LATIN METALS INC.

(An Exploration Stage Company)

CONDENSED INTERIM
CONSOLIDATED FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

For the three months ended January 31, 2024 and 2023

Corporate Registered Office

Suite 880 – 320 Granville Street,
Vancouver, BC, V6C 1S9, Canada
Tel: 604-638-3456

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NOTICE TO READER

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

The condensed consolidated interim financial statements of the Company for the three months ended January 31, 2024 have been prepared by and are the responsibility of the Company's management.

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

LATIN METALS INC.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Unaudited. Expressed in Canadian dollars)

		January 31, 2024		October 31, 2023
ASSETS				
Current				
Cash and cash equivalents	**$**	**153,275**	$	333,624
Receivables		**12,195**		54,217
Prepaid expenses		**78,757**		129,515
		244,227		517,356
Investments (note 3)		**799,339**		811,526
Property and equipment (note 4)		**58,646**		135,538
Exploration and evaluation assets (note 5)		**5,141,016**		5,097,682
Total Assets	**$**	**6,243,228**	**$**	**6,562,102**
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current				
Accounts payable and accrued liabilities (note 10)	**$**	**375,413**	$	259,581
Lease liabilities, current (note 6)		**-**		40,736
Short-term loans (note 7 and 9)		**563,004**		548,724
		938,417		849,041
Lease liabilities, long term (note 6)		**-**		33,254
Total Liabilities		**938,417**		882,295
Shareholders' Equity				
Share capital (note 8)		**15,187,295**		15,187,295
Shares subscriptions received (note 13)		**42,000**		-
Reserves (note 8)		**2,802,860**		2,802,860
Deficit		**(12,727,344)**		(12,310,348)
Total Shareholders' Equity		**5,304,811**		5,679,807
Total Liabilities and Shareholders' Equity	**$**	**6,243,228**	**$**	**6,562,102**

Approved on behalf of the Board of Directors on March 26, 2024

"Keith Henderson" Director *"David Cass"* Director

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

LATIN METALS INC.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Unaudited. Expressed in Canadian dollars)

	Three months ended January 31, 2024	2023
Operating expenses		
Consulting fees (note 9)	**$ 116,155**	$ 117,116
Depreciation (note 4)	**15,752**	7,334
Impairment loss on VAT receivable and other	**2,315**	2,474
Investor relations and promotion	**70,313**	39,670
Office and general	**24,766**	30,131
Professional fees	**24,206**	48,485
Property investigation costs	**35,763**	14,879
Regulatory and transfer agent	**10,228**	9,799
Salaries, benefits, and directors' fees (note 9)	**87,453**	47,104
Share-based compensation (notes 8 and 9)	**-**	448,259
Travel	**12,315**	16,985
Loss from operations	**(399,266)**	(782,236)
Other items		
Fair value loss, investments (note 3)	**(12,187)**	-
Finance costs (notes 6 and 7)	**(32,404)**	(3,268)
Foreign exchange gain	**22,070**	25,924
Gain on lease termination	**4,791**	-
	(17,730)	22,656
Loss and comprehensive loss for the period	**$ (416,996)**	**$ (759,580)**
Basic and diluted loss per share	**$ (0.01)**	**$ (0.01)**
Weighted average number of common shares outstanding – basic and diluted	**71,476,251**	**70,325,847**

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

LATIN METALS INC.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(Unaudited. Expressed in Canadian dollars)

	Share Capital		Share subscriptions received	Reserves	Deficit	Total Shareholders' Equity
	Shares	Amount				
Balance, October 31, 2022	**69,962,414**	**$ 14,905,151**	**-**	**$ 2,271,038**	**$ (11,234,944)**	**$ 5,941,245**
Shares issued for non-cash: Property acquisition – finders' fees	711,400	96,039	-	-	-	96,039
Share-based compensation	-	-	-	497,722	-	497,722
Net loss for the period	-	-	-	-	(759,580)	(759,580)
Balance, January 31, 2023	**70,673,814**	**$ 15,001,190**	**-**	**$ 2,768,760**	**$ (11,994,524)**	**$ 5,775,426**
Balance, October 31, 2023	**71,476,251**	**$ 15,187,295**	**-**	**$ 2,802,860**	**$ (12,310,348)**	**$ 5,679,807**
Share subscriptions received	-	-	42,000	-	-	42,000
Net loss for the period	-	-	-	-	(416,996)	(416,996)
Balance, January 31, 2024	**71,476,251**	**$ 15,187,295**	**42,000**	**$ 2,802,860**	**$ (12,727,344)**	**$ 5,304,811**

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

LATIN METALS INC.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited. Expressed in Canadian dollars)

	Three months ended January 31,	
	2024	**2023**
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the period	**$ (416,996)**	$ (759,580)
Items not affecting cash:		
Depreciation	**15,752**	7,334
Fair value remeasurement of investments	**12,187**	-
Finance costs	**32,404**	-
Gain on termination of lease	**(4,791)**	-
Share-based compensation	**-**	448,259
Changes in non-cash working capital items:		
Receivables	**42,022**	23,392
Prepaid expenses	**50,758**	(87,104)
Accounts payable and accrued liabilities	**133,076**	(102,913)
Net cash used in operating activities	**(135,588)**	(470,612)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of equipment	**(4,732)**	(30,809)
Option proceeds and proceeds from sale of exploration and evaluation assets	**-**	273,740
Expenditures on exploration and evaluation assets	**(69,516)**	(428,247)
Net cash used in investing activities	**(74,248)**	(185,316)
CASH FLOWS FROM FINANCING ACTIVITIES		
Share subscriptions received	**42,000**	-
Payment of lease liability	**(12,513)**	(5,732)
Net cash provided (used) by financing activities	**29,487**	(5,732)
Change in cash and cash equivalents for the period	**(180,349)**	(661,660)
Cash and cash equivalents, beginning of the period	**333,624**	1,136,196
Cash and cash equivalents, end of the period	**$ 153,275**	$ 474,536

Supplemental disclosure with respect to cash flows (note 10)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Latin Metals Inc. (the "Company" or "Latin Metals") was incorporated under the laws of the Province of British Columbia, Canada on January 9, 2006. The Company's principal business activity is the acquisition, exploration and evaluation of mineral properties located in South America. The Company operates with a Prospect Generator model focusing on the acquisition of prospective exploration properties at a low cost, completing initial evaluation through cost-effective exploration to establish drill targets, and ultimately securing joint venture partners to fund drilling and advanced exploration. Shareholders are exposed to the upside of a significant discovery without the dilution associated with funding the highest-risk drill-based exploration. The Company's common shares trade on the TSX Venture Exchange ("TSX-V") under the symbol "LMS" as well as on the OTCQB Venture Market under the symbol "LMSQF".

The mailing address of the Company is Suite 890 – 999 West Hastings Street, Vancouver, BC, V6C 2W2, Canada. The registered and records offices of the Company are located at Suite 1170 – 1040 West Georgia Street, Vancouver, BC, V6E 4H1, Canada.

As at January 31, 2024, the Company has working capital deficit of $694,190 (October 31, 2023 - working capital deficit of $331,685) and an accumulated deficit of $12,727,344 (October 31, 2023 - $12,310,348). The Company recorded a net loss of $416,996 for the three months ended January 31, 2024 (three months ended January 31, 2023 - $759,580). Subsequent to January 31, 2024, the Company closed a private placement for gross proceeds of $700,000 (Note 14).

The Company is in the process of exploring and developing its mineral properties and has not yet determined whether these properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production or proceeds from the disposition thereof.

These condensed interim consolidated financial statements have been prepared under the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The Company has incurred losses from inception and does not currently have financial resources to sustain operations in the long term. The ability to continue as a going concern remains dependent upon the Company's ability to obtain the financing necessary to continue to fund its operations. There is no assurance, however, that future financings will be available on favourable terms. An inability to raise additional financing may impact the future assessment of the Company as a going concern. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern.

These condensed interim consolidated financial statements do not reflect the adjustments relating to the recoverability of assets and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

(Unaudited. Expressed in Canadian dollars)

2. BASIS OF PREPARATION

Basis of presentation

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). The Board of Directors approved the condensed interim consolidated financial statements on March 26, 2024.

The condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Company's audited consolidated financial statements for the years ended October 31, 2023 and 2022.

These condensed consolidated interim financial statements have been prepared on the historical cost basis, except for financial assets and liabilities recorded at fair value, and include the accounts of the Company and its wholly-owned subsidiaries outlined under principles of consolidation. These consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Principles of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its subsidiaries as follows:

Subsidiary	Proportion of Ownership Interest	Country of Incorporation	Principle Activity
Cardero Argentina S.A.	100%	Argentina	Exploration
Asterion S.A.	100%	Argentina	Exploration
Acrux S.A.	100%	Argentina	Exploration
Zafiro Mining S.A.C.	100%	Peru	Exploration
1377269 B.C. Ltd.	100%	Canada	Holding
1377258 B.C. Ltd.	100%	Canada	Holding
1054749 B.C. Ltd.	100%	Canada	Holding

The Company established its subsidiary 1377269 B.C. Ltd. and 1377258 B.C. Ltd. in 2022, and through them acquired 100% of Asterion S.A. and Acrux S.A. respectively in 2023. The acquisitions were accounted for as asset acquisitions as neither entity met the definition of a business as defined in IFRS 3.

The Company consolidates its subsidiaries on the basis that it controls the subsidiary through its ability to govern its financial and operating activities. All intercompany transactions and balances are eliminated on consolidation.

Management consolidates all subsidiaries and entities which it is determined that the Company controls. Control is evaluated on the ability of the Company to direct the activities of the subsidiary or entity to derive variable returns and management uses judgment in determining whether control exists. Judgment is exercised in the evaluation of the variable returns and in determining the extent to which the Company has the ability to exercise its power to generate variable returns.

2. BASIS OF PREPARATION *(Cont'd…)*

Reporting and functional currency

The consolidated financial statements of the Company are presented in Canadian dollars, which is the functional currency of the Company and its subsidiaries.

Significant accounting judgments, estimates and assumptions

Estimates and judgments are based on management's experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, profit and expenses. The estimates and associated assumptions are continuously evaluated and are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. In preparing these condensed interim consolidated financial statements, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied to the audited consolidated financial statements for the year ended October 31, 2023.

Significant accounting policies

The accounting policies followed in these condensed interim consolidated financial statements are the same as those applied in the Company's most recent audited consolidated financial statements for the years ended October 31, 2023 and 2022.

(Unaudited. Expressed in Canadian dollars)

3. INVESTMENTS

The Company's investments consist of 1,000,000 common shares and 1,000,000 share purchase warrants issued to the Company by South American Lithium Corp. ("SALi"), a privately held corporation, as part of the purchase price of El Quemado project (Note 5(b)).

	Common shares	Warrants	Total
Balance, October 31, 2023	$ 500,000	$ 311,526	$ 811,526
Changes in fair value	-	(12,187)	(12,187)
Balance, January 31, 2024	**$ 500,000**	**$ 299,339**	**$ 799,339**

The common shares are measured at fair value through profit and loss, using Level 3 of the fair value hierarchy inputs. Changes in fair value are recorded in the consolidated statements of loss and comprehensive loss. As at January 31, 2024 and October 31, 2023, the Company held 1,000,000 of SALi's common shares.

The warrants are measured at fair value through profit and loss, with the changes in fair value recorded in the consolidated statements of loss and comprehensive loss. The Company used the Black-Scholes option pricing model to calculate the fair value of the SALi's warrants subsequent to initial recognition. The Company used the following weighted average assumptions to fair value the warrants:

SALi warrants fair value assumptions	January 31, 2024	October 31, 2023
Risk-free interest rate	3.50%	4.18%
Expected life of options	4.1	4.4
Annualized volatility	100%	100%
Dividend rate	0%	0%

As at January 31, 2024 and October 31, 2023, the Company held 1,000,000 of SALi's share purchase warrants, each warrant entitling the Company to purchase one common share of SALi at $1.00 until March 10, 2028.

(Unaudited. Expressed in Canadian dollars)

4. PROPERTY AND EQUIPMENT

Property and equipment is recorded at cost and at January 31, 2024 and October 31, 2023 and was comprised as follows:

	Computers & software	Right-of-use asset	Field Equipment	Total
Cost				
Balance, October 31, 2022	**$ 28,734**	**$ 82,980**	**$ -**	**$ 111,714**
Additions	4,885	29,090	61,342	95,317
Balance, October 31, 2023	**$ 33,619**	**$ 112,070**	**$ 61,342**	**$ 207,031**
Additions	-	-	4,732	4,732
Office lease termination	-	(112,070)	-	(112,070)
Balance, January 31, 2024	**$ 33,619**	**$ -**	**$ 66,074**	**$ 99,693**
Accumulated depreciation				
Balance, October 31, 2022	**$ 15,597**	**$ 6,915**	**$ -**	**$ 22,512**
Depreciation	2,897	35,520	10,564	48,981
Balance, October 31, 2023	**$ 18,494**	**$ 42,435**	**$ 10,564**	**$ 71,493**
Depreciation	5,804	9,948	6,185	21,937
Office lease termination	-	(52,383)	-	(52,383)
Balance, January 31, 2024	**$ 24,298**	**$ -**	**$ 16,749**	**$ 41,047**
Carrying amounts				
At October 31, 2023	**$ 15,125**	**$ 69,635**	**$ 50,778**	**$ 135,538**
At January 31, 2024	**$ 9,321**	**$ -**	**$ 49,325**	**$ 58,646**

The Company recognized a right-of-use ("ROU") asset for a three-year lease of office space that commenced on August 1, 2022 and modified on March 1, 2023 to reflect rent increase (Notes 6 and 9). The rent increase was not accounted for as a separate lease, and the right-of-use asset and lease obligation were measured at the present value of the amended lease payments and discounted using an incremental borrowing rate of 18%. Office lease agreement was terminated effective February 1, 2024.

5. EXPLORATION AND EVALUATION ASSETS

Title to Mineral Property Interests

Title to mineral property interests involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral claims. Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfer and may be affected by undetected defects.

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(a) Mina Angela Property – Argentina

The Company entered into an acquisition agreement in April 2004, pursuant to which and in consideration of aggregate cash payments to the vendor of US$400,000, the Company acquired a 100% interest in mineral concessions, known as Mina Angela, in Chubut Province, Argentina, subject to a 1% NSR Royalty to the vendor.

In 2021, Patagonia Gold Corp. ("Patagonia") fulfilled the terms and exercised the option it had with the Company to acquire a 100 % interest in the Mina Angela property. The Company is entitled to receive a 1.25% NSR Royalty on any future production from the Mina Angela property, half of which royalty can be repurchased by Patagonia from the Company at any time for cash consideration of US$1,000,000. In addition, the Company is entitled to receive US$500,000 from Patagonia within thirty days of verification, to Patagonia's satisfaction, that the legal restrictions preventing development of mining activity in the Chubut Province and at the Mina Angela property have been lifted.

(b) El Quemado – Argentina

On March 3, 2023, the Company announced sale of a 100% interest in the El Quemado project to SALi. The consideration consisted of $400,000 in cash and $500,000 in units of SALi at a fair value of $0.50 per unit. Each unit consists of 1,000,000 common shares and 1,000,000 share purchase warrants exercisable at $1.00 for a period of five years (Note 3).

The Company retains a 2% NSR Royalty on the project. One half of the 2% NSR Royalty can be purchased at any time prior to production by SALi from the Company for US$3,000,000 cash payment.

(c) Salta Properties – Argentina

Salta Properties include three distinctive projects, namely, Organullo property, Ana Maria property, and Trigal property, in which the Company owns 100% interest. The Company acquired 100% interest in the Organullo property from a private vendor in consideration of the issuance of 70,000 common shares in 2004. Ana Maria and Trigal properties were acquired through direct staking in 2015.

Binding option agreement with AngloGold Ashanti

May 27, 2022, the Company entered into a binding option agreement with AngloGold Argentina Exploraciones S.A. ("AngloGold"), a wholly owned subsidiary of AngloGold Ashanti Ltd. Subsequently, AngloGold provided notice that all conditions precedent have been satisfied, and as a result the Option Agreement's commencement date has been established as June 2, 2022. Under the terms of the Option Agreement, the Company granted to AngloGold the option to earn up to an 80% interest in the Company's Organullo, Ana Maria, and Trigal gold projects located in Salta Province, northwestern Argentina.

Under the terms of the option agreement, AngloGold has been granted the option to earn an initial 75% interest in the Salta Properties by making cash payments to the Company in the aggregate amount of US$2,575,000 and spending an aggregate amount of US$10,000,000 on exploration expenditures related to the Salta Properties within five years of the commencement date.

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(c) Salta Properties – Argentina *(Cont'd…)*

The terms of the Option are as follows:

Date		Payments in cash to Latin Metals (US$)		Expenditures commitments (US$)
On or before June 17, 2022	$	275,000 (received)	$	-
On or before June 2, 2023		100,000 (received)		-
On or before June 2, 2024		150,000		2,000,000
On or before June 2, 2025		200,000		-
On or before June 2, 2026		850,000		4,000,000
On or before June 2, 2027		1,000,000		4,000,000
Total	**$**	**2,575,000**	**$**	**10,000,000**

Upon the fulfilment of the payment obligations and exploration expenditures set forth above, and the delivery by AngloGold to the Company of a notice of exercise of the option and subject to the exercise of Top-Up Right (as defined below), AngloGold and the Company will be deemed to have formed a joint venture (the "Joint Venture") for the continued exploration, development and, if warranted, commercialization of the Salta Properties, in respect of which the initial participating interests of the parties will be, AngloGold as to 75% and the Company as to 25%.

Upon the exercise of the option, AngloGold may give notice to the Company of its intention to increase its interest in the Salta Properties to 80% (the "Top-Up Right"). The Top-Up Right may be exercised within 150 days of the option exercise date by AngloGold:

- Preparing and delivering to the Company an independent Measured and Indicated Mineral Resource estimate prepared in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101") on one or more deposits contained within the Projects; and
- Paying to the Company an amount of US$4.65 per gold equivalent ounce contained within the Measured and Indicated Mineral Resource estimate.

Upon the exercise of the Top-Up Right, the parties' interests in the Joint Venture will be adjusted such that the participating interests of the parties will be AngloGold as to 80% and the Company as to 20%.

If and when the parties form the Joint Venture, the provisions of the agreement governing the Joint Venture will be negotiated and settled by the parties and will provide, among other things, that if the participating interest of either party falls below 10%, the interest of such party shall be converted to a 2% net smelter returns royalty ("NSR Royalty"), half of which (being 1%) can be purchased by the other party for US$5,000,000 at any time until the date that is three (3) months after a production decision concerning one or more of the Salta Properties has been made.

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(d) Esperanza – Argentina

On July 9, 2018, the Company entered into a definitive property option agreement, as amended on June 15, 2019, to acquire a 100% interest in the Esperanza copper-gold porphyry deposit located in the San Juan Province, Argentina.

Under the definitive property option agreement, as amended, the Company has the right to earn a 100% interest in the project through the payment of US$2,306,000 and the issuance of common shares in the Company valued at US$500,000 at the time of issuance to the vendor.

On December 14, 2023, the Company and the underlying optionor renegotiated the terms of the definitive property option agreement for the Company to acquire a 100% interest in Esperanza and had entered into an amending agreement. The amending agreement postpones the December 31, 2023 cash payment until May 5, 2024, and reduces the amount of the payment to US$100,000 (which payment is an irrevocable commitment). The revised payment schedule is as follows:

Date	Payments in cash (US$)	Payments in shares (US$)
Payments made as at October 31, 2021 and 2022	$ 623,000 (paid)	-
January 10, 2023	200,000 (paid)	-
June 30, 2023	250,000 (paid)	-
May 5, 2024	100,000	-
30 days following receipt of a drilling permit [(1)]	250,000	-
12 months following receipt of a drilling permit	250,000	-
18 months following receipt of a drilling permit	250,000	250,000
24 months following a receipt of a drilling permit	383,000	250,000
Total	**$ 2,306,000**	**$ 500,000**

[(1)] If a drill permit for Esperanza is not secured by the Company on or prior to July 31, 2025, the underlying optionor has the right to terminate the definitive option agreement.

Upon completion of the option payments and share issuances, the Company will be deemed to have exercised the option and will have earned an undivided 100% legal and beneficial interest in and to the project, subject to a 2% NSR Royalty to be granted to the vendor. The Company will have a right to buy back 0.5% of the NSR Royalty for US$1,000,000, at which time the NSR Royalty payable to the vendor shall be 1.5%.

During the year ended October 31, 2023, the Company issued 711,400 common shares fair valued at $96,039 (US$70,820) as a final payment of the finder's fee of US$172,800 for Esperanza (Note 8).

Earn-in agreement with Libero Copper and Gold Corporation

On January 20, 2021, the Company signed a binding letter agreement with Libero Copper and Gold Corporation ("Libero"), pursuant to which the Company granted Libero an option to acquire a 70% interest in the Esperanza copper -gold project ("Libero earn-in agreement"). In order to fulfil the option, Libero had to pay to the Company US$ 2,403,000 over 4.5 years and incur an aggregate of US$ 2,000,000 of exploration expenditures on the project.

On December 21, 2023, the Company announced that it had terminated the Libero earn-in agreement on the basis of Libero's failure to make a payment in the amount of US$350,000 on or before December 6, 2023. For the duration of the agreement Libero had paid to the Company US$ 920,000.

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(e) Tres Cerros - Argentina

On February 7, 2019, the Company entered into a definitive option agreement, as amended, pursuant to which the Company was granted options to acquire a 100 % interest, subject to certain royalty conditions, in a group of properties, referred to as Tres Cerros: the Cerro Bayo, Cerro Bayo Sur and Flora Este properties.

The Company can earn an initial 80% interest in Tres Cerros (the "First Option"), followed by the remaining 20% interest (the "Second Option"), by making staged cash and common shares payments.

Details on the consideration the Company is required to pay and issue shares in respect to the Tres Cerros properties is as follows:

Date	Payments in cash (US$)	Shares	Payments in shares or cash (US$)	Cumulative earned interest
April 8, 2019	$ 12,500 (paid)	-	$ -	-
May 1, 2020	7,500 (paid)	175,000 (issued)	-	-
November 1, 2020	8,750 (paid)	175,000 (issued)	-	
May 5, 2021	58,750 (paid)	450,000 (issued)	-	-
May 10, 2022	75,000 (paid)	-	77,334 (issued)	35%
May 10, 2023(1)	100,000 (paid)	-	133,577 (issued)	51%
May 10, 2024	200,000	-	182,789	71%
May 10, 2025	500,000	-	253,032	80%
Total	**$ 962,500**	**800,000**	**$ 646,732**	**80%**

(1)Barrick Gold Corporation paid US$100,000 directly to the underlying owner of the properties. The Company issued 757,437 common shares with a fair value of US$133,577 ($181,785) to the underlying owner of the properties as per the terms of the underlying option agreement. The fair value per share was based on the listed market price of the Company's common shares at the date of issuance (Note 8).

As part of the earn-in commitment, the Company is required to deliver a technical report in accordance with NI 43-101, with the subject property being the more advanced of the properties.

For a period of 120 days after the exercise of the First Option, the Company will have the Second Option to acquire the remaining 20% (aggregate 100%) interest in Tres Cerros, by making a payment of US$400,000 cash and a payment of US$400,000 payable in common shares of the Company, or in cash (at the Company's option) to the underlying owners. Acquisition of 100% is subject to a 0.75% NSR Royalty, of which two-thirds of the royalty (0.5%) can be purchased at any time for US$1,000,000.

Earn-in agreement with Barrick Gold Corporation

Effective February 25, 2022, the Company and Barrick Gold Corporation ("Barrick") entered into an earn-in agreement whereby Barrick has the right to acquire up to an 85% interest in the Company's Tres Cerros project: Cerro Bayo, Cerro Bayo Sur and Flora Este. Barrick's earn-in right consists of an initial option (the "Barrick First Option") to acquire a 70% interest in the properties and a second option (the "Barrick Second Option") to acquire an additional 15% (aggregate 85%) interest, by fulfilling certain requirements.

On October 27, 2023, the Company announced that Barrick had provided notice to the Company of their intention to relinquish the option to acquire up to 85% in Tres Cerros project and terminate the earn-in agreement, effective January 25, 2024.

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(e) Tres Cerros – Argentina *(Cont'd…)*

During the period of the earn-in agreement Barick paid the following amounts towards fulfilment of the requirements of the agreement:

Date		Payments in cash to Latin Metals (US$)		Assumed payments due under underlying option agreement (US$)
February 25, 2022	$	150,000	$	-
On or before February 25, 2023		50,000		-
On or before April 20, 2022		-		152,334
On or before April 20, 2023[1]		-		233,577
	$	**200,000**	**$**	**385,911**

[1] Barrick paid US$100,000 directly to the underlying owner of the properties and US$133,577 ($181,785) to the Company. The Company issued 757,437 common shares with a fair value of US$133,577 ($181,785) to the underlying owner of the properties as per the terms of the underlying option agreement. The fair value per share was based on the listed market price of the Company's common shares at the date of issuance.

(f) Mirador – Argentina

The Company acquired Mirador sedimentary copper property by staking. The property consists of up to 99,000 hectares and is located approximately 110 km by road from Salta, Argentina. Mirador projects is adjacent to the Company's Solaris and Ventana projects.

(g) Solario – Argentina

The Company acquired a 100% interest in Solario copper project from a private company. The project covers approximately up to 171,000 hectares in Salta and is adjacent to the Company's Mirador project and Ventana Project.

(h) Ventana – Argentina

The Company acquired a 100% interest in Ventana copper project from a private company. The project covers approximately up to 176,500 hectares in Salta and are adjacent to the Company's Mirador project and Solario project.

(i) Terraza – Argentina

The Company acquired a 100% interest in Terraza sedimentary copper project by staking. The project covers approximately up to 68,000 hectares in Jujuy Province, Argentina.

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(j) Lacsha Property – Peru

The Company acquired the Lacsha copper property by staking. The 100% owned property consists of 4,000 hectares and is located in the northern Lima-Ica portion of the Coastal Copper Blet, 110 km from Lima, Peru.

(k) Auquis Property – Peru

The Company acquired the Auquis copper property by staking. The 100% owned property consists of 3,600 hectares and is located in the northern Lima-Ica portion of the Coastal Copper Blet, 377 km south of Lima Peru.

(l) Jacha Property – Peru

The Company acquired the Jacha copper property by staking. The 100% owned property consists of 2,200 hectares and is located 150 km from Cuzco.

(m) Yanba Property – Peru

The Company acquired the Yanba copper property by staking. The 100% owned property consists of 4,000 hectares and is located and is located 91 km north of Lima and 20 km north-west form Lacsha property. During the year ended October 31, 2023 indicators of impairment were noted as the Company has no future plans for the property. The property's recoverable value was determined to be $nil, leading to an impairment write-down of $32,014, in accordance with Level 3 of the fair value hierarchy.

(n) Loli, Tilo, Para Properties – Peru

The Company acquired the three copper exploration projects by staking. The 100% owned projects cover 5,000 hectares and are located in the Coastal Copper Belt, Peru. The projects are located approximately 130 km southwest of the Company's Lacsha copper project.

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(o) Exploration and evaluation assets continuity

	ARGENTINA	PERU	TOTAL
Balance, October 31, 2022	**$ 3,863,326**	**$ 1,041,988**	**$ 4,905,314**
Acquisition costs			
Shares issued for option payment, fair value	181,785	-	**181,785**
Shares issued for finder's fees, fair value	96,039	-	**96,039**
Option payments and claim staking	634,419	-	**634,419**
Option proceeds	(987,090)	-	**(987,090)**
Sale proceeds	(900,000)	-	**(900,000)**
Claim maintenance and legal fees	192,937	28,331	**221,268**
Total acquisition costs(proceeds) for the year	(781,910)	28,331	**(753,579)**
Exploration costs			
Community relations	-	29,872	**29,872**
Field expenses, incl. support contractors	-	118,544	**118,544**
Geological consultants and contractors	-	95,695	**95,695**
Geochemical	-	17,215	**17,215**
Geophysical	-	139,043	**139,043**
Salaries	-	42,400	**42,400**
Share-based compensation	-	49,463	**49,463**
IVA non-refundable	-	28,199	**28,199**
Total exploration costs for the year	-	520,431	**520,431**
Recovery	457,530	-	**457,530**
Impairment	-	(32,014)	**(32,014)**
Balance, October 31, 2023	**$ 3,538,946**	**$ 1,558,736**	**$ 5,097,682**
Acquisition costs			
Claim maintenance and legal fees	(2,305)	-	**(2,305)**
Total acquisition costs (proceeds) for the period	(2,305)	-	**(2,305)**
Exploration costs			
Community relations	-	7,469	**7,469**
Field expenses, incl. support contractors	204	13,886	**14,090**
Geological consultants and contractors	19,941	4,139	**24,080**
Total exploration costs for the period	20,145	25,494	**45,639**
Balance, January 31, 2024	**$ 3,556,786**	**$ 1,584,230**	**$ 5,141,016**

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS (Cont'd…)

(o) Exploration and evaluation assets continuity *(Cont'd…)*

ARGENTINIAN EXPLORATION PROPERTIES	Salta Properties	Tres Cerros	Esperanza	El Quemado	Mirador	Solario	Ventana	TOTAL Argentina
Balance, October 31, 2022	**$ -**	**$ 255,188**	**$ 3,042,653**	**$ 565,485**	**$ -**	**$ -**	**$ -**	**$ 3,863,326**
Acquisition costs								
Shares issued for option payment, fair value	-	181,785	-	-	-	-	-	**181,785**
Shares issued for finder's fees, fair value	-	-	96,039	-	-	-	-	**96,039**
Option payments and claims staking	-	-	603,967	-	19,270	5,591	5,591	**634,419**
Option proceeds	(133,750)	(249,650)	(603,690)	-	-	-	-	**(987,090)**
Sale proceeds	-	-	-	(900,000)	-	-	-	**(900,000)**
Claim maintenance and legal fees	-	16,127	16,381	10,735	125,643	12,107	11,944	**192,937**
Total acquisition costs (proceeds) for the year	(133,750)	(51,738)	112,697	(889,265)	144,913	17,698	17,535	**(781,910)**
Recovery	133,750	-	-	323,780	-	-	-	**457,530**
Balance, October 31, 2023	**$ -**	**$ 203,450**	**$ 3,155,350**	**$ -**	**$ 144,913**	**$ 17,698**	**$ 17,535**	**$ 3,538,946**
Acquisition costs								
Claim maintenance and legal fees	-	(15,890)	5,803	-	7,469	210	103	**(2,305)**
Total acquisition costs (proceeds) for the period	-	(15,890)	5,803	-	7,469	210	103	**(2,305)**
Exploration costs								
Field expenses, incl. support contractors		-	204	-				**204**
Geological consultants and contractors		-	19,941	-				**19,941**
Total exploration costs for the period		-	20,145	-	-	-	-	**20,145**
Balance, January 31, 2024		**$ 187,560**	**$ 3,181,298**	**$ -**	**$ 152,382**	**$ 17,908**	**$ 17,638**	**3,556,786**

(Unaudited. Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS *(Cont'd…)*

(o) Exploration and evaluation assets continuity *(Cont'd…)*

PERUVIAN EXPLORATION PROPERTIES	Lacsha	Auquis	Jacha	Yanba	Para	Tilo	Loli	Total Peru
Balance, October 31, 2022	**$ 699,356**	**$ 238,129**	**$ 55,566**	**$ 17,612**	**$ 12,627**	**$ 14,573**	**$ 4,125**	**$ 1,041,988**
Acquisition costs								
Claim maintenance and legal fees	7,742	2,493	-	811	5,391	7,929	3,965	**28,331**
Total acquisition costs for the year	7,742	2,493	-	811	5,391	7,929	3,965	**28,331**
Exploration costs								
Community relations	15,383	7,018	4,113	296	764	2,298	-	**29,872**
Field expenses, incl. support contractors	37,282	41,955	6,668	50	20,379	12,210	-	**118,544**
Geological consulting	26,644	20,396	4,312	13,245	10,895	18,229	1,974	**95,695**
Geochemical	-	426	-	-	4,362	12,427	-	**17,215**
Geophysical	-	88,669	664	-	16,045	33,665	-	**139,043**
Salaries	-	7,554	8,727	-	8,518	8,518	9,083	**42,400**
Share-based compensation	24,732	24,731	-	-	-	-	-	**49,463**
IVA non-refundable	-	16,078	120	-	3,683	8,318	-	**28,199**
Total exploration costs for the year	104,041	206,827	24,604	13,591	64,646	95,665	11,057	**520,431**
Impairment	-	-	-	(32,014)	-	-	-	**(32,014)**
Balance, October 31, 2023	**$ 811,139**	**$ 447,449**	**$ 80,170**	**$ -**	**$ 82,664**	**$ 118,167**	**$ 19,147**	**$ 1,558,736**
Exploration costs								
Community relations	2,805	4,150	514	-	-	-	-	**7,469**
Field expenses, incl. support contractors	1,740	8,228	3,918	-	-	-	-	**13,886**
Geological consulting	166	892	-	-	2,720	361	-	**4,139**
Total exploration costs for the period	**4,711**	**13,270**	**4,432**	**-**	**2,720**	**361**	**19,147**	**25,494**
Balance, January 31, 2024	**$ 815,849**	**$ 460,719**	**$ 84,602**	**$ -**	**$ 85,384**	**$ 118,529**	**$ 19,147**	**$ 1,584,230**

(Unaudited. Expressed in Canadian dollars)

6. LEASE LIABILITY

The Company recognized ROU assets in respect to long-term office lease (Notes 4 and 9). The Company utilized an incremental borrowing rate of 18% for calculating office lease liabilities and ROU assets. The Company negotiated termination of the office lease agreement with the lessor, effective February 1, 2024, without incurring any penalties for early termination.

Lease liabilities	January 31, 2024	October 31, 2023
Opening balance	$ 73,990	$ 77,498
Additions – lease modification (note 5)	-	29,090
Lease payments	(12,513)	(47,709)
Lease interest	3,001	15,111
	64,478	73,990
Lease termination	(64,478)	-
	-	73,990
Current portion	-	40,736
Long-term portion	-	33,254
	$ -	$ 73,990

Lease liabilities *Contractual undiscounted cash flows:*	January 31, 2024	October 31, 2023
Less than one year	$ -	$ 50,051
One+ to five years	-	37,538
Total undiscounted lease liabilities	$ -	$ 87,589

7. SHORT-TERM LOANS

During the year ended October 31, 2023, the Company secured loans in the aggregate amount of $600,000, of which $400,000 are from related parties (Note 9) and $200,000 from arm's length parties (the "Loans"). The Loans have a one-year term and bear interest at the rate of 10% per annum compounded annually, payable on the maturity date. In connection with the Loans, the Company issued 6,000,000 common share purchase warrants to the lenders. Each warrant entitles the holder to purchase one common share of the Company for a period of one year at an exercise price of $0.10 per share.

The short-term loans with attached warrants meet the definition of compound financial instrument under IAS 32, requiring bifurcation between liability and equity components. On inception, the Company allocated the total proceeds received between the liability and equity components (warrants) using the residual method, based on a discount rate of 18%, which is the estimated cost at which the Company could borrow similar debt without any equity instruments attached. The liability component is measured at amortized cost and is accrued over the term to maturity using the effective interest method. The equity component is presented as a component of shareholders' equity.

(Unaudited. Expressed in Canadian dollars)

7. SHORT-TERM LOANS *(Cont'd…)*

The continuity of the Loans is as follows:

		January 31, 2024		October 31, 2023
Balance, beginning of period	$	548,724	$	-
Loan proceeds received		-		600,000
Equity component of loans		-		(35,720)
Transaction costs		-		(16,310)
Accretion to face value of the Loans – finance costs		14,280		754
Balance, end of period	$	563,004	$	548,724

During the three months ended January 31, 2024, the Company accrued interest expense in connection with the Loans in the amount of $15,123 (three months ended January 31, 2023 - $nil), of which $10,082 is interest expense accrued in relation to the related parties Loans (Note 9). Accrued interest expense is presented as part of finance costs in the consolidated statements of loss and comprehensive loss. As at January 31, 2024, accrued interest on the loan of $25,220 (October 31, 2023 - $10,097) is included within accounts payable and accrued liabilities.

8. SHARE CAPITAL AND RESERVES

Authorized share capital

Unlimited number of voting common shares without nominal or par value.

Share issuances

Three months ended January 31, 2024

There were no share issuances during the three-month period ended January 31, 2024.

Three months ended January 31, 2023

On December 15, 2022, the Company issued 711,400 common shares for the last tranche of a finders' fee on a property acquisition, fair-valued at $0.135 per share for a total of $96,039 (US$70,820) (Note 5(d) - Esperanza – Argentina). The fair value per share was based on the listed market price of the Company's common shares at the last trading date immediately preceding the date of issuance.

(Unaudited. Expressed in Canadian dollars)

8. SHARE CAPITAL AND RESERVES *(Cont'd…)*

Stock options

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may, from time to time, in its discretion, and in accordance with the TSX-V requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed a rolling 10% of the Company's issued and outstanding common shares at the time the options are granted. Such options will be exercisable for a period of up to five years from the date of the grant. Vesting of stock options is at the discretion of the Board of Directors.

Stock option transactions for the three months ended January 31, 2024 and for the year ended October 31, 2023 and are summarized as follows:

	January 31, 2024		October 31, 2023	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Options outstanding, beginning of the period	6,135,000	$ 0.13	5,470,000	$ 0.13
Granted	-	-	5,030,000	$ 0.13
Exercised	-	-	(45,000)	$ 0.06
Expired	(150,000)	$ 0.16	(4,320,000)	$ 0.13
Options outstanding and exercisable, end of the period	5,985,000	$ 0.13	6,135,000	$ 0.13

As at January 31, 2024, the Company had stock options outstanding and exercisable enabling the holder to acquire common shares as follows:

Number of shares	Exercise price per option	Expiry Date	Remaining life in years
955,000	$0.15	October 20, 2024	0.7
1,700,000	$0.13	November 14, 2025	1.7
3,330,000	$0.13	December 8, 2025	1.9
5,985,000	$0.13		1.6

The weighted average remaining contractual life of options outstanding at January 31, 2024 was 1.6 years (October 31, 2023 – 1.9 year).

No stock options have been granted during the three months ended January 31, 2024.

During the three months ended January 31, 2023, the Company granted 5,030,000 stock options fair-valued at a weighted average fair value of $0.10 per option. Share-based compensation expense for the three months ended January 31, 2023 was $497,722, of which $49,463 was allocated to exploration and evaluation assets.

(Unaudited. Expressed in Canadian dollars)

8. SHARE CAPITAL AND RESERVES *(Cont'd…)*

Stock options *(Cont'd…)*

The Company uses the Black-Scholes option pricing model to fair-value stock options granted and compensatory warrants issued. The model requires management to make estimates, which are subjective and may not be representative of actual results. Changes in assumptions can materially affect estimates of fair values. The following weighted average assumptions were used to fair-value stock options granted during the three months ended January 31, 2023:

Stock options fair value assumptions	**Three months ended January 31, 2023**
Risk-free interest rate	3.62%
Expected life of options	3
Annualized volatility	114%
Dividend rate	0%
Forfeiture rate	0%

The risk-free rate of return is the yield on a zero-coupon Canadian Treasury Bill of a term consistent with the assumed option life. The expected life of options is the average expected period to exercise. Volatility is based on available historical volatility of the Company's share price.

Warrants

The outstanding common share purchase warrants entitle the holders thereof to purchase one common share for each warrant. Warrants transactions for the three months ended January 31, 2024 and the year ended October 31, 2023 are summarized as follows:

	January 31, 2024		**October 31, 2023**	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Warrants outstanding, beginning of the year	18,276,117	$ 0.17	16,609,450	$ 0.21
Issued (note 8 and 9)	-	-	6,000,000	$ 0.10
Expired	-	-	(4,333,333)	$ 0.25
Warrants outstanding, end of the year	18,276,117	$ 0.17	18,276,117	$ 0.17

Warrants outstanding as at January 31, 2024 are as follows:

Number of Warrants	**Exercise Price**	**Expiry Date**	**Remaining life in years**
12,276,117	$ 0.20	October 31, 2025	1.7
6,000,000	$ 0.10	September 27, 2024	0.6
18,276,117	$ 0.17		1.3

The weighted average remaining contractual life of warrants outstanding at January 31, 2024, was 1.3 years (October 31, 2023 – 1.6 years).

(Unaudited. Expressed in Canadian dollars)

9. RELATED PARTY TRANSACTIONS

All transactions with related parties have occurred in the normal course of operations. All amounts are unsecured, non-interest bearing, and have no specific terms of settlement, unless otherwise noted.

Key management personnel compensation

The Company's key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company. The Company's key management personnel comprise officers and directors of the Company. Key management personnel compensation is as follows:

		January 31, 2024		January 31, 2023
Directors' fees, salaries and benefits	$	65,813	$	41,250
Consulting fees[1]		24,900		16,800
Share-based compensation		-		336,476
	$	**90,713**	**$**	**394,526**

[1] Fees paid to a private corporation for personnel that is acting as key management of the Company.

As at January 31, 2024, the Company had amounts payable to key management personnel of $86,236 included in accounts payable and accrued liabilities (October 31, 2023 - $41,706).

No post-employment benefits, termination benefits, or other long-term benefits were paid to or recorded for key management personnel during the three months ended January 31, 2024 and 2023.

Loans from related parties

During the year ended October 31, 2023, the Company secured short-term loans in the amount of $75,000 from the CEO and $325,000 from two directors of the Company, totalling $400,000. In connection with the Loans, the Company issued 4,000,000 common share purchase warrants in aggregate to the related parties (Note 7 and 8).

As at January 31, 2024, the Company accrued interest of $17,179 payable to related parties in respect of the Loans (October 31, 2023 - $7,097), included in accounts payable and accrued liabilities.

Office lease agreement

Effective August 1, 2022, the Company entered into an office sub-lease agreement with a term of three years, with Velocity Minerals Ltd. ("Velocity"). The Company and Velocity share a common officer and director.

		January 31, 2024		January 31, 2023
Rent	$	12,583	$	10,171
	$	**12,583**	**$**	**10,171**

As at January 31, 2024 the Company had amounts payable to Velocity of $4,241 (October 31, 2023 - $8,342).

Effective February 1, 2024, Velocity, as a head lessee, sublet the office to a third party. The Company and Velocity reached an agreement to terminate the office sub-lease agreement between the Company and Velocity effective February 1, 2024, without any penalties for the Company.

(Unaudited. Expressed in Canadian dollars)

10. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	January 31, 2024	January 31, 2023
Interest paid	$ -	$ -
Income taxes paid	-	-
Depreciation included in exploration and evaluation assets	6,185	-
Net change in accounts payable and accrued liabilities included in exploration and evaluation assets	(32,367)	(13,778)
Share-based compensation included in exploration and evaluation assets	-	49,463
Shares issued for finder's fees - mineral exploration properties, fair value	-	96,039

11. FINANCIAL RISK MANAGEMENT AND MANAGEMENT OF CAPITAL

Fair value

The Company's financial instruments as at January 31, 2024 consist of cash and cash equivalents, receivables, net of input tax credits of $7,190, investments, accounts payable, and short-term loans.

Cash and cash equivalents and investments are designated as FVTPL. Receivables, accounts payable, and short-term loans are classified as amortized cost.

The fair values of the Company's receivables, net of input tax credits, and accounts payable and accrued liabilities approximate their carrying amounts due to their short-term nature.

Fair value hierarchy

Financial instruments that are measured subsequent to initial recognition at fair value are grouped in Levels 1 to 3 based on the degree to which the fair value is observable:

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

The Company's cash and cash equivalents have been fair valued using Level 1 of the fair value hierarchy.

The Company's investments in common shares and warrants of SALi (Note 3) have been fair valued using Level 3 inputs of the fair value hierarchy.

11. FINANCIAL RISK MANAGEMENT AND MANAGEMENT OF CAPITAL *(Cont'd…)*

Financial risk management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents, and receivables. Cash and cash equivalents are maintained with financial institutions of reputable credit and are redeemable on demand.

The carrying amount of receivables, represents the maximum credit exposure.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company is engaged in ongoing evaluation of opportunities to improve its financial position which includes, but is not limited to, additional equity financings, obtaining exploration partners and/or the sale of assets. At January 31, 2024, the Company had working capital deficit of $694,190 (October 31, 2023 - working capital deficit of $331,685).

At January 31, 2024, the Company had accounts payable and accrued liabilities of $375,413 (October 31, 2023 - $259,581) due within 90 days, a short-term lease liability undiscounted balance of $nil (October 31, 2023 - $50,051) (Note 7), and undiscounted short-term Loans principal balance of $600,000, maturing on September 27, 2024 (October 31, 2023 - $600,000) (Note 7 and 9).

Market risk
Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

Interest rate risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has no outstanding debt subject to variable interest. Accordingly, the Company does not believe it is exposed to significant interest rate risk on its cash balances which are held in accounts subject to variable rates.

Foreign exchange risk
The Company operates in Canada, Argentina, and Peru and its expenses are incurred in CAD, USD, ARS, and PEN but funded primarily in Canadian dollars and US dollars. The Company is affected by currency transaction risk, which may affect the Company's operating results and may also affect the value of the Company's assets and liabilities as exchange rates fluctuate. Based on this exposure, as at January 31, 2024, a 10% change in exchange rates could result in a change in the net loss by approximately $13,000. The Company has not hedged its exposure to currency risk.

11. FINANCIAL RISK MANAGEMENT AND MANAGEMENT OF CAPITAL *(Cont'd…)*

Financial risk management *(Cont'd…)*

Price risk

Other price risk is the risk that the future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is exposed to other price risk with respect to its investments in SALi, a private company. The maximum exposure to other price risk is the carrying value of the investment.

Management of capital

The Company's objectives in managing its capital (items included in shareholders' equity) are to fund acquisition, exploration and development of its exploration and evaluation assets and to meet its administrative and corporate activities to ensure that the Company continues as a going concern.

The Company is an exploration stage company and is currently unable to self-finance its operations. The Company has historically relied on equity financings to raise sufficient funds to carry out its exploration and acquisition activities and pay its administrative costs. Therefore, the Company intends to raise additional funds as required to carry out its planned activities**.**

The Company manages the capital structure and makes appropriate adjustments to it based upon changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt and acquire or dispose of assets. In order to manage its capital requirements management has put into place a planning and budgeting process.

The Company is not subject to any externally imposed capital requirements or restrictions, and there were no changes to the Company's approach to managing capital during the three months ended January 31, 2024 and 2023.

(Unaudited. Expressed in Canadian dollars)

12. SEGMENTED INFORMATION

The Company operates in one industry segment, the mineral resources industry, and in three geographical segments, Canada, Argentina, and Peru. The significant long-term asset categories identifiable with these geographical areas are as follows:

	January 31, 2024			
	Canada	**Argentina**	**Peru**	**Total**
Investments	$ 799,339	$ -	$ -	$ 799,339
Exploration and evaluation assets	-	3,556,786	1,584,230	5,141,016
Property and equipment	5,880	-	52,766	58,646
Total long-term assets	**$ 805,219**	**$ 3,556,786**	**$ 1,636,996**	**$ 5,999,001**

	October 31, 2023			
	Canada	**Argentina**	**Peru**	**Total**
Investments	$ 811,526	$ -	$ -	$ 811,526
Exploration and evaluation assets	-	3,538,946	1,558,736	5,097,682
Property and equipment	75,514	5,785	54,239	135,538
Total long-term assets	**$ 887,040**	**$ 3,544,731**	**$ 1,612,975**	**$ 6,044,746**

13. SUBSEQUENT EVENTS

Private placement

On February 6, 2024, the Company completed a non-brokered private placement issuing 10,000,000 units at $0.07 per units for gross proceeds of $700,000. Each unit consists of one common share and one-half of one common share purchase warrant, with each whole warrant entitling the holder thereof to purchase one common share at a price of $0.15 per share for a period of 24 months from the closing of the private placement.

In connection with the financing the Company paid finder's fees in the amount of $17,640 and issued 251,999 finders warrants. Each finder's warrant entitles the holder to purchase one common share in the capital of the Company at a price of $0.07 per share until February 6, 2025.

Huachi Property Acquisition

On March 13, 2024, the Company announced that it has entered into a binding letter agreement with Golden Arrow Resources Corp. ("Golden Arrow") to earn up to a 100% interest in the 3,500-hectare Huachi property. Huachi is contiguous with the Company's Esperanza project, located in San Juan Province, Argentina. Under the terms of the letter agreement, the Company has been granted the option to earn an initial 75% interest in the Huachi property by incurring exploration expenditures totalling US$ 1,000,000 and making cash payments of US$ 1,000,000 to Golden Arrow over a four-year period. Following the exercise of the option, the Company shall have a top-up right whereby it can purchase the remaining 25% interest in the Huachi property (aggregate 100%) by paying US$2,000,000 cash to Golden Arrow. Upon completion of the acquisition, Golden Arrow's interest shall be reduced to a 1% NSR royalty.