in the consolidated statements of cash flows. Management was also required to make certain assumptions and apply judgment to determine historical expenses related to the discontinued operations presented in prior periods. Unless noted otherwise, discussion in the Notes to the Condensed Interim Consolidated Financial Statements refers to the Company's continuing operations.

The Company received net consideration for the sale of approximately \$164,924:

Purchase price	\$	244,159
Re-purchase of 80% stake in Company		21,578
Forgiven accounts payable		(100,813)
Net consideration received	\$	164,924

The Company recognized a gain of \$246,876 after elimination of intercompany balances and net liabilities forgiven.

Cerro de Pasco Resources Subsidiaria del Perú S.A.C. ("Santander")

On August 29, 2024, the Company sold its 100% equity interest in Santander through a share purchase agreement (the "SPA").

The Company received a net consideration of \$2.00 and may receive contingent consideration of up to \$10,000,000 in mining royalties. The probability of retrieving this royalty is considered remote within the terms of the agreement, therefore was not considered in the determination of the selling price of sale. Per the SPA, the additional consideration will be enforceable from the date on which commercial production has been reached in the Santander Pipe. Commercial production will be considered reached during the month lapsing of the first thirty days during which the minerals extracted from the Santander Pipe were treated consecutively for at least 70% of the capacity of the processing plant. The additional consideration shall not exceed the amount of \$10,000,000. As of December 31, 2024, there have been no receipts of payment as they relate to contingent consideration for mining royalties.

The SPA also stipulates that the intercompany balance currently due to Santander from both CDPR, the parent, and Sucursal del Peru, a subsidiary, in the aggregate amount of \$9,253,781 shall be payable by the Company to the buyer of Santander mine over a period of 10 years (Note 15).

The business is reported as a discontinued operation for the three and nine-months ended December 31, 2024. The Company has retrospectively recast its consolidated statements of operations for all periods presented. The Company has not segregated the cash flows of this business in the consolidated statement of cash flows. Management was also required to make certain assumptions and apply judgment to determine historical expenses related to the discontinued operations presented in prior periods. Unless noted otherwise, discussion in the Notes to the Condensed Interim Consolidated Financial Statements refers to the Company's continuing operations.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

The net assets (liabilities) relinquished upon the sale of Santander were as follows:

Cash and cash equivalents	\$	19,910
Cash and cash equivalents -restricted cash		4,589,876
Prepaid expenses		146,809
Accounts receivable		311,752
Other receivables		1,182,400
Income and mining taxes receivable		1,771
Inventories		1,722,969
Property, plant, & equipment		10,482,629
Mining properties, exploration, and evaluation assets		7,995,425
Intercompany loan		9,253,781
Other receivables, net of current portion		6,056,134
Deferred income tax liability		(159,757)
Trade accounts payable and other liabilities		(55,701,479)
Provisioning for rehabilitation and mine closure, current and long-term		(12,617,051)
Provision for taxes payable		(279,058)
Loans		(3,568,959)
Net liabilities	\$	(30,562,848)
Cash proceeds		2
Net gain on sale of subsidiary	\$	(30,562,850)

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

See below for a statement of comprehensive income for the three and nine-month periods ended December 31, 2024 and 2023 of the discontinued operations of H2Sphere GmbH and Santander allocable to the Company:

	Three-month period ended December 31, 2024	Three-month period ended December 31, 2023	Nine-month period ended December 31, 2024	Nine-month period ended December 31, 2023
Revenue from Zinc, Lead, and Silver concentrate sales	-	1,590,174	1,475,533	7,265,336
Cost of sales	-	1,092,234	2,009,811	16,709,800
Gross profit (loss)	-	497,940	(534,279)	(9,944,464)
Expenses:				
Selling Expenses	-	21,558	42,461	566,540
Research and development expenses	-	1,634,229	4,402,209	5,250,970
General and administrative expenses	-	(1,016,358)	684,982	313,758
Operating income (loss) before other revenues (expenses) and income tax	-	(141,489)	(5,663,931)	(15,575,732)
Financial income (expenses)	-	(476,300)	254,799	(1,283,454)
Exchange gain (loss)	-	158,071	(53,809)	(17,053)
Other expenses	-	(2,096,554)	-	(2,211,016)
	-	(2,414,783)	200,990	(3,511,523)
Income (loss) before income taxes	-	(2,556,272)	(5,462,941)	(19,087,255)
Income and mining taxes	-	(747,640)	(121,777)	(811,199)
Net income (loss) from discontinued operations	-	(3,303,912)	(5,584,718)	(19,898,454)
Other comprehensive income (loss)				
Currency translation adjustment	-	-	331	1,496
Other comprehensive income (loss) net of tax	-	-	331	1,496
Net comprehensive income (loss) from discontinued operations	-	(3,303,912)	(5,584,387)	(19,896,958)
Net income (loss) from discontinued operations attributable to:				
Shareholders of Cerro de Pasco Resources Inc.	-	(3,303,912)	(5,584,718)	(19,898,428)
Non-controlling interest	-	-	-	(26)
	-	(3,303,912)	(5,584,718)	(19,898,454)
Other comprehensive income (loss) from discontinued operations attributable to:				
Shareholders of Cerro de Pasco Resources Inc.	-	-	331	1,197
Non-controlling interest	-	-	-	299
	-	-	331	1,496
Total comprehensive income (loss) from discontinued operations attributable to:				
Shareholders of Cerro de Pasco Resources Inc.	-	(3,303,912)	(5,584,387)	(19,897,231)
Non-controlling interest	-	-	-	273
	-	(3,303,912)	(5,584,387)	(19,896,958)

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

The below consolidated cash flow table summarizes the cash flow statement activity for the nine-months ended December 31, 2024 and 2023:

Consolidated Cash Flow Summary	For the nine-months ended	
	December 31, 2024	December 31, 2023
Cash flows provided by (used in) operating activities from continuing operations	\$ (3,323,161)	\$ (3,842,180)
Cash flows provided by (used in) operating activities from discontinued operations	475,381	(15,064)
Cash flows provided by financing activities from continuing operations	16,107,200	5,686,057
Cash flows provided by financing activities from discontinued operations	-	4,404
Cash flows used in investing activities from continuing operations	(2,483,995)	-
Cash flows used in investing activities from discontinued operations	-	(2,815,873)
Net decrease in cash and cash equivalents	10,775,425	(1,159,070)
Net foreign exchange differences related to continuing operations	(129,685)	7,376
Net foreign exchange differences related to discontinued operations	-	9,575
Cash and cash equivalents at beginning of period	136,721	1,464,413
Cash and cash equivalents at end of period	\$ 10,782,461	\$ 322,294

7. CASH AND CASH EQUIVALENTS:

	December 31, 2024	March 31, 2024
	\$	\$
Cash	10,782,461	136,721
Cash and cash equivalents – restricted	-	6,479,134
	10,782,461	6,615,855

The decrease of \$6,479,134 in restricted cash is mainly attributable to the relinquishment of the closure bond with the Peruvian ministry of Energy and Mines as part of the sale of Santander mine for \$4,589,854. The remaining decrease of restricted cash was due to the reclassification of restricted cash to unrestricted cash of \$1,889,280.

8. INVENTORIES:

The amount of inventories recognized as expenses during the year corresponds to the cost of sales presented in the consolidated statement of comprehensive loss. A summary of inventory components can be detailed as follows:

	December 31, 2024	March 31, 2024
	\$	\$
Finished products	-	-
Stockpile	-	91,813
Supplies	-	1,774,857
	-	1,866,670

9. OTHER RECEIVABLES:

	December 31, 2024	March 31, 2024
	\$	\$
Sales tax receivable (Corporate)	82,755	23,078
Sales tax receivable (Santander)	-	6,355,303
Temporary tax on net assets (ITAN)	1,250	217,437
VAT receivable	161,739	-
Refunds receivable	-	13,773
Advances to employees	-	11,028
Advances to third parties	31,937	645,593
Other receivables	220,905	119,613
	498,586	7,385,825
Current portion of other receivables	498,586	1,030,522
Non-current portion of other receivables	-	6,355,303

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

10. PROPERTY, PLANT AND EQUIPMENT ASSETS:

The movement of these items and their accumulated depreciation for the period ended December 31, 2024 is as follows:

Cost	Balance as of March 31, 2024	Additions	Movement from WIP to completed assets	Transfers from Work in Progress	Exchange	Disposal/ Sales/ Write off	Sale of Santander	Balance as of December 31, 2024
Buildings	8,003,308	-	-	-	-	-	(7,978,995)	24,313
Mining Unit	39,765,494	-	-	-	-	-	(39,765,494)	-
Plant	17,142,754	-	-	-	-	-	(17,142,754)	-
Facilities	7,390,452	-	1,668,149	-	-	-	(9,078,601)	-
Miscellaneous equipment	3,227,279	-	-	-	-	-	(3,227,279)	-
Computer equipment	129,009	4,168	-	-	(73)	(11,639)	(107,490)	13,975
Software	8,529	3,860	-	-	-	-	-	12,389
Communication equipment	166,156	-	-	-	-	-	(166,156)	-
Furniture and Fixtures	262,618	-	-	-	-	(27,904)	(222,629)	12,085
Development costs	4,302,793	-	-	(3,376)	-	-	(4,299,417)	-
Work in progress	3,884,804	475,984	(1,688,149)	-	-	-	(2,672,639)	-
	84,283,196	484,012	-	(3,376)	(73)	(39,543)	(84,661,454)	62,762

Accumulated Depreciation and Amortization	Balance as of March 31, 2024	Depreciation/ Amortization	Movement from WIP to completed assets	Transfers from Work in Progress	Exchange	Disposal/ Sales/ Write-off	Sale of Santander	Balance as of December 31, 2024
Buildings	(6,736,076)	(51,106)	-	-	-	-	6,762,872	(24,310)
Mining Unit	(38,526,917)	(51,120)	-	-	-	-	38,578,037	-
Plant	(16,666,270)	(20,213)	-	-	-	-	16,686,483	-
Facilities	(7,088,994)	(245,094)	-	-	-	-	7,334,088	-
Miscellaneous equipment	(2,431,554)	(83,213)	-	-	-	-	2,514,767	-
Computer equipment	(121,944)	(1,717)	-	-	494	10,339	106,536	(6,292)
Software	(4,829)	(440)	-	-	-	-	-	(5,269)
Communication equipment	(164,078)	(387)	-	-	-	-	164,465	-
Furniture and fixtures	(243,046)	(1,347)	-	-	-	-	221,734	(22,661)
Development costs	(1,744,824)	(65,019)	-	-	-	10,574	1,809,843	10,574
	(73,728,532)	(519,658)	-	-	-	20,913	74,178,825	(47,957)
Net carrying value	10,554,664	(35,646)	-	(3,376)	421	20,913	(10,482,629)	14,804

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

11. OPERATING RIGHT-OF-USE ASSET

The Company signed a lease agreement on September 1, 2024 for office space in Quebec, Canada for 5 years. The Company received a free month on commencement and pays approximately \$1,307 on a monthly basis beginning October 1, 2024. The Company used a discount rate of 7.5% as determined by an external appraisal expert.

ROU asset, April 1, 2024	\$	-
Additions		65,229
Depreciation		(4,552)
ROU asset, December 31, 2024	\$	60,677
<hr/>		
Operating lease liability, April 1, 2024	\$	65,229
Lease payments		(5,271)
Interest expense		1,926
Operating lease liability, December 31, 2024	\$	61,884
<hr/>		
Current portion	\$	11,809
Net of current portion	\$	50,075

Variable lease payments, not included in the measurement of the lease liabilities, for the period ended December 31, 2024, were approximately \$2,590.

12. MINING PROPERTIES, EXPLORATION AND EVALUATION ASSETS:

Mining properties, Exploration and Evaluation Assets by properties are detailed as follows:

	March 31, 2024	Additions	Adjustments	Sale of Santander mine	December 31, 2024
	\$	\$	\$	\$	\$
Quiulacocho Tailings and Excelsior Stockpile					
Mining properties	1,453,246	973,160	-	-	2,426,406
Exploration and evaluation	144,111	972,555	-	-	1,116,666
Santander					
Exploration and evaluation	7,949,104	46,430	(109)	(7,995,425)	-
	9,546,461	1,992,145	(109)	(7,995,425)	3,543,072

Quiulacocho Tailings and Excelsior Stockpile, Cerro de Pasco, Peru:

CDPR owns a 100% interest in the El Metalurgista Concession (where the Quiulacocho Tailings and Excelsior Stockpile are located), located in Cerro de Pasco, Peru ("Quiulacocho"). Quiulacocho consists of tailings, stockpiles and metal slag generated by legacy mining operations at the Cerro de Pasco Mine located near Lima, Peru.

On June 24 2024, the Company signed an Easement Agreement with Activos Mineros (AMSAC) with the participation of the General Directorate of Mining (the Peruvian Ministry of Energy and Mines) allowing the Company to proceed with engineering studies and a 40-hole drilling program at its Quiulacocho Tailings Project ("QT Project") including the payment of approximately \$1 million into the Peruvian National Bank on May 29, 2024.

Santander Mine:

On August 29, 2024, CDPR sold 100% of its interest in Santander Mine which consists of a processing facility and mineral rights, located near the city of Lima, in the district of Santa Cruz de Andamarca, province of Huaral, department of Lima, Peru.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

13. TRADE ACCOUNTS PAYABLE AND OTHER LIABILITIES:

Trade accounts payable and other liabilities recognized in the interim condensed consolidated statements of financial position can be analyzed as follows:

	December 31, 2024	March 31, 2024
	\$	\$
Trade accounts payable and accrued liabilities:		
Related parties	83,159	331,072
Factored payables	-	15,245,699
Income and mining taxes	24,619	13,205
Trade accounts payable	1,326,730	31,340,348
Accrued payroll and benefits	404,135	2,365,084
Accrued royalties payable	-	1,975
Trade association	-	17,351
Other payables and accrued expenses	161,573	4,524,981
	2,000,216	53,839,715

On January 29, 2024, the Company's subsidiary, Santander, was granted protection from its creditors by the Insolvency Proceedings Commission (the "Commission") of the National Institute for the Defense of the Competition and the Protection of Intellectual Property of Peru ("INDECOPI"), which establishes a suspension of enforceability of their unpaid obligations accrued until the future date of dissemination of the acceptance of a Meeting of the Creditors, which shall establish a global refinancing agreement that establishes any future enforceability of such obligations. Due to the sale of Santander on August 29, 2024, the Company is no longer liable for the suspended payables under INDECOPI.

14. PURCHASE PAYABLE AND CONTINGENT CONSIDERATION PAYABLE

On December 3, 2021, the Company acquired the Santander mine from Trevali (the "Seller"), and as part of the agreed-upon consideration to be paid, the Company was to be pay a sum of CAD\$1.0 million plus the amount of excess closing date working capital, minus any shortfall closing date working capital on the date of the closing. As of the date of closing, the balance due was calculated to be approximately CAD\$2.17 million. The Company did not pay this balance at it came due and as of December 31, 2024, the remaining balance of \$1,584,847 remains outstanding within current liabilities on the balance sheet.

Additionally, as part of the acquisition of the Santander mine, the Company agreed to a contingent consideration payable of \$2,500,000. The fair value at the date of acquisition was \$1,115,816 and was recognized utilizing the FVTPL method, re-valued on a quarterly basis until fully estimable. The consideration was contingent on the average official spot price for zinc on the London Metal Exchange becoming equal to or greater than \$1.30 per pound during the period January 1, 2022 through December 31, 2022, which was attained within the time frame, therefore the full value of consideration was recognized as payable and due as of January 9, 2023. As of December 31, 2024, the full balance of \$2,500,000 remains outstanding within current liabilities on the balance sheet.

Although the Company's cumulative liability balance discloses \$4,084,847 owed to Trevali as of the date these financial statements were issued, it does not acknowledge owing this amount and is contesting the claim filed to this effect.

15. PROVISION FOR REMEDIATION AND MINE CLOSURE:

	December 31, 2024	March 31, 2024
	\$	\$
Opening Balance	12,539,586	14,199,137
Provision update (accretion expense)	77,466	250,097
Variation due to change in key assumptions used	-	(1,909,648)
Sale of Santander	(12,617,052)	-
	-	12,539,586
Current portion	-	349,559
Non-current portion	-	12,190,027

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

The Company must comply with environmental regulations in the development of all its activities, in all the jurisdictions in which it operates. It also includes the obligation, at the close of its operations, to remediate the disturbed areas where it has carried out its activities and over which it maintains mining title.

The Company is not aware of any negative effects on the environment arising from any of its properties that may give rise to significant obligations to third parties.

Environmental legislation has regulated the obligation to assume the costs and expenses associated with the closure obligation and remediation of operations at the time of the conclusion of their activities, which results in financial planning to reduce the impact that these expenses and future costs could bring the Company. In addition to legislative measures by which the Company must guarantee the necessary funds to carry out the remediation activities.

The main assumptions used by the Company to calculate the provision are summarized below:

	December 31, 2024	March 31, 2024
	\$	\$
Estimated costs	13,343,000	12,545,568
Useful life of mine	4	4
Claim period (years)	9	9
Discount rate (Risk free rates)	1.44%	4.20%
Inflation rate	2.30%	2.38 – 8.20%

As of December 31, 2022, in compliance with the provisions of the Regulations for the Closure of Mines approved by Supreme Decree No. 033-2005-EM, the Company had letters of guarantee issued in favor of the Peruvian Ministry of Energy and Mines for \$11,516,713. In February 2022, the Company increased the guarantee to \$14,913,975.

On January 31, 2023, in compliance with the provisions of the Regulations for the Closure of Mines approved by the Supreme Decree No. 004-2023/MINEM-DGAA, the Company had letters of guarantee issued in favor of the Peruvian Ministry of Energy and Mines for \$13,176,612.

16. PROMISSORY NOTE:

On November 26, 2021, the Company entered into a promissory note agreement with Alpha Capital Anstalt ("Alpha") for CAD \$1,500,000 (\$1,183,200), which bears interest at 4.5% annually until the maturity date of May 26, 2022.

From October 2022 through March 15, 2023, the Company and lender agreed to several amendments to the promissory note as disclosed in prior quarterly and audited financial statements.

On February 20, 2024, the promissory note was further amended. The maturity date was extended to July 31, 2024. The principal of CAD \$555,000, bearing interest of 10% per annum and payable on maturity, and a penalty fee of CAD \$110,000 is due upon the new maturity date. The amendment resulted in modification of the debt per accounting guidance. A loss of CAD \$52,317 was recognized.

On July 5, 2024, the Company paid off the promissory note with Alpha Capital in full for CAD \$925,000, which included all principal, accrued interest, and fees.

17. LOANS:

	December 31, 2024	March 31, 2024
	\$	\$
Caterpillar Leasing Chile S.A. (a)	-	567,780
Grupo Coril Sociedad Agente de Bolsa S.A. (b)	-	3,001,179
Banque Royale Du Canada (c)	23,624	28,749
Loan from Santander (d)	3,084,932	-
	3,108,556	3,597,708
Current portion	885,690	3,568,959
Non-current	2,222,866	28,749

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

(a) The Company purchased an electric generator for the Santander mine through a lease financing agreement for approximately \$800,000. The lease comes due during August 2025 and has an annual interest rate of 9.95%. The Company is no longer liable for this loan upon the sale of Santander.

(b) The Company entered into a working capital financing agreement with Grupo Coril Sociedad Agente de Bolsa S.A. on January 10, 2023. The loan comes due December 2024 and has an annual interest rate of 19.56%. The loan is collateralized against the mineral rights of the mine owned by the Santander subsidiary. The Company is no longer liable for this loan upon the sale of Santander.

(c) If \$40,000 CAD of the \$60,000 CAD loan is repaid by December 31, 2023, then loan forgiveness of \$20,000 CAD will apply. The full amount of the loan (principal and interest) is due to be payable on December 31, 2025. On January 17, 2024, in compliance with the CEBA loan requirements, the Company paid off the \$40,000 CAD loan outstanding by refinancing the loan with Banque Royale du Canada. The loan accrues interest at a rate of 2.84% and payments of approximately \$628 are made monthly. The loan matures in 5 years from date of refinancing.

(d) On August 29, 2024 (the "Commencement Date"), Cerro de Pasco sold their subsidiary, Santander. As a result of the sale, the intercompany loans from Santander were reclassified as loans owed from the Company and were no longer eliminated upon consolidation. As per the terms of the sale agreement, the loan matures in 10 years from the Commencement Date. The loan accrues interest at 4%. One lump sum payment of \$1 million is to be paid 90 days after inception of the loan. Future recurring payments of principal and interest begin 5 years after inception. The Company determined the fair value of the loan as of the Commencement Date to be \$2,973,946, and the determined discount of \$6,279,834 was recognized as a gain on modification and will be accreted over the life of the loan. The discount rate was determined to be 19.76% as per a valuation specialist. The effective interest rate was deemed to be 30.15%. The Company amended the payment terms of the loan and as a result a new effective interest rate was calculated on the delayed payment schedule to 29.43%. See Note 23 for details on the amendment signed subsequent to period end.

18. CONVERTIBLE DEBENTURE:

	December 31, 2024	March 31, 2024
	\$	\$
Convertible debenture		
Convertible debenture capital of CAD \$1,642,709, bearing interest at 15.00% payable annually and maturing on June 30, 2025	-	1,208,623
	-	1,208,623
Current portion of convertible debenture	-	1,208,623
Non-current portion of convertible debenture	-	-

On October 15, 2020, the Company received CAD\$1,000,000 as part of a convertible debenture agreement with a lender with an original interest rate of 10% and maturity date of June 15, 2022. From June 2021 through January 2024, the convertible debenture has undergone several amendments to the terms, disclosed in previously issued quarterly and annual financial statements.

On April 22, 2024, the Company decreased their balance outstanding by \$200,000 through a conversion of principal outstanding of \$200,000 CAD (\$146,120) into shares.

On July 30, 2024, effective July 1, 2024, the lender agreed to amend the convertible debenture. The new terms of the agreement extended the maturity date to June 30, 2025, and decreased the interest rate to 15%. The new principal was increased to \$1,367,709, which includes an extension fee of \$59,966. The Company agreed to a two-year extension of a total of 10,500,000 outstanding share purchase warrants initially issued to the lender. As a result of the extension, 3,000,000 warrants with an exercise price of \$0.25 CAD will expire on November 6, 2026, 5,000,000 warrants with an exercise price of \$0.15 CAD will expire on January 21, 2028, and 2,500,000 warrants with an exercise price of \$0.15 CAD will expire on May 1, 2028. The company accounted for this amendment as a modification of the old debt and recognized the gain through the P&L. The new effective interest rate was determined to be 15.91% and is to be accreted over the extended life of the debenture. A gain of \$97,316 was recognized as part of the modification and the fair value of the debt was determined to be CAD\$1,451,377.

On August 2, 2024, the Company paid CAD \$275,000 towards the principal balance.

On October 10, 2024, the Company converted CAD\$250,000 of principal into 1,666,666 shares and on October 25, 2024, the Company converted the remaining outstanding principal and interest of \$1,168,999 into 7,793,323 shares. As of October 25, 2024, the convertible debenture is fully settled and has no balance outstanding.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

19. SHARE CAPITAL AND WARRANTS:

Authorized:

The Company is authorized to issue an unlimited number of common shares without par value.

Issued and outstanding:

As of December 31, 2024 the Company had 490,966,003 issued and outstanding common shares (March 31, 2024 – 347,813,434).

Transactions during the period ended December 31, 2024:

On April 22, 2024, the Company issued 2,000,000 shares of common stock in exchange for the conversion of CAD \$200,000 of principal on their outstanding convertible debenture utilizing the previously agreed-upon conversion price of \$0.10 CAD per share.

On May 24, 2024, the Company issued a total of 25,500,000 units in a private placement at a price of \$0.10 CAD per unit for proceeds of approximately \$1.2 million, net of share issuance costs. Each unit consists of one common share and half of one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.15 CAD and an underlying warrant at an exercise price of \$0.25 CAD, with an expiration of May 24, 2026 for both instruments. The Company paid \$38,442 and paid additional finders fees warrants, equivalent to 210,000 in warrants and 210,000 in underlying warrants.

On July 5, 2024, the Company issued a total of 32,980,000 units in a private placement at a price of \$0.10 CAD per unit for proceeds of approximately \$3.3 million, net of share issuance costs. Each unit consists of one common share. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.15 CAD with an expiration of July 5, 2026.

On July 9, 2024, the Company issued a total of 50,000 shares of common stock at a price of \$0.12 CAD per unit for proceeds of \$6,000 for consulting services.

On July 30, 2024, the Company issued a total of 500,000 shares of common stock at a price of \$0.12 CAD per share as payment for termination fees with a vendor.

On September 26, 2024, the Company issued a total of 20,000,000 units in a private placement at a price of \$0.15 CAD per unit for proceeds of approximately \$2.2 million, net of share issuance costs. Each unit consists of one common share. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.20 CAD, with an expiration of September 26, 2026.

On October 7, 2024, the Company issued 50,000 shares with a value of CAD \$6,000 to a consultant.

On October 10, 2024, the Company elected to convert a portion of the indebtedness outstanding on their convertible debenture in the amount of CAD \$250,000 for 1,666,666 shares, converted at the agreed-upon conversion rate of CAD \$0.15 per share.

On October 23, 2024, a warrant holder paid approximately \$14,000 to exercise 125,000 of their warrants outstanding in exchange for 125,000 of the Company's common stock, at an exercise price of CAD \$0.15 per share.

On October 25, 2024, the Company elected to convert the total remaining indebtedness on their convertible debenture in the amount of \$813,506 for 7,793,323 shares, converted at the agreed-upon conversion rate of CAD \$0.15 per share.

On October 25, 2024, various warrant holders paid an aggregate of approximately \$150,000 to exercise 800,000 warrants outstanding in exchange for 800,000 of the Company's common stock, at an exercise price of CAD \$0.20 per share.

On October 28, 2024, various warrant holders paid an aggregate of approximately \$11,000 to exercise 70,080 warrants outstanding in exchange for 70,080 of the Company's common stock. 25,000 warrants were exercised at an exercise price of CAD \$0.15 and 45,080 warrants were exercised at an exercise price of CAD \$0.25 per share.

On November 6, 2024, various warrant holders paid an aggregate of approximately \$6,000 to exercise 50,000 warrants outstanding in exchange for 50,000 of the Company's common stock, at an exercise price of CAD\$0.15 per share.

On November 8, 2024, two warrant holders paid an aggregate of approximately \$40,000 to exercise 220,000 warrants outstanding in exchange for 220,000 of the Company's common stock, at an exercise price of CAD\$0.25 per share.

On November 11, 2024, a warrant holder paid approximately \$19,000 to exercise 100,000 warrants outstanding in exchange for 100,000 of the Company's common stock, at an exercise price of CAD\$0.25 per share.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

On November 18, 2024, a warrant holder paid approximately \$6,000 to exercise 50,000 warrants outstanding in exchange for 50,000 of the Company's common stock, at an exercise price of CAD\$0.15 per share.

On November 20, 2024, a warrant holder paid approximately \$8,900 to exercise 50,000 warrants outstanding in exchange for 50,000 of the Company's common stock, at an exercise price of CAD \$0.25 per share.

On November 27, 2024, the company issued a total of 50,000,000 units in a private placement at a price of CAD \$0.30 per unit for proceeds of approximately \$10,700,000, net of share issuance costs. Each unit consists of one common share and one-half warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of CAD \$0.50 with an expiration of November 27, 2026. The share issuance costs associated with this private placement amounted to approximately \$511,000. The Company paid an additional 6% in warrants as broker fees in connection with the private placement, equivalent to 2,000,000 warrant units at an exercise price of CAD \$0.30. The warrant units further include 1,000,000 of additional underlying warrants, which have an exercise price of CAD \$0.50.

On November 29, 2024, a warrant holder paid approximately \$13,300 to exercise 125,000 warrants outstanding in exchange for 125,000 of Company's common stock, at an exercise price of CAD \$0.25 per share.

On December 2, 2024, a warrant holder paid approximately \$36,000 to exercise 200,000 warrants outstanding in exchange for 200,000 of the Company's common stock, at an exercise price of CAD \$0.25 per share.

On December 5, 2024, a warrant holder paid approximately \$9,000 to exercise 50,000 warrants outstanding in exchange for 50,000 of the Company's common stock, at an exercise price of CAD\$0.25 per share.

On December 6, 2024, a warrant holder paid approximately \$32,000 to exercise 300,000 warrants outstanding in exchange for 300,000 of the Company's common stock, at an exercise price of CAD\$0.15 per share.

On December 16, 2024, a warrant holder paid approximately \$18,000 to exercise 100,000 warrants outstanding in exchange for 100,000 of the Company's common stock, at an exercise price of CAD\$0.25 per share.

On December 23, 2024, a warrant holder paid approximately \$65,000 to exercise 372,500 warrants outstanding in exchange for 372,500 of the Company's common stock, at an exercise price of CAD\$0.25 per share.

Transactions during the period ended December 31, 2023:

On May 17, 2023, the Company issued 40,000 common shares to two service providers valued at approximately \$4,000 for business development consultancy and consulting fees.

On May 31, 2023, the Company issued 1,840,000 units in a private placement at a price of \$0.10 CAD per unit for proceeds of approximately \$135,000. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.25 CAD until May 31, 2025. The share issuance costs associated with this private placement amounted to approximately \$10,000. The Company paid an additional 8% in warrants as broker fees in connection with the private placement, equivalent to 128,800 warrant units.

On June 5, 2023, the Company issued a total of 8,200,000 units from several private placements at a price of \$0.10 CAD per unit for proceeds of approximately \$610,000. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.25 CAD until June 5, 2025. The share issuance costs associated with these private placements amounted to approximately \$13,000. The Company paid an additional 8% in warrants as broker fees in connection with the private placement, equivalent to 157,500 warrant units.

On June 20, 2023, the Company issued 450,000 units in a private placement at a price of \$0.10 CAD per unit for proceeds of approximately \$34,000. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.25 CAD until June 20, 2025.

On June 23, 2023, the Company issued a total of 577,500 units in several private placements at a price of \$0.10 CAD per unit for proceeds of approximately \$44,000. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.25 CAD until June 23, 2025. The share issuance costs associated with these private placements amounted to approximately \$1,500. The Company paid an additional 8% in warrants as broker fees in connection with the private placement, equivalent to 14,000 warrant units.

On August 16, 2023 the Company issued a total of 40,000 common shares to two service providers valued at \$2,959 for business development consultancy and consulting fees.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

On September 29, 2023, the Company issued a total of 3,250,000 units in several private placements at a price of CAD \$0.10 per unit for proceeds of approximately \$240,000. Each unit consists of one common share and half of one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of CAD \$0.15 and additional warrant at an exercise price of CAD \$0.25, with an expiration of September 29, 2025 for both instruments. The Company paid an additional 8% in warrants as broker fees in connection with the private placement, equivalent to 80,000 warrants and 80,000 underlying warrants.

On October 6, 2023, the Company issued a total of 3,420,000 units in several private placements at a price of \$0.10 CAD per unit of proceeds of \$249,934. Each unit consists of one common share and half of one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.15 CAD and additional underlying warrant at an exercise price of \$0.25 CAD, with an expiration of October 6, 2025 for both instruments. The Company paid an additional 8% broker fee equivalent to 24,000 warrants and 24,000 underlying warrants.

On November 29, 2023, the Company issued a total of 11,050,000 units in several private placements at a price of \$0.10 CAD per unit of proceeds of \$804,993. Each unit consists of one common share and half of one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.15 CAD and an additional underlying warrant at an exercise price of \$0.25 CAD, with an expiration of November 20, 2025 for both instruments. The Company paid \$1,100 and additional warrants in broker fees.

On November 21, 2023, the Company issued a total of 40,000 common shares to two service providers valued at \$2,336 for business development consultancy and consulting fees.

On November 24, 2023, the Company issued an additional 600,000 shares to another consultant as settlement of outstanding payables balance valued at \$43,722 (\$60,000 CAD).

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

Warrants:

The following table provides outstanding warrants information as of December 31, 2024:

Expiry date	Number of outstanding warrants	Exercise Price (CAD) \$	Remaining life (years)
March 22, 2025	8,095,000	0.25	0.2
March 24, 2025	6,860,000	0.25	0.2
March 31, 2025	8,747,500	0.25	0.2
May 31, 2025	1,623,720	0.25	0.2
June 5, 2025	8,307,500	0.25	0.4
June 20, 2025	450,000	0.25	0.4
June 23, 2025	591,500	0.25	0.5
July 18, 2025	500,000	0.50	0.5
July 26, 2025	500,000	0.50	0.6
August 26, 2025	500,000	0.50	0.7
September 26, 2025	500,000	0.50	0.7
September 29, 2025	1,455,000	0.15	0.7
September 29, 2025	** 1,705,000	0.25	0.7
October 6, 2025	1,734,000	0.15	0.8
October 6, 2025	** 1,734,000	0.25	0.8
October 26, 2025	400,000	0.25	0.8
November 20, 2025	5,525,000	0.15	0.9
November 20, 2025	** 5,525,000	0.25	0.9
November 26, 2025	400,000	0.25	0.9
December 22, 2025	400,000	0.25	1.0
January 17, 2026	1,260,900	0.15	1.0
January 17, 2026	** 1,260,900	0.25	1.0
January 26, 2026	400,000	0.25	1.1
February 26, 2026	400,000	0.25	1.2
March 28, 2026	1,600,000	0.15	1.2
March 28, 2026	** 1,600,000	0.25	1.2
April 8, 2026	4,283,277	0.40	1.3
May 24, 2026	12,935,000	0.15	1.4
May 24, 2026	** 12,960,000	0.25	1.4
July 5, 2026	32,580,000	0.15	1.5
September 26, 2026	10,000,000	0.20	1.7
November 8, 2026	3,000,000	0.25	1.9
November 27, 2026	25,000,000	0.50	1.9
November 27, 2026	2,000,000	0.30	1.9
November 27, 2026	** 1,000,000	0.50	1.9
January 31, 2028	5,000,000	0.15	3.1
May 1, 2028	2,500,000	0.15	3.3
	173,333,297	0.25	1.3

**These represent underlying warrants, which cannot be exercised until all purchase warrants held by the shareholder have been exercised.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

20. SHARE-BASED COMPENSATION:

Share option plan:

The Company had a stock option plan whereby the Board of Directors may grant directors, officers or consultants of the Company options to acquire common shares. The Board of Directors has the authority to determine the terms and conditions of the grant of options. The Board of Directors approved a "rolling" stock option plan reserving a maximum of 10% of the shares of the Company at the time of the stock option grant, with a vesting period allowed of zero up to eighteen months, when the grant of option is made at market price, for the benefit of its directors, officers, employees and consultants. The Plan provides that no single person may hold options representing more than 5% of the outstanding common shares. The number of stock options granted to a beneficiary and the vesting period are determined by the Board of Directors.

On October 31, 2024, the Board of Directors moved to adopt a new fixed number stock option plan (the "New Plan") to replace the rolling stock option plan, which the Company adopted in 2016. The Board approved 30,000,000 common shares to be allotted and reserved for issuance under the New Plan.

The exercise price of any option granted under the Plan is fixed by the Board of Directors at the time of the grant and cannot be less than the market price per common share the day before the grant. The term of an option will not exceed five years from the date of grant. Options are not transferable and can be exercised while the beneficiary remains a director, an officer, an employee, or consultant of the Company or up to 90 days after the beneficiary has left.

The following table provides outstanding share options information as of December 31, 2024:

Expiry date	Number of granted share options	Number of exercisable share options	Exercise price	Remaining life
			\$	(years)
August 28, 2025	2,090,000	2,090,000	0.40	0.7
September 5, 2025	1,400,000	1,400,000	0.20	0.7
March 2, 2027	1,040,000	1,040,000	0.40	2.2
April 10, 2027	150,000	75,000	0.15	2.3
September 5, 2028	3,300,000	3,300,000	0.20	3.7
April 10, 2029	250,000	125,000	0.15	4.3
September 29, 2029	12,400,000	12,400,000	0.20	4.7
	20,630,000	20,430,000	0.23	3.9

21. RELATED PARTY TRANSACTIONS:

Related parties include the Company's joint key management personnel. Unless otherwise stated, balances are usually settled in cash. Key management includes directors and senior executives. The remuneration of key management personnel includes the following expenses:

	Three-month period ended		Nine-month period ended	
	December 31, 2024	December 31, 2023	December 31, 2024	December 31, 2023
	\$	\$	\$	\$
Management and consulting fees	244,851	212,570	623,810	807,468
Salaries and director's fees	169,660	117,422	397,656	399,757
Share-based compensation	-	-	139,752	116,195
	414,511	329,992	1,161,218	1,323,420

As of December 31, 2024, the Company owed \$83,159 (March 31, 2024 - \$342,848) to various related parties (included in trade accounts payable and other liabilities).

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

Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received.

CERRO DE PASCO RESOURCES INC.

Notes to the Condensed Interim Consolidated Financial Statements

Nine-month period ended December 31, 2024 and 2023

(Expressed in US Dollars unless otherwise noted)

22. CONTINGENCY:

On October 5, 2018, Genius Properties Ltd. completed an asset Transfer Agreement pursuant to which the Company transferred to Genius Metals Inc. ("Genius Metals") the ownership of all mining rights and titles, a part of its trade accounts payable and other liabilities and the other liability related to flow-through shares estimated at \$23,086. In consideration for such transfer, Genius Metals issued to the Company 9,797,970 Genius Metals common shares for a consideration of \$2,685,007. The transfer was recorded at the carrying amount of the assets and liabilities transferred. Notwithstanding that the liabilities related to the flow-through shares were transferred to Genius Metals, the Company retains the ultimate responsibility for the tax liability related to its financing. Genius Metals would indemnify the Company for any such liability.

23. SUBSEQUENT EVENTS:

In January and February 2025, several warrant holders exercised their warrant rights to receive an aggregate of 1,576,000 common shares. The exercise price ranged from CAD \$0.15 - \$0.25 per share and total proceeds were approximately \$300,000.

On January 20, 2025, the Company issued 50,000 shares with a value of approximately \$14,500 for consulting services.

On February 6, 2025, an option holder exercised their option rights to receive 150,000 common shares at an exercise price of \$0.20 CAD, amounting to proceeds received of approximately \$21,000.

On February 11, 2025, effective January 31, 2025, the Company entered into a first amendment agreement on their outstanding loan with the new owners of the Santander mine. The amended terms of the agreement include:

- \$1 million payment, previously owed 90 days after commencement of loan, to be paid in increments as follows: \$68,619 paid December 30, 2024, \$200,000 payment on February 14, 2025, and the remaining \$731,381 to be paid no later than July 1, 2026;
- commencing January 1, 2024, the payment due July 1, 2026 will have an effective monthly interest rate of 1% per month; an increase from the previously stated rate of 4% per annum; and
- all outstanding accrued interest shall be paid on each of the three payment dates outlined above, in addition to the previously outlined interest payment dates in the original agreement.

All other terms of the agreement remain the same.