

PASINEX RESOURCES LIMITED

**CONDENSED INTERIM CONSOLIDATED
FINANCIAL STATEMENTS**

**THREE AND SIX MONTHS ENDED
JUNE 30, 2021**

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

Notice To Reader

The accompanying unaudited condensed interim consolidated financial statements of Pasinex Resources Limited (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditors.

Pasinex Resources Limited

Condensed Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

Unaudited

	As at June 30, 2021	As at December 31, 2020
Assets		
Current assets		
Cash	\$ 43,997	\$ 46,028
Receivables	45,717	45,711
Prepaid expenses and deposits	4,649	12,212
Total current assets	94,363	103,951
Non-current assets		
Equipment	11,677	13,068
Value added tax receivable	43,600	59,204
Exploration and evaluation assets (note 4)	1,863,672	1,937,858
Total non-current assets	1,918,949	2,010,130
Total assets	\$ 2,013,312	\$ 2,114,081
Shareholders' deficiency and liabilities		
Current liabilities		
Accounts payable and accrued liabilities (note 5)	\$ 702,952	\$ 737,096
Due to related parties (note 12)	486,309	511,122
Shareholder loans (notes 6 and 12)	2,571,875	2,166,284
Total current liabilities	3,761,136	3,414,502
Non-current liabilities		
Loan payable (note 7)	40,000	40,000
Total non-current liabilities	40,000	40,000
Total liabilities	3,801,136	3,454,502
Shareholders' deficiency		
Share capital (note 8)	12,888,506	12,888,506
Reserves	2,100,117	1,777,117
Deficit	(12,724,766)	(11,919,504)
Accumulated other comprehensive loss	(4,051,681)	(4,086,540)
Total shareholders' deficiency	(1,787,824)	(1,340,421)
Total liabilities and shareholders' deficiency	\$ 2,013,312	\$ 2,114,081

Basis of measurement and going concern (note 2(c))

Subsequent event (note 14)

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

Pasinex Resources Limited

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

Unaudited

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Equity gain from Horzum AS (note 3)	\$ -	\$ -	\$ 32,232	\$ 3,298
Expenses				
(Recovery) Impairment of Horzum AS receivable	(19,145)	33,661	(34,213)	67,583
Exploration costs	37,346	43,966	77,859	87,899
General and administration costs (note 11)	208,538	200,548	370,481	467,382
Interest expense (note 6)	34,153	21,375	65,591	39,591
Share-based payments (notes 9 and 12)	323,000	-	323,000	28,500
	(583,892)	(299,550)	(802,718)	(690,955)
Other income				
Other income	550	2,739	24,237	6,549
Foreign exchange loss	(12,274)	853	(59,013)	(11,298)
	(11,724)	3,592	(34,776)	(4,749)
Net loss for the period	(595,616)	(295,958)	(805,262)	(692,406)
Other comprehensive loss				
Item that will be reclassified subsequently to profit and loss:				
Currency translation adjustment	(1,541)	32,013	34,859	50,221
Total comprehensive loss for the period	\$ (597,157)	\$ (263,945)	\$ (770,403)	\$ (642,185)
Net loss per share - basic and diluted (note 10)	\$ (0.01)	\$ (0.00)	\$ (0.01)	\$ (0.00)
Weighted average number of shares outstanding				
- basic and diluted (note 10)	144,554,371	144,554,371	144,554,371	144,554,371

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

Pasinex Resources Limited

Condensed Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

Unaudited

	Six Months Ended June 30,	
	2021	2020
Operating activities		
Net loss for the period	\$ (805,262)	\$ (692,406)
Dividend from Horzum AS	32,232	3,298
Adjustments for items not involving cash:		
Impairment of Horzum AS receivable	(34,213)	67,583
Interest accrual (note 6)	65,591	39,591
Share-based payments (notes 9 and 12)	323,000	28,500
Equity gain from Horzum AS	(32,232)	(3,298)
Other	2,138	2,975
Changes in non-cash working capital items:		
Prepaid expenses and deposits	7,176	8,421
Accounts payable and accrued liabilities	57,585	1,169
Due to related parties	(78,314)	143,910
Other	6,299	6,037
Net cash used in operating activities	(456,000)	(394,220)
Investing activities		
Exploration and evaluation assets (note 4)	-	12,321
Equipment acquisition	(2,642)	(1,630)
Net cash (used in) provided by investing activities	(2,642)	10,691
Financing activities		
Cash received from shareholder loans, net (note 6)	340,000	405,500
Proceeds from loan payable (note 7)	-	20,000
Net cash provided by financing activities	340,000	425,500
Net change in cash	(118,642)	41,971
Effect of foreign currencies on cash	116,611	(17,223)
Cash, beginning of period	46,028	30,634
Cash, end of period	\$ 43,997	\$ 55,382

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

Pasinex Resources Limited

Condensed Interim Consolidated Statements of Changes in Shareholders' Deficiency

(Expressed in Canadian Dollars)

Unaudited

	Number of Shares (note 8)	Share Capital (note 8)	Reserves	Deficit	Accumulated Other Comprehensive Loss	Total
Balance as at December 31, 2019	144,554,371	\$ 12,888,506	\$ 1,748,617	\$(10,667,078)	\$(4,037,072)	\$ (67,027)
Share-based payments (notes 9 and 12)	-	-	28,500	-	-	28,500
Currency translation adjustment	-	-	-	-	50,221	50,221
Net loss for the period	-	-	-	(692,406)	-	(692,406)
Balance as at June 30, 2020	144,554,371	\$ 12,888,506	\$ 1,777,117	\$(11,359,484)	\$(3,986,851)	\$ (680,712)
Balance as at December 31, 2020	144,554,371	\$ 12,888,506	\$ 1,777,117	\$(11,919,504)	\$(4,086,540)	\$ (1,340,421)
Share-based payments (notes 9 and 12)	-	-	323,000	-	-	323,000
Currency translation adjustment	-	-	-	-	34,859	34,859
Net loss for the period	-	-	-	(805,262)	-	(805,262)
Balance as at June 30, 2021	144,554,371	\$ 12,888,506	\$ 2,100,117	\$(12,724,766)	\$(4,051,681)	\$ (1,787,824)

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

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

1. Corporate information and nature of operations

Pasinex Resources Limited ("Pasinex" or the "Company") is a publicly listed company incorporated in British Columbia. The Company's shares are listed on the Canadian Securities Exchange ("CSE") under the symbol "PSE" and on the Frankfurt Stock Exchange ("FSE") under the symbol "PNX". The head office, principal address and registered and records office of the Company are located at 82 Richmond Street East, Toronto, Ontario, Canada, M5C 1P1.

Pasinex owns 50% of Horzum Maden Arama ve Isletme Anonim Sirketi ("Horzum AS") which holds the producing Pinargozu high grade zinc mine, through its 100% owned subsidiary Pasinex Arama ve Madencilik Anonim Sirketi. The other 50% owner is Akmetal Madencilik Sanayi ve Ticaret A.S. ("Akmetal"), a private Turkish company. Horzum AS sells directly to zinc smelters and refiners or through commodity brokers. The Company also holds an option to acquire 80% of the Gunman high grade zinc exploration project in Nevada ("Gunman Project" - formerly the "Spur Zinc Project").

These unaudited condensed interim consolidated financial statements were approved and authorized for issuance by the Audit Committee and Board of Directors on August 25, 2021.

Since March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 pandemic is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries in future periods.

2. Basis of preparation and accounting policies

(a) Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC"). These unaudited consolidated interim condensed financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRS issued and outstanding as of August 25, 2021, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2020. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending December 31, 2021 could result in restatement of these unaudited condensed interim consolidated financial statements.

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

2. Basis of preparation and accounting policies (continued)

(b) Principles of consolidation

The consolidated financial statements include the financial statements of Pasinex and its subsidiaries from their respective dates of control, as listed below:

	Location	Nature of Operation	Interest	
			2021	2020
Pasinex Arama ve Madencilik AS ("Pasinex Arama")	Turkey	Mineral exploration	100%	100%
Pasinex Resources Nevada Limited ("Pasinex Nevada")	United States	Mineral exploration	100%	100%

Pasinex and its subsidiaries are collectively referred to as the "Company". All intercompany transactions, balances and unrealized gains and losses from intercompany transactions have been eliminated upon consolidation.

In addition, the Company, through Pasinex Arama, holds a joint venture interest which is equity accounted in the consolidated financial statements, as follows:

	Location	Nature of Operation	Interest	
			2021	2020
Horzum AS	Turkey	Mining	50%	50%

(c) Basis of measurement and going concern

These consolidated financial statements have been prepared on a going concern basis, under the historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss and fair value of stock-based compensations which, are measured at their fair value. The consolidated financial statements are presented in Canadian dollars except where otherwise indicated. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting. Certain prior year balances have been reclassified to conform with current year presentation.

The application of the going concern concept assumes that the Company will continue in operation for at least the next twelve months and will be able to realize its assets and discharge its liabilities in the normal course of operations. At June 30, 2021, the Company has a net equity deficit of \$12,724,766 (December 31, 2020 – \$11,919,504) and has a working capital deficiency position of \$3,666,773 (December 31, 2020 – working capital deficiency position of \$3,310,551). The Company for the six months ended June 30, 2021 had a net loss of \$805,262 (six months ended June 30, 2020 – net loss of \$692,406) and negative cash flows from operations of \$456,000 for the six months then ended (six months ended June 30, 2020 – negative cash flows from operations of \$394,220) and accordingly does not have enough cash on hand to fund its payables and its expected non-discretionary obligations for the next 12 months.

The Company and its wholly owned subsidiary, Pasinex Arama, rely on dividends from Horzum AS and where possible equity financing to fund their exploration and development operations. Horzum AS's financial position has been severely damaged by the continued withholding of funds, by its joint venture partner Akmetal, generated via sales of zinc product produced by the joint venture's Pinargozu mine. As at June 30, 2021, Horzum AS has a receivable owing from Akmetal of approximately \$33 million (note 3).

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

2. Basis of preparation and accounting policies (continued)

(c) Basis of measurement and going concern (continued)

Pasinex Arama received \$32,232 in dividend payments from Horzum AS for the six months ended June 30, 2021 compared with \$3,298 in the six months ended June 30, 2020. Horzum AS expenses including payroll, supplies, services costs, costs related to exploration and certain taxes due have been paid by Akmetal to keep the mine operation going. In addition, Akmetal has paid on behalf of Horzum AS certain of the restructured tax liabilities.

Management has been working with Akmetal and the Kurlmel family to resolve the collectability of the trade receivable owing by Akmetal to Horzum AS. Until strong credit worthiness is demonstrated by Akmetal, accounting principles required Pasinex to maintain an expected credit loss equivalent to the full balance of the receivable (note 3(a)). Receipt of the Akmetal receivable would provide significant cash flow to Pasinex through additional dividends.

As noted in note 3(a), management expects to receive the payment of the remaining dividend and other receivables that are owing from Horzum AS to Pasinex Arama following a payment of a portion of the Akmetal receivable or through the receipt of proceeds from sales. In the absence of the receipt of dividends from Horzum AS, the Company would need to secure funding from either equity financing or additional related party loans. During the six months ended June 30, 2021, the Company received net shareholder advances of \$340,000. There can be no assurance that the Company will be able to generate either sufficient dividends from Horzum AS or be able to generate funds from other sources.

Accordingly, until Akmetal makes significant payments, these conditions represent a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. The consolidated financial statements do not include adjustments to the carrying values of recorded assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

(d) Accounting policies not yet effective

(i) Amendments to IAS 1: Classification of Liabilities as Current or Non-Current

The amendments only affect the presentation of liabilities in the statement of financial position — not the amount or timing of recognition of any asset, liability income or expenses, or the information that entities disclose about those items. In October 2020, the IASB amended the adoption date by one year to annual reporting periods beginning on or after 1 January 2023 with early application permitted. The Company is currently evaluating the potential impact of these amendments on the Company's consolidated financial statements.

(ii) Amendments to IAS 37: Onerous Contracts and the cost of Fulfilling a Contract

The amendment specifies that 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling contracts. The amendment is effective for annual periods beginning on or after January 1, 2022 with early application permitted. The Company is currently not impacted by these amendments.

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

2. Basis of preparation and accounting policies (continued)

(d) Accounting policies not yet effective (continued)

(iii) Amendments to IFRS 3: Business Combinations

The amendments updated IFRS 3 for its *Reference to the Conceptual Framework*, added that for transactions and other events within the scope of IAS 37 or IFRIC 21, the acquirer applies IAS 37 or IFRIC 21 to identify liabilities it has assumed in a business combination, and also the acquirer does not recognize contingent assets acquired in a business combination. The amendment is effective for annual periods beginning on or after January 1, 2022 with early application permitted. The Company is currently not impacted by these amendments.

3. Investment in Horzum AS

On January 17, 2013, the Company, through its wholly owned Turkish subsidiary, Pasinex Arama, entered into a joint venture agreement with Turkey based miner, Akmetal, to explore for zinc and other associated commodities in the region between and around Horzum and Tufanbeyli, Adana Province, Turkey. A joint venture company was formed, Horzum AS, held 50% by each joint venture partner. Horzum AS is controlled by a board consisting of equal representatives of both Pasinex and Akmetal.

In 2013, Horzum AS acquired the Pinargozu mine in Turkey. The property is located within the Turkish Provinces of Adana and has been in operation since 2016 producing high grade zinc. The investment in Horzum AS is considered a joint venture for accounting purposes and accordingly is accounted for using the equity method.

The following table shows the change in the value of the Company's 50% investment in Horzum AS.

	As at June 30, 2021	As at December 31, 2020
Opening balance	\$ -	\$ -
Equity gain from Horzum AS	32,232	3,298
Dividend received from Horzum AS	(32,232)	(3,298)
Closing balance	\$ -	\$ -

Horzum AS can distribute its profits based on terms under the joint venture agreement, which requires approval from Horzum AS's Board of Directors. In March 2018, after approval from its Board of Directors and shareholders, Horzum AS declared a TRY 40 million dividend, of which Pasinex's share was TRY 20 million (approximately \$3.0 million using the June 30, 2021 spot rate). As of June 30, 2021, the Company had received approximately TRY 9.3 million (approximately \$2.5 million using the exchange rates in effect on the dates of receipt of the distributions) and TRY 10.7 million (\$1.6 million using the June 30, 2021 spot rate) remained to be paid. Due to the uncertainty of collection of the remaining dividend from Horzum AS, Pasinex has not recognized the dividend receivable and will recognize the dividend in the period in which it is paid. During the six months ended June 30, 2021, TRY 200,000 (\$32,232 using the exchange rates in effect on the dates of receipt of the distributions) (six months ended June 30, 2020 TRY 15,000 - \$3,298 using the exchange rates in effect on the dates of receipt of the distributions) was received and recorded as an equity gain.

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements
 Three and Six Months Ended June 30, 2021
 (Expressed in Canadian Dollars, unless otherwise indicated)
 Unaudited

3. Investment in Horzum AS (continued)

Summarized Financial Statements for Horzum AS

Summarized financial information for Horzum AS, based on its IFRS financial statements and a reconciliation with the carrying amounts in the Company's consolidated financial statements, are set out below.

Statement of Financial Position

<i>(100% basis Canadian dollars)</i>	As at June 30, 2021	As at December 31, 2020
Current assets		
Cash and prepaid expenses	\$ 18,274	\$ 16,095
Akmetal receivable (note 3(a))	33,148,184	33,862,790
Less - discount and allowance on Akmetal receivables (note 3(a))	(33,148,184)	(33,862,790)
Trade receivables – other	15,981	1,140
Other receivables	138,112	400,192
Inventories	273,842	159,972
Total current assets	446,209	577,399
Non-current assets		
Lease asset	294,496	380,568
Plant and equipment	366,010	482,739
Other non-current assets	42,495	58,439
Total non-current assets	703,001	921,746
Total assets	\$ 1,149,210	\$ 1,499,145
Current liabilities		
Trade payable and other current liabilities (note 3(c))	\$ 573,864	\$ 1,193,107
Amounts due to shareholders and related parties (note 3(b))	1,654,183	2,060,204
Lease liabilities	350,570	438,595
Income taxes payable	2,027,727	2,502,188
Total current liabilities	4,606,344	6,194,094
Non-current liabilities		
Employee benefits and other liabilities	73,152	87,936
Income taxes payable	3,255,341	5,004,377
Total liabilities	7,934,837	11,286,407
Equity		
Share capital	237,400	237,400
Deficit	(7,429,889)	(8,947,213)
Foreign exchange difference	406,862	(1,077,449)
Total liabilities and equity	\$ 1,149,210	\$ 1,499,145
Pasinex ownership interest	50 %	50 %
Net equity from above	\$ (6,785,627)	\$ (9,787,262)
Pasinex ownership interest in Horzum AS	\$ (3,392,814)	\$ (4,893,631)
Unpaid dividend	1,527,994	1,882,805
Impairment in excess of equity value	1,864,820	3,010,826
Pasinex investment in Horzum AS	\$ -	\$ -

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

3. Investment in Horzum AS (continued)

Statement of Operations

<i>(100% Canadian dollars)</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Revenue	\$ 1,662,460	\$ 1,415,378	\$ 2,995,419	\$ 2,262,577
Cost of sales	(796,579)	(1,180,416)	(1,836,327)	(1,643,506)
Selling, marketing and other distribution	(36,318)	(34,298)	(91,949)	(57,481)
Operating income	829,563	200,664	1,067,143	561,590
Impairment of Akmetal receivable (note 3(a))	(1,919,183)	(8,063,355)	(5,627,070)	(5,299,808)
General and administrative expenses	(54,019)	(32,456)	(118,300)	(86,706)
Foreign exchange gain	2,032,978	7,832,397	6,467,555	5,593,098
Finance expense	(14,477)	(17,852)	(31,785)	(148,258)
Other	11,981	365	32,638	763
Current income tax expense	(214,338)	(209,820)	(272,857)	(217,420)
Net income (loss)	\$ 672,505	\$ (290,057)	\$ 1,517,324	\$ 403,259
Pasinex ownership interest	50 %	50 %	50 %	50 %
Share of net income (loss)	\$ 336,252	\$ (145,028)	\$ 758,662	\$ 201,630
Recognition of prior year equity losses (note 3(d))	(336,252)	145,028	(758,662)	(201,630)
Dividend received	-	-	32,232	3,298
Equity gain for Horzum AS	\$ -	\$ -	\$ 32,232	\$ 3,298

(a) Akmetal has been facing liquidity issues since 2018. This combined with nonpayment of the Akmetal receivable led management to assess the probability of credit losses to be high. As a result, as required under IFRS 9, the Company took a full impairment charge of the receivables at December 31, 2018.

The total receivable from Akmetal is approximately \$33 million as at the end of June 30, 2021 compared with \$34 million at the end of December 31, 2020. The receivable consists of a number of items including joint venture sales proceeds received and withheld by Akmetal, the value of zinc product mined at the joint venture used by Akmetal, foreign currency gains on USD denominated amounts and the value of certain loan payments made to a customer on behalf of Akmetal (note 3(c)); less the value of ongoing operating expenses paid by Akmetal.

As a result of not having collected the Akmetal receivable, Horzum AS has not been able to pay its liabilities in the normal course of operations. Horzum AS currently has approximately \$4.6 million in current liabilities and a working capital deficiency of approximately \$4.2 million (\$5.6 million at December 31, 2020). Included within the total current liabilities are \$0.6 million owed in trade payables (\$1.2 million at December 31, 2020), \$1.7 million owed to the Company's wholly owned subsidiary in Turkey (\$2.1 million at December 31, 2020) and \$2.0 million in various taxes payable (\$2.5 million at December 31, 2020). Due to the tax restructuring 3.3 million of the taxes payable has been classified as non-current (\$5.0 million at December 31, 2020).

Due to Akmetal's continued liquidity issues and continued nonpayment of the receivable, management has continued to assess the probability of credit losses to be high. As a result, the receivable remains written down to zero. See note 2(c) Basis of Measurement and Going Concern for additional discussion on the collectability of the Akmetal receivable.

During the six months ended June 30, 2021, the Company's subsidiary received approximately \$32,232 (TRY 200,000) in dividend payments from Horzum AS. In addition, Akmetal paid approximately \$1.1 million (TRY 7.1 million) in tax instalments due under the tax restructuring plan (note 3(e)) on behalf of Horzum AS.

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

3. Investment in Horzum AS (continued)

(b) Amounts due to shareholders and related parties include the dividend payable to Pasinex Arama.

(c) Akmetal entered into a loan facility with one of its customers for overpayments received on advanced provisional invoice payments received in 2018. Akmetal did not make payments against the loan facility, but Horzum AS has paid a total of approximately US\$1.75 million (approximately \$2.2 million using the June 30, 2021 spot rate) to this customer, as at June 30, 2021.

(d) In 2020 and 2021, the equity loss from Horzum AS was greater than its investment value so the loss was capped as the investment could not be less than zero. The unrecognized loss will be applied against future equity gains. In the six months ended June 30, 2021, the income of \$758,662 reduced the carry forward losses.

(e) In December 2020, Horzum AS restructured its tax liabilities that were due as at August 31, 2020, as allowed by the Turkish taxation department. Horzum AS is scheduled to make instalments of its various tax debts, with each tax debt under its own schedule of 18 equal instalments. Akmetal has paid on behalf of Horzum AS certain of the instalments due in 2021. The total amount paid to June 30, 2021 is approximately (TRY) 7.1 million Turkish Lira, which is equivalent to approximately \$1.1 million using the exchange rates on the dates of the payments. The joint venture did not make any instalment payments that were due under the restructuring agreements subsequent to the end of the second quarter. As part of the tax restructuring agreements the joint venture is permitted to miss two instalments, per each restructuring agreement, during each year of the restructuring agreements three-year life. Horzum AS has missed one instalment for each of the restructuring agreements to the date of these financial statements, totaling (TRY) 2.3 million Turkish Lira, except for the restructuring that has been fully repaid. Horzum AS is therefore still in compliance with each of the tax restructuring agreements. Any missed instalments will become due and payable at the end of the month following the date of the last payment date of the restructuring. An additional requirement to remain in compliance with the restructuring agreements is that all current taxes from September 1, 2020, onward must be paid when they become due. As of the date of these financial statements, Horzum AS made all of these required payments.

4. Exploration and evaluation assets

	Horzum Properties	Gunman Project	Total
Balance as at December 31, 2019	\$ 632,884	\$ 1,323,605	\$ 1,956,489
Additions during the year:			
Acquisition costs - cash	-	19,589	19,589
Foreign exchange adjustment	(38,220)	-	(38,220)
Balance as at December 31, 2020	594,664	1,343,194	1,937,858
Foreign exchange adjustment	(20,520)	(53,666)	(74,186)
Balance as at June 30, 2021	\$ 574,144	\$ 1,289,528	\$ 1,863,672

(a) Horzum Properties

- The Company, through Pasinex Arama had acquired six properties in 2013 located near the Pinargozu mine. As at June 30, 2021, the Company only held the Akkaya Property with its exploration license in good standing.
- Subsequent to June 30, 2021, Pasinex Arama applied to MAPEG, the Turkish Mining Department, to convert its exploration status license at its Akkaya property to operational status and for Horzum AS to convert its pre-exploration status license at the Mahyalar property to exploration status. Pasinex Arama has been informed that the Akkaya license application was approved and is awaiting final receipt of the official license documentation.

Pasinex Resources Limited

Notes to Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2021

(Expressed in Canadian Dollars, unless otherwise indicated)

Unaudited

4. Exploration and evaluation assets (continued)

(b) Gunman Project

Pasinex through its wholly-owned subsidiary Pasinex Nevada, entered into an option agreement with Cypress Development Corp ("Cypress") and Caliber Minerals Inc. ("Caliber") (formerly named Silcom Systems Inc.) to earn up to an 80% interest in the Gunman Project (formerly the "Spur Zinc Project") located in White Pine County, Nevada ("Option Agreement"). The Option Agreement's total consideration to acquire an 80% interest is a combination of cash and Pasinex common shares. The Company must incur minimum exploration expenditures totalling US\$2,950,000.

On September 12, 2019, the Company announced they reached an agreement with Cypress and Caliber to change the terms relating to the earn in option agreement by changing the date of the US\$100,000 option payment to December 11, 2019 (paid) and deferred the 2019 exploration obligations to 2020.

On November 27, 2020, the Company entered into an additional amending agreement with Cypress and Caliber to extend the deadline for completion of the minimum exploration expenditures to December 31, 2022. Also, the deadline to acquire the additional 29% interest, as outlined below, has been extended to December 31, 2024. As part of the amending agreement the Company changed the name of the project to Gunman Project, agreed to pay US\$15,000 to Cypress and is required to spend a minimum of US\$200,000 by December 31, 2021 as a condition precedent for the effectiveness of the amending agreement.

The spending and associated ownership is as follows:

To acquire an initial 51% of the Gunman Project:

- In December 2017, a cash payment was made to Caliber of US\$125,000 (\$158,897) and 2.2 million Pasinex Common Shares (value of \$484,000) were issued to Caliber and Cypress.
- In September 2018, a cash payment of US\$200,000 (\$258,960) and issuance of 2.2 million Pasinex Common Shares (value of \$264,000) were made to Caliber and Cypress.
- In December 2019, a payment of US\$100,000 cash and issuance of 200,000 Pasinex Common Shares (valued at \$6,000) to Cypress.
- In addition, minimum exploration expenditures as defined in the Option Agreement must be spent as follows:
 - ◆ US\$250,000 prior to December 5, 2018 (paid)
 - ◆ US\$800,000 prior to December 5, 2019 (deferred to December 31, 2022 - spent US\$711,000 to June 30, 2021)
 - ◆ US\$800,000 prior to December 5, 2020 (deferred to December 31, 2022).

If the 51% option is exercised, Pasinex will enter into a joint venture agreement with Cypress. Total consideration to acquire the 51% interest includes US\$425,000 in cash payments, issuance of 4.6 million Pasinex Common Shares and minimum exploration expenditures of US\$1,850,000.

To acquire an additional 29% of the Gunman Project:

- Prior to December 5, 2021 (deferred to December 31, 2024) a payment of US\$250,000 cash and issuance of 200,000 Pasinex Common Shares to Cypress
- Spend an additional US\$1.1 million in exploration expenditures as defined in the Option Agreement.

The underlying licenses are in good standing until September 2021.

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5. Accounts payable and accrued liabilities

	As at June 30, 2021	As at December 31, 2020
Trade payables	\$ 640,335	\$ 531,093
Accrued liabilities	62,617	206,003
Total	\$ 702,952	\$ 737,096

6. Shareholder loans

On August 1, 2018, the Company entered into loans with certain shareholders and directors of the Company (the "lenders") in the form of promissory notes. The promissory notes are payable on demand by the lenders and bear interest at 6% per annum, payable quarterly in arrears commencing September 15, 2018. The promissory notes are secured by all the property and assets of the Company.

During the six months ended June 30, 2021, the Company received an additional \$340,000 (six months ended June 30, 2020 - \$405,500) from shareholders. During the three and six months ended June 30, 2021, the Company recorded interest expense of \$34,153 and \$65,591, respectively (three and six months ended June 30, 2020 - \$21,375 and \$39,591, respectively). As at June 30, 2021, the shareholder loans and accrued interest thereon totalled \$2,571,875 (December 31, 2020 - \$2,166,284).

7. Loan payable

On April 24, 2020, the Company applied for the Canada Emergency Business Account ("CEBA") interest-free loan. The Company received approval for up to \$40,000 in interest free loans. To date the Company has drawn all \$40,000 of the available amount. The loan balance must be repaid on or before December 31, 2022 in order to qualify for forgiveness of up to 25 percent of the amount drawn (up to \$10,000). Interest will be charged at 5% per annum on unpaid amounts beginning on January 1, 2023.

8. Share capital

(a) Authorized: Unlimited common shares with no par value.

(b) Issued and outstanding common shares:

	Number of Shares	Amount
Balance as at December 31, 2019 and June 30, 2020	144,554,371	\$ 12,888,506
Balance as at December 31, 2020 and June 30, 2021	144,554,371	\$ 12,888,506

Pasinex Resources Limited

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9. Stock options

The Company has a stock option plan (the “Plan”) in place under which it is authorized to grant options of up to 10% of its outstanding shares to officers, directors, employees and consultants. The exercise price of each option is to be determined by the Board of Directors but shall not be less than the discounted market price as defined by the CSE. The expiry date for each option should be for a maximum term of five years. The Plan was most recently approved at the Company’s 2015 Annual General Meeting.

The following table reflects the continuity of stock options for the periods presented:

	Number of Options	Weighted Average Exercise Price
Balance as at December 31, 2019	1,750,000	\$ 0.20
Granted (i)	1,500,000	0.04
Balance as at June 30, 2020	3,250,000	\$ 0.13
Balance as at December 31, 2020	3,250,000	\$ 0.13
Granted (ii)	8,500,000	0.04
Balance as at June 30, 2021	11,750,000	\$ 0.06

(i) On February 7, 2020, 1,500,000 stock options were granted to an officer of the Company at an exercise price of \$0.04 per stock option, expiring February 7, 2022. The stock options vested immediately. The fair value of the stock options at the date of grant of \$28,500 was estimated using the Black-Scholes valuation model with the following assumptions: a two-year expected term; a 188% expected volatility based on historical trends; risk-free interest rate of 1.47%; share price at the date of grant of \$0.03; and an expected dividend yield of 0%. The fair value was expensed in 2020.

(ii) On April 30, 2021, 8,500,000 stock options were granted to officers, directors, employees and consultants of the Company at an exercise price of \$0.04 per stock option, expiring April 30, 2026. The stock options vested immediately. The fair value of the stock options at the date of grant of \$323,000 was estimated using the Black-Scholes valuation model with the following assumptions: a five-year expected term; a 184% expected volatility based on historical trends; risk-free interest rate of 0.93%; share price at the date of grant of \$0.04; and an expected dividend yield of 0%. During the six months ended June 30, 2021, the Company expensed \$323,000.

The Company had the following stock options outstanding as of June 30, 2021:

Expiry Date	Number of Options		Exercise Price	Weighted Average Remaining Contractual Life (years)
	Outstanding	Exercisable		
December 31, 2021	1,000,000	1,000,000	\$ 0.25	0.50
February 7, 2022	1,500,000	1,500,000	\$ 0.04	0.61
August 14, 2022	200,000	200,000	\$ 0.25	1.12
January 24, 2023	50,000	50,000	\$ 0.20	1.57
July 25, 2024	500,000	500,000	\$ 0.09	3.07
April 30, 2026	8,500,000	8,500,000	\$ 0.04	4.84
	11,750,000	11,750,000	\$ 0.13	3.78

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10. Net loss per common share

Basic and diluted net loss per share are as follows for the periods presented:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Numerator:				
Net loss	\$ (595,616)	\$ (295,958)	\$ (805,262)	\$ (692,406)
Denominator				
Weighted average number of common shares - basic and diluted	144,554,371	144,554,371	144,554,371	144,554,371
Net loss per share - basic and diluted	\$ (0.01)	\$ (0.00)	\$ (0.01)	\$ (0.00)

11. General and administration costs

General and administration costs are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Advertising and promotion	\$ -	\$ 369	\$ -	\$ 392
Consulting fees (note 12)	48,965	92,198	100,352	165,862
Investor relations	13,323	1,216	13,323	1,568
Management fees and salaries (note 12)	35,204	51,024	69,818	102,946
Office and general	18,063	8,886	28,998	20,798
Professional fees	81,329	42,147	127,935	122,656
Transfer agent and regulatory fees	3,787	5,036	11,984	26,441
Travel and meals	6,867	3,728	15,933	23,158
Other	1,000	(4,056)	2,138	3,561
General and administration costs	\$ 208,538	\$ 200,548	\$ 370,481	\$ 467,382

12. Related party balances and transactions

Related parties and related party transactions impacting the accompanying consolidated financial statements are summarized below and include transactions with key management personnel, which includes those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers. A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of these entities. A number of these entities had transactions with the Company during the year. The terms and conditions of these transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, or similar transactions to non-key management personnel related entities on an arm's length basis.

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12. Related party balances and transactions (continued)

A summary of the related party transactions and balances is as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Management fees and salaries	\$ 34,850	\$ 51,000	\$ 69,050	\$ 97,469
Consulting fees	39,417	60,590	80,928	106,418
Share-based payments	323,000	-	323,000	28,500
Interest expense on shareholder loans	34,153	21,375	65,591	39,591
	\$ 431,420	\$ 132,965	\$ 538,569	\$ 271,978

Amounts payable to related parties were as follows:

	As at June 30, 2021	As at December 31, 2020
Due to related parties:		
7312067 Canada Limited ⁽¹⁾	121,384	141,384
Larry Seeley ⁽²⁾	129,354	129,354
Joachim Rainer ⁽²⁾	5,000	5,000
Jonathan Challis ⁽²⁾	9,250	14,250
1514341 Ontario Inc. ⁽³⁾	17,961	17,961
Victor Wells ⁽²⁾	78,000	66,000
Soner Koldas ⁽⁴⁾	95,124	97,718
Rainer Beteiligungsgesellschaft ⁽⁶⁾	1,793	1,905
2192640 Ontario Inc. ⁽⁷⁾	30,236	32,673
	\$ 488,102	\$ 506,245
Shareholder loans (note 6):		
1514341 Ontario Inc. ⁽³⁾	\$ 1,764,522	\$ 1,380,071
Seeley Holdings Ltd. ⁽⁵⁾	624,206	607,801
Rainer Beteiligungsgesellschaft ⁽⁶⁾	72,569	70,673
Shareholder loans to unrelated parties	110,578	107,739
	\$ 2,571,875	\$ 2,166,284

(1) Steven Williams was the Chief Executive Officer of the Company until his resignation on August 25, 2020. 7312067 Canada Limited is controlled by Mr. Williams.

(2) Larry Seeley, Joachim Rainer, Jonathan Challis and Victor Wells were directors of the Company at June 30, 2021 and December 31, 2020.

(3) 1514341 Ontario Inc. is a company controlled by Larry Seeley, a director of the Company.

(4) Soner Koldas is the General Manager of Pasinex AS and Managing Director of Horzum AS.

(5) Seeley Holdings Ltd. is a company controlled by a family member of Larry Seeley, a director of the Company.

(6) Rainer Beteiligungsgesellschaft is owned by Joachim Rainer a director of the Company.

(7) 2192640 Ontario Inc. is a company controlled by Andrew Gottwald, the CFO of the Company.

These transactions are in the normal course of operations and have been valued in these consolidated financial statements at the amount of consideration established and agreed to by the related parties. Amounts due to related parties are unsecured, non-interest bearing and due on demand.

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12. Related party balances and transactions (continued)

To the knowledge of the directors and officers of the Company, as at June 30, 2021, no person or corporation beneficially owns or exercises control or direction over common shares of the Company carrying more than 10% of the common shares of the Company other than set out below:

	Number of Common Shares	Percentage of Outstanding Common Shares
Larry Seeley	30,000,591	20.75 %

13. Segmented information

The Company has one operating segment, acquisition, exploration and development of mineral properties. The table below shows consolidated data by geographic segment based on the location:

	As at June 30, 2021	As at December 31, 2020
Non-current assets by geographic segment		
Turkey	\$ 629,421	\$ 666,936
United States	1,289,528	1,343,194
	\$ 1,918,949	\$ 2,010,130

	As at June 30, 2021	As at December 31, 2020
Total assets by geographic segment		
Turkey	\$ 644,924	\$ 686,082
Canada	78,860	84,805
United States	1,289,528	1,343,194
	\$ 2,013,312	\$ 2,114,081

Six Months Ended June 30, 2021	Canada	Turkey	United States	Total
Equity gain from joint venture	\$ -	\$ 32,232	\$ -	\$ 32,232
Net (loss) income	\$ (767,760)	\$ 40,357	\$ (77,859)	\$ (805,262)

Six Months Ended June 30, 2020	Canada	Turkey	United States	Total
Equity gain from joint venture	\$ -	\$ 3,298	\$ -	\$ 3,298
Net loss	\$ (18,364)	\$ (586,143)	\$ (87,899)	\$ (692,406)

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13. Segmented information (continued)

Three Months Ended June 30, 2021	Canada	Turkey	United States	Total
Net loss	\$ (537,024)	\$ (21,246)	\$ (37,346)	\$ (595,616)

Three Months Ended June 30, 2020	Canada	Turkey	United States	Total
Net income (loss)	\$ 303,360	\$ (555,352)	\$ (43,966)	\$ (295,958)

14. Subsequent event

Subsequent to June 30, 2021, the Company received \$70,000 from additional related party loans.