



# LATIN METALS INC.

(An Exploration Stage Company)

**CONSOLIDATED FINANCIAL STATEMENTS**  
**(Expressed in Canadian Dollars)**

**For the years ended October 31, 2025 and 2024**

**Corporate Registered Office**

Suite 880 – 320 Granville Street,  
Vancouver, BC, V6C 1S9, Canada  
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## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Latin Metals Inc.:

### *Opinion*

We have audited the consolidated financial statements of Latin Metals Inc. and its subsidiaries (together the "Company"), which comprise the consolidated statement of financial position as at October 31, 2025, and the consolidated statement of loss and comprehensive loss, consolidated statement of changes in shareholders' equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at October 31, 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards.

### *Basis for Opinion*

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Material Uncertainty Related to Going Concern*

We draw attention to Note 1 in the consolidated financial statements, which describes conditions indicating that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

### *Key Audit Matters*

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended October 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the *Material Uncertainty Related to Going Concern* section of our auditor's report, we have determined the matter described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
<i>Assessment of the existence of impairment indicators for exploration and evaluation assets</i>	
Refer to note 7	Our approach to addressing the matter involved the following procedures, among others:
<p>As at October 31, 2025, the carrying amount of the Company's exploration and evaluation assets was \$6,117,159.</p> <p>At each reporting period, management assesses exploration and evaluation assets to determine whether there are any indicators of impairment. If any such indicators exist, the asset's recoverable amount is estimated. An impairment loss is recognized if the carrying amount of an asset exceeds its estimated recoverable amount.</p> <p>Management assesses exploration and evaluation assets for impairment based on, at minimum, the presence of any of the following indicators:</p> <ul style="list-style-type: none"> <li>(i) the period for which the Company has the right to explore in the specific area has expired during the year or will expire in the near future, and is not expected to be renewed;</li> <li>(ii) substantive expenditure on further exploration for, and evaluation of, mineral resources in the specific area is neither budgeted nor planned;</li> <li>(iii) the Company has decided to discontinue exploration for and evaluation of mineral resources in the specific area; and/or,</li> <li>(iv) for areas of likely development, available data indicates that the carrying amount exceeds the recoverable amount.</li> </ul> <p>An impairment indicator was identified for the Loli property. The carrying amount exceeded the recoverable amount of the asset and for the year ended October 31, 2025, an impairment of \$23,816 was recognized.</p> <p>We considered this a key audit matter due to the significance of the exploration and evaluation assets and the judgments made by management in their assessment of impairment indicators related to exploration and evaluation assets. These factors have resulted in a high degree of subjectivity in performing audit procedures, related to the judgment applied by management.</p>	<p>Evaluating the judgments made by management in determining the impairment indicators, which included the following:</p> <ul style="list-style-type: none"> <li>• Obtained, for a sample of claims by reference to government registries, evidence to support (i) the right to explore the area and (ii) claim expiration dates.</li> <li>• Read the board of directors' minutes and resolutions, and obtained evidence supporting the continued and planned exploration expenditures.</li> <li>• Assessed whether available data indicates the potential for commercially viable mineral resources.</li> <li>• Based on evidence obtained in other areas of the audit, considered whether other facts and circumstances suggest that the carrying amount may exceed the recoverable amount.</li> </ul>

### ***Other Matter***

The consolidated financial statements of the Company for the year ended October 31, 2024 were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on February 26, 2025.

### ***Other Information***

Management is responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis filed with the relevant Canadian securities commissions.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

### ***Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements***

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### ***Auditor's Responsibilities for the Audit of the Consolidated Financial Statements***

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from

error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Company as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Doris Yingying Cen.

*Baker Tilly WM LLP*

CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, B.C.  
February 24, 2026

**LATIN METALS INC.**

(An Exploration Stage Company)

**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

(Expressed in Canadian dollars)

	<b>October 31, 2025</b>	<b>October 31, 2024</b>
<b>ASSETS</b>		
<b>Current</b>		
Cash and cash equivalents	\$ 1,734,991	\$ 1,072,099
Accounts and other receivables (note 4)	271,275	18,340
Prepaid expenses	105,982	60,497
Investments (note 5)	183,413	180,334
	<u>2,295,661</u>	<u>1,331,270</u>
<b>Property and equipment</b> (note 6)	47,462	54,864
<b>Exploration and evaluation assets</b> (note 7)	<u>6,117,159</u>	<u>5,533,032</u>
<b>Total Assets</b>	<b>\$ 8,460,282</b>	<b>\$ 6,919,166</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current</b>		
Accounts payable and accrued liabilities (note 10)	\$ 284,770	\$ 324,688
	<u>284,770</u>	<u>324,688</u>
<b>Shareholders' Equity</b>		
Share capital (note 8)	20,766,333	17,963,869
Share-based payment reserves (note 8)	3,156,465	3,117,611
Deficit	<u>(15,747,286)</u>	<u>(14,487,002)</u>
Total Shareholders' Equity	<u>8,175,512</u>	<u>6,594,478</u>
<b>Total Liabilities and Shareholders' Equity</b>	<b>\$ 8,460,282</b>	<b>\$ 6,919,166</b>

Events after the reporting period (note 7 and note 16)

Approved on behalf of the Board of Directors on February 24, 2026 by:

"Keith Henderson"

Director

"Felicia de la Paz"

Director

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



# LATIN METALS INC.

(An Exploration Stage Company)

## CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Expressed in Canadian dollars)

Years ended October 31

	2025	2024
<b>Operating expenses (recoveries)</b>		
Consulting fees (note 10)	\$ 479,595	\$ 407,779
Depreciation (note 6)	1,629	19,526
Impairment loss on VAT receivable and other	22,466	17,291
Investor relations and promotion	253,469	122,762
Office and general	119,154	98,187
Professional fees	474,680	244,313
Property investigation costs	88,755	84,941
Recoveries of exploration and evaluation assets (note 7)	(270,827)	(205,110)
Regulatory and transfer agent	48,473	55,371
Salaries, benefits, and directors' fees (note 10)	418,615	313,717
Share-based compensation (notes 8 and 10)	173,390	212,526
Travel	78,901	33,402
<b>Loss from operations</b>	<b>(1,888,300)</b>	<b>(1,404,705)</b>
<b>Other items</b>		
Interest income	1,036	1,150
Fair value remeasurement of investments (note 5)	3,079	(631,192)
Finance costs	-	(108,852)
Foreign exchange	23,665	53,779
Gain on lease termination	-	4,791
Impairment of exploration and evaluation assets (note 7)	(23,816)	(91,625)
Other income (note 9)	654,123	-
Transaction costs	(30,071)	-
	628,016	(771,949)
<b>Loss and comprehensive loss for the year</b>	<b>\$ (1,260,284)</b>	<b>\$ (2,176,654)</b>
<b>Basic and diluted loss per share</b>	<b>\$ (0.01)</b>	<b>\$ (0.03)</b>
<b>Weighted average number of common shares outstanding</b>		
– basic and diluted	<b>115,664,328</b>	<b>81,492,736</b>

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

**LATIN METALS INC.**

(An Exploration Stage Company)

**CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**

(Expressed in Canadian dollars)

	Share Capital		Share-based	Deficit	Total Shareholders'
	Shares	Amount	payment reserves		Equity
<b>Balance, October 31, 2023</b>	<b>71,476,251</b>	<b>\$ 15,187,295</b>	<b>\$ 2,802,860</b>	<b>\$ (12,310,348)</b>	<b>\$ 5,679,807</b>
Shares issued for cash:					
Private placement at \$0.07 per unit, net of share issuance costs	10,000,000	662,568	8,522	-	671,090
Private placement at \$0.08 per unit, net of share issuance costs	25,000,000	1,810,029	96,977	-	1,907,006
Issuance of shares upon exercise of warrants	500,000	53,274	(3,274)	-	50,000
Shares issued for non-cash:					
Property acquisition – option payment	2,725,033	250,703	-	-	250,703
Share-based compensation	-	-	212,526	-	212,526
Loss and comprehensive loss for the year	-	-	-	(2,176,654)	(2,176,654)
<b>Balance, October 31, 2024</b>	<b>109,701,284</b>	<b>\$ 17,963,869</b>	<b>\$ 3,117,611</b>	<b>\$ (14,487,002)</b>	<b>\$ 6,594,478</b>
Shares issued for cash:					
Private placement at \$0.11 per unit, net of share issuance costs	12,095,454	1,251,397	24,886	-	1,276,283
Issuance of shares upon exercise of stock options	1,225,000	280,403	(121,153)	-	159,250
Issuance of shares upon exercise of warrants	6,780,913	1,270,664	(46,821)	-	1,223,843
Share-based compensation	-	-	181,942	-	181,942
Loss and comprehensive loss for the year	-	-	-	(1,260,284)	(1,260,284)
<b>Balance, October 31, 2025</b>	<b>129,802,651</b>	<b>\$ 20,766,333</b>	<b>\$ 3,156,465</b>	<b>\$ (15,747,286)</b>	<b>\$ 8,175,512</b>

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



# LATIN METALS INC.

(An Exploration Stage Company)

## CONSOLIDATED STATEMENTS OF CASH FLOWS

(Expressed in Canadian dollars)

Years ended October 31

	2025	2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Loss for the year	\$ (1,260,284)	\$ (2,176,654)
Items not affecting cash:		
Depreciation	1,629	19,526
Fair value remeasurement of investments	(3,079)	631,192
Finance costs	-	108,852
Foreign exchange	(3,760)	(510)
Gain on lease termination	-	(4,791)
Impairment of exploration and evaluation assets	23,816	91,625
Recoveries of exploration and evaluation assets	(270,827)	(205,110)
Share-based compensation	173,390	212,526
Changes in non-cash working capital items:		
Accounts and other receivables	(454)	35,877
Prepaid expenses	(45,485)	69,018
Accounts payable and accrued liabilities	(56,504)	123,286
Net cash used by operating activities	<u>(1,441,558)</u>	<u>(1,095,163)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Acquisition of property and equipment	(818)	(4,757)
Option proceeds and proceeds from sale of exploration and evaluation assets	622,982	684,260
Expenditures on exploration and evaluation assets	<u>(1,177,090)</u>	<u>(797,231)</u>
Net cash used by investing activities	<u>(554,926)</u>	<u>(117,728)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from private placements, net of share issue costs	1,276,283	2,578,096
Proceeds from issuance of shares – options exercise	159,250	-
Proceeds from issuance of shares – warrants exercise	1,223,843	50,000
Proceeds from issuance of short-term loans, net	-	239,145
Repayment of short-term loans	-	(903,362)
Payment of lease liability	-	(12,513)
Net cash provided by financing activities	<u>2,659,376</u>	<u>1,951,366</u>
<b>Change in cash and cash equivalents for the year</b>	<u>662,892</u>	<u>738,475</u>
<b>Cash and cash equivalents, beginning of the year</b>	<u>1,072,099</u>	<u>333,624</u>
<b>Cash and cash equivalents, end of the year</b>	<u>\$ 1,734,991</u>	<u>\$ 1,072,099</u>
Cash	1,706,241	1,043,349
Cash equivalents	28,750	28,750
Total cash and cash equivalents	<u>\$ 1,734,991</u>	<u>\$ 1,072,099</u>
Supplemental disclosure with respect to cash flows (note 11)		

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

## **1. NATURE OF OPERATIONS**

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 under a Prospect Generator model, endeavouring to reduce costs at initial evaluation and to engage partners to fund drilling and exploration. The Company’s common shares are listed on the TSX Venture Exchange (“TSX-V”) under the symbol “LMS” and are traded on the OTCQB Venture Market under the symbol “LMSQF”.

The principal place of business 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 880 – 320 Granville Street, Vancouver, BC, V6C 1S9, Canada.

As at October 31, 2025, the Company has working capital of \$2,010,891 (2024 - \$1,006,582) and an accumulated deficit of \$15,747,286 (2024 - \$14,487,002). The Company recorded a net loss of \$1,260,284 for the year ended October 31, 2025 (2024 - \$2,176,654). There is a material uncertainty related to these conditions that may cast significant doubt on the Company's ability to continue as a going concern and the Company may be unable to realize its assets and discharge its liabilities in the normal course of business.

The Company is in the process of exploring 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 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. These 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.

## **2. BASIS OF PREPARATION**

### **Basis of presentation**

These consolidated financial statements have been prepared in accordance with IFRS Accounting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”), and interpretations of the IFRS Interpretations Committee (“IFRIC”). The Board of Directors approved the consolidated financial statements on February 24, 2026.

**2. BASIS OF PREPARATION** *(Cont'd...)*
**Basis of presentation** *(Cont'd...)*

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

Subsidiary	Proportion of Ownership Interest	Country of Incorporation	Principal 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
Latin Explore Inc.	100%	Canada	Holding
1377269 B.C. Ltd.	100%	Canada	Holding
1377258 B.C. Ltd.	100%	Canada	Holding
1054749 B.C. Ltd.	100%	Canada	Holding

The Company incorporated a wholly owned subsidiary Latin Explore Inc. on October 7, 2025 (Note 16).

Management consolidates all subsidiaries and entities that it controls. The Company controls an entity when the Company is exposed to, or has the rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. All intercompany transactions and balances are eliminated on consolidation.

**Foreign currency translation**

The consolidated financial statements of the Company are presented in Canadian dollars, which is the functional currency of the Company and its subsidiaries. The presentation currency of the consolidated financial statements is the Canadian dollar. The functional currency of an entity is the currency of the primary economic environment in which the entity operates, and has been determined for each entity within the group.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the date of the transaction. At the end of each reporting period, the monetary assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the consolidated statement of financial position date, while non-monetary assets and liabilities are translated at historical rates. Expenses and other items of profit or loss are translated at the exchange rates approximating those in effect on the date of the transaction. Exchange gains and losses arising on translation of foreign currency denominated transactions or balances are recognized in profit or loss in the period in which they occur.

**2. BASIS OF PREPARATION** *(Cont'd...)***Significant accounting judgments and estimates**

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 the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, expenses and other items of profit or loss. The estimates and associated assumptions are continuously evaluated and are based on historical experience and various other factors that management considers to be reasonable under the circumstances. Actual results may differ from these estimates.

The following discusses the most significant accounting judgments and estimates that the Company has made in the preparation of the consolidated financial statements.

**Judgments:*****Functional Currency***

Management is required to assess the functional currency of each entity of the Company. As neither the Company nor its subsidiaries generate revenue, and as there is no currency that mainly influences labour, material and other costs, management considered secondary indicators including the currency in which funds from financing activities are generated and the currency in which any receipts from operating activities are usually retained in concluding on the functional currencies of the parent and its subsidiaries.

***Impairment of exploration and evaluation assets***

The carrying amount of exploration and evaluation assets is reviewed annually, and when indicators of impairment are present. In the case of undeveloped properties, there may be only inferred resources to allow management to form a basis for the impairment review. The review is based on the Company's intentions for the development of such a property. If a mineral property does not prove viable, the excess of the carrying amount over the recoverable amount is charged to profit or loss at the time the impairment determination is made.

***Title to exploration and evaluation assets***

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Title to assets may be subject to unregistered prior agreements or transfer and may be affected by undetected defects.

**Estimates:*****Share-based payments***

Share-based payments are determined using the Black-Scholes option pricing model based on estimated fair values of all share-based awards at the date of grant or issuance and are expensed to recognized in profit or loss or as to exploration and evaluation assets over each award's vesting period. The Black-Scholes option pricing model utilizes subjective assumptions such as expected price volatility, expected forfeiture rate and expected life. Changes in these input assumptions could materially affect the fair value estimate. During the year ended October 31, 2025, share-based payments in the amount of \$8,552 was allocated to exploration and evaluation assets.

### 3. MATERIAL ACCOUNTING POLICIES

#### Property and equipment

Property and equipment is recorded at cost less depreciation and accumulated impairment losses, if any.

The Company depreciates the cost of property and equipment less estimated residual values, as follows:

Category	Method	Useful life
Field equipment	Straight-line	3-5 years
Computers and software	Straight-line	1-3 years
Right-of-use asset	Straight-line	Earlier of useful life or term of lease

#### Exploration and evaluation assets

Costs directly related to the acquisition of exploration and evaluation assets, and exploration and evaluation expenditures once acquisition rights are acquired are capitalized. Exploration and evaluation expenditures include the costs of acquiring licenses and costs associated with exploration and evaluation activity. Option payments are considered acquisition costs provided that the Company has the intention of exercising the underlying option. Property option agreements are exercisable entirely at the option of the optionee. Therefore, option payments (or recoveries) are recorded when payment is made (or received) and are not accrued. Option payments received net of costs incurred are treated as a reduction in the carrying amount of the related acquisition costs of the exploration and evaluation asset until the payments are in excess of acquisition costs, at which time they are recognized in profit or loss.

Exploration and evaluation assets are tested for impairment annually, and when facts or circumstances indicate that an impairment may exist. Examples of such facts and circumstances are as follows:

- The period for which the Company has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- Substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- Exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- Sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

After technical feasibility and commercial viability of extracting a mineral resource is demonstrable, and the Company's board of directors have approved a construction decision, exploration and evaluation assets attributable to that area of interest are first tested for impairment and the capitalized balance, net of any impairment recognized, is then reclassified to either tangible or intangible mine development assets according to the nature of the asset and is classified as a component of property and equipment. Exploration and evaluation assets are classified as intangible assets.



### **3. MATERIAL ACCOUNTING POLICIES (Cont'd...)**

#### **Impairment of non-financial assets**

At the end of each reporting period, the Company's non-financial assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value less costs to sell is determined as the amount that would be obtained from the sale of the asset in an orderly transaction between market participants. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

#### **Restoration and environmental obligations**

The Company recognizes liabilities for legal or constructive obligations associated with the retirement of exploration and evaluation assets. The net present value of future rehabilitation costs is capitalized to the related asset along with a corresponding increase in the rehabilitation provision in the period incurred. A pre-tax discount rate that reflects the time value of money is used to calculate the net present value. The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related assets with a corresponding entry to the rehabilitation provision. The Company does not have any significant rehabilitation obligations as at and for the years presented.

#### **Leases**

The Company assesses whether a contract is, or contains, a lease, at the inception of the contract. The Company recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Right-of-use assets, which are included in property and equipment, are recognized at cost, which is comprised of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs and decommissioning and restoration costs, less any lease incentives received. Right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate. Lease payments included in the measurement of the lease liability comprise of the following:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

**3. MATERIAL ACCOUNTING POLICIES (Cont'd...)****Leases (Cont'd...)**

A lease modification is accounted for as a separate lease if the modification increases the scope of the lease by adding the right to use one or more underlying assets and the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Company remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification. The Company accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset.

**Share-based payments**

Share-based payments to employees are measured at the fair value of the instruments issued and recognized over the vesting period. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. Share-based payments are recognized according to their nature, as expenses, share issuance costs, or exploration and evaluation assets, and are presented as increases in share-based payment reserves within shareholders' equity. The fair value of options and of warrants issued for goods or services is determined using a Black-Scholes option pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Upon exercise of options or warrants, shares are issued from treasury and the amount reflected in share-based payment reserves is credited to share capital. For those unexercised options, vested forfeited options, and share purchase warrants that expire, the fair value recognized remains in share-based payment reserves.

**Earnings (loss) per share**

Basic earnings (loss) per share is calculated using the weighted average number of shares outstanding during the reporting period. Diluted earnings per share is computed similar to basic earnings (loss) per share except that the weighted average number of shares outstanding is increased to include additional shares from the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and the proceeds from such exercises were used to acquire common shares at the average market price during the reporting period. Diluted loss per share is the same as basic loss per share as the effect of outstanding options and warrants in the diluted loss per common share calculation would be anti-dilutive.

**Share Capital – Unit bifurcation**

Common shares, options and warrants are classified as equity. Equity instruments are contracts that evidence a residual interest in the Company's assets after deducting all of its liabilities. Transaction costs directly attributable to the issue of common shares and options are recognized as a deduction from equity, net of any tax effects.

The Company has adopted the residual value method with respect to the measurement of shares and warrants issued as part of units. The residual value method first allocates the proceeds from the units to common shares issued in the private placements at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, is allocated to the warrants. Any residual proceeds are attributed to the warrants and recognized in share-based payment reserves.

**3. MATERIAL ACCOUNTING POLICIES** *(Cont'd...)***Financial instruments**

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the financial instrument.

Financial Assets

The Company classifies financial assets at initial recognition as financial assets: measured at amortized cost, measured at fair value through other comprehensive income (“FVTOCI”), or measured at fair value through profit or loss (“FVTPL”).

The Company’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. The business model assessment is an accounting judgment.

*Financial assets measured at amortized cost*

A financial asset that meets both of the following conditions is classified as a financial asset measured at amortized cost:

- The Company’s business model for such financial assets, is to hold the assets in order to collect contractual cash flows.
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the amount outstanding.

A financial asset measured at amortized cost is initially recognized at fair value plus transaction costs directly attributable to the asset. After initial recognition, the carrying amount of the financial asset measured at amortized cost is determined using the effective interest method, net of impairment loss, if applicable. The Company’s accounts receivable are measured at amortized cost.

*Financial assets measured at FVTOCI*

A financial asset measured at FVTOCI is initially recognized at fair value plus transaction costs directly attributable to the asset, with all subsequent changes in fair value being recognized in other comprehensive income. Under the FVTOCI category, fair value changes are recognized in OCI while dividends are recognized in profit or loss.

For financial assets that are not held for trading, the Company can make an irrevocable election at initial recognition to classify the instruments at FVTOCI, if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise. This election is available for each separate investment. The Company does not have any financial assets designated as FVTOCI.

*Financial assets measured at FVTPL*

A financial asset measured at FVTPL is recognized initially at fair value with any associated transaction costs being recognized in profit or loss when incurred. Subsequently, the financial asset is re-measured at fair value, and a gain or loss is recognized in profit or loss in the reporting period in which it arises. Cash and cash equivalents and investments are designated as FVTPL.

**3. MATERIAL ACCOUNTING POLICIES** *(Cont'd...)***Financial instruments** *(Cont'd...)*Financial Assets *(Cont'd...)**Impairment*

Financial assets carried at amortized cost are assessed for recoverability using the expected credit loss (“ECL”) model. The ECL model requires the Company to account for ECL’s and changes in those ECL’s at each reporting date to reflect changes in credit risk since initial recognition of these financial assets.

Financial Liabilities

Financial liabilities are classified at initial recognition as either: measured at amortized cost or FVTPL. On initial recognition, all financial liabilities are recorded by the Company at fair value, less attributable transaction costs, except for financial liabilities classified as FVTPL for which transaction costs are expensed in the period in which they are incurred. Accounts payable and accrued liabilities are measured at amortized cost. The Company does not have any financial liabilities measured at FVTPL.

A financial liability is derecognized when it is extinguished, discharged, cancelled or when it expires. Interest expense is reported in profit or loss

Fair value

The Company classifies and discloses fair value measurements based on a three-level 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, as follows:

- Level 1 – inputs are unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices in Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3 – inputs for the asset or liability are not based on observable market data.

**Income taxes**

Income tax expense comprises current and deferred tax expense. Income tax expense is recognized in profit or loss except to the extent that it relates to a business combination or items recognized directly in equity or in OCI.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to current tax in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting year the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that taxable profit will be available against which the deductible temporary differences, tax losses and unused tax credits can be utilized.

**3. MATERIAL ACCOUNTING POLICIES (Cont'd...)****Accounting standard issued but not yet effective**

The following new standards and interpretations have been issued by the IASB, but are not yet effective and have not been applied in preparing these consolidated financial statements. The Company will adopt the standards and interpretations on their effective dates.

*IFRS 18 Presentation and Disclosure in the Financial Statements*

In April 2024, the IASB issued IFRS 18, Presentation and Disclosure in the Financial Statements. IFRS 18 will replace IAS 1 Presentation of Financial Statements but carries forward many of the requirements from IAS 1. The standard introduces new defined subtotals to be presented in the Company's statement of loss and comprehensive loss, disclosure of any management-defined performance measures related to the statement of loss and comprehensive loss and requirements for grouping of information. IFRS 18 is effective for annual periods beginning on or after January 1, 2027, with earlier adoption permitted, and will apply retrospectively. The Company is currently in the process of assessing the impact of IFRS 18 (and applicable amendments to other standards) on the consolidated financial statements and notes to the consolidated financial statements.

*IFRS 9 and IFRS 7 Amendments to the Classification and Measurement of Financial Instruments*

In May 2024, the IASB issued Amendments to the Classification and Measurement of Financial Instruments. The amendments clarify that a financial liability is derecognized on the settlement date and introduce an accounting policy choice to derecognize a financial liability settled using an electronic payment system before the settlement date. Other clarifications include guidance on the classification of financial assets with ESG-linked features, non-recourse loans and contractually linked instruments. The amendments are effective for annual periods beginning on or after January 1, 2026. Early adoption is permitted, with an option to early adopt only the amendments to the classification of financial assets (for contingent features). The Company is currently in the process of assessing the impact of the amendments on the consolidated financial statements and notes to the consolidated financial statements.

**4. ACCOUNTS AND OTHER RECEIVABLES**

As at October 31, 2025, accounts and other receivables include \$253,657 due from AngloGold Argentina Exploraciones S.A. relating to the reimbursement of acquisition costs for additional claims adjacent to the Organullo Project, pursuant to the earn-in agreement (Note 7(c)). The amount was unsecured and with no specific repayment date.

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**5. INVESTMENTS**

The Company's investments consist of common shares and share purchase warrants issued to the Company by Golden Goose Resources Inc. ("GGR"), as part of the purchase price of El Quemado project (Note 7(b)). GGR shares trade on the Canadian Securities Exchange ("CSE").

	Common shares	Warrants	Total
Balance, October 31, 2023	\$ 500,000	\$ 311,526	\$ 811,526
Changes in fair value	(360,000)	(271,192)	(631,192)
<b>Balance, October 31, 2024</b>	<b>\$ 140,000</b>	<b>\$ 40,334</b>	<b>\$ 180,334</b>
Changes in fair value	15,000	(11,921)	3,079
<b>Balance, October 31, 2025</b>	<b>\$ 155,000</b>	<b>\$ 28,413</b>	<b>\$ 183,413</b>

As at October 31, 2025 and 2024, the Company held 1,000,000 of GGR's common shares and 1,000,000 of GGR's share purchase warrants, each warrant entitling the Company to purchase one common share of GGR at \$1.00 until March 10, 2028.

As at October 31, 2025 and 2024, GGR's common shares were measured using Level 1 of the fair value hierarchy.

The warrants are measured at FVTPL using Level 2 of the fair value hierarchy. The Company uses the Black-Scholes option pricing model to re-calculate the fair value of the GGR's warrants at each reporting period. The Company used the following assumptions to fair value the warrants for the years ended October 31, 2025 and 2024:

GGR warrants fair value assumptions	October 31, 2025	October 31, 2024
Risk-free interest rate	2.39%	2.99%
Expected life of options	2.4	3.4
Annualized volatility	100%	100%
Dividend rate	0%	0%
Share price (fair value)	\$0.028	\$0.14

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**6. PROPERTY AND EQUIPMENT**

Property and equipment is recorded at cost and at October 31, 2025 and 2024 was comprised as follows:

	<b>Computers and software</b>	<b>Right-of- use asset</b>	<b>Field Equipment</b>	<b>Total</b>
<i>Cost</i>				
<b>Balance, October 31, 2023</b>	<b>\$ 33,619</b>	<b>\$ 112,070</b>	<b>\$ 61,342</b>	<b>\$ 207,031</b>
Additions	-	-	4,757	4,757
Office lease termination	-	(112,070)	-	(112,070)
<b>Balance, October 31, 2024</b>	<b>\$ 33,619</b>	<b>\$ -</b>	<b>\$ 66,099</b>	<b>\$ 99,718</b>
Additions	-	-	818	818
<b>Balance, October 31, 2025</b>	<b>\$ 33,619</b>	<b>\$ -</b>	<b>\$ 66,917</b>	<b>\$ 100,536</b>
<i>Accumulated depreciation</i>				
<b>Balance, October 31, 2023</b>	<b>\$ 18,494</b>	<b>\$ 42,435</b>	<b>\$ 10,564</b>	<b>\$ 71,493</b>
Depreciation	9,578	9,948	6,218	25,744
Office lease termination	-	(52,383)	-	(52,383)
<b>Balance, October 31, 2024</b>	<b>\$ 28,072</b>	<b>\$ -</b>	<b>\$ 16,782</b>	<b>\$ 44,854</b>
Depreciation	5,070	-	3,150	8,220
<b>Balance, October 31, 2025</b>	<b>\$ 33,142</b>	<b>\$ -</b>	<b>\$ 19,932</b>	<b>\$ 53,074</b>
<i>Carrying amounts</i>				
At October 31, 2024	\$ 5,547	\$ -	\$ 49,317	\$ 54,864
<b>At October 31, 2025</b>	<b>\$ 477</b>	<b>\$ -</b>	<b>\$ 46,985</b>	<b>\$ 47,462</b>

During the year ended October 31, 2025, the Company has capitalized depreciation to exploration and evaluation assets amounting to \$6,591 (2024: \$6,218) and the remaining depreciation of \$1,629 (2024: \$19,526) is recognized in the statement of loss and comprehensive loss. During the year ended October 31, 2022, the Company recognized a right-of-use (“ROU”) asset for a lease of office space. The office lease agreement was terminated effective February 1, 2024.

**7. EXPLORATION AND EVALUATION ASSETS**

**(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.

**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**
**(b) El Quemado – Argentina**

In 2023, the Company completed the sale of a 100% interest in the El Quemado project to GGR. The consideration consisted of \$400,000 in cash and \$500,000 in units of GGR 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 5).

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 GGR from the Company for US\$3,000,000 cash.

**(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 (terminated effective January 27, 2026)*

On 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. 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 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.

The terms of the Option are as follows:

<b>Date (on or before)</b>	<b>Payments in cash to Latin Metals (US\$)</b>	<b>Expenditure commitments (US\$)</b>
June 17, 2022	\$ 275,000 (received)	\$ -
June 2, 2023	100,000 (received)	-
June 2, 2024	150,000 (received)	2,000,000 (incurred)
June 2, 2025	200,000 (received)	-
June 2, 2026	850,000	4,000,000
June 2, 2027	1,000,000	4,000,000
<b>Total</b>	<b>\$ 2,575,000</b>	<b>\$ 10,000,000</b>

During the year ended October 31, 2025, the Company acquired rights to a property contiguous with the Organullo gold project for total consideration of US\$185,000.

Subsequent to year end, AngloGold terminated the option agreement.

**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**
**(d) Zaha project – Argentina <sup>(1)</sup>**
*Esperanza property*

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 valued at US\$500,000 at the time of issuance to the vendor.

During the year ended October 31, 2025, the Company and the underlying optionor amended the option agreement eliminating the underlying optionor's right to terminate the agreement due to project delays and establishing a revised payment schedule. The remaining payments to fulfill the amended terms of the definitive property option agreement are 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 (paid)	-
July 21, 2025 <sup>(2)</sup>	250,000 (paid)	-
June 30, 2026	250,000	-
December 30, 2026	250,000	250,000
June 30, 2027	383,000	250,000
<b>Total</b>	<b>\$ 2,306,000</b>	<b>\$ 500,000</b>

<sup>(2)</sup> Under the original terms of the underlying option agreement, if a drill permit for Esperanza is not secured by the Company on or prior to July 31, 2025, the underlying optionor had the right to terminate the option agreement. As consideration for removing the termination rights, a new schedule of payments was established, beginning July 21, 2025.

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 a 0.5% NSR Royalty for US\$1,000,000, at which time the NSR Royalty payable to the vendor shall be 1.5%.

<sup>1</sup> Formerly Esperanza and Huachi project

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**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**

**(d) Zaha project – Argentina (Cont'd...)**

*Huachi property*

On March 11, 2024, the Company signed a property option agreement with Golden Arrow Resources Corp. (“Golden Arrow”) to earn up to a 100% interest in the 3,500-hectare Huachi property. On June 20, 2025, the Company and Golden Arrow signed a definitive option agreement for the property. Huachi is contiguous with the Company’s Esperanza property, 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 totaling US\$1,000,000 and making cash payments of US\$1,000,000 to Golden Arrow over a four-year period from the date that the environmental permit for the project is approved and is in force to allow reasonable exploration activities, including drilling. The grant of the permit is still pending.

The Company shall have a top-up right, within 90 days following the exercise of the option, 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.

<b>Anniversary Following the Commencement Date <sup>(1)</sup></b>	<b>Work Commitments (US\$)</b>	<b>Cash Payments (US\$)</b>	<b>Vesting</b>
First Anniversary	100,000	100,000	-
Second Anniversary	150,000	150,000	-
Third Anniversary	250,000	250,000	-
Four Anniversary	500,000	500,000	75%
Top-up right	-	2,000,000	25%
<b>Total</b>	<b>\$ 1,000,000</b>	<b>\$ 3,000,000</b>	<b>100%</b>

<sup>(1)</sup> The four-year option period commences on the Commencement Date, which is the date on which the environmental permit is approved and in force, allowing exploration activities to begin. If the environmental permit is not obtained on or before February 28, 2027, then Golden Arrow has the right to terminate the agreement.

*Earn-in agreement Moxico Resources*

On October 7, 2024, the Company signed a binding letter agreement with Atlantic Metals Limited (“Atlantic”), a wholly owned subsidiary of Moxico Resources plc. (together with Atlantic, “Moxico”), a private copper mining company. Under the terms of the letter agreement, the Company granted Moxico an option to earn a 75% interest in the Zaha copper exploration project, consisting of the Esperanza and Huachi properties (“Moxico earn-in agreement”).

On September 15, 2025, the Company and Moxico amended the Moxico earn-in agreement to align it with the underlying option agreement for Esperanza.

**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**
**(d) Zaha project – Argentina (Cont'd...)**
Earn-in agreement with Moxico Resources (Cont'd...)

In order to exercise the option, under the terms of the amended Moxico earn-in agreement, Moxico is required to:

- make staged cash payments to the Company in the aggregate amount of US\$2,675,000,
- complete at least 65,000 meters of drilling on the projects, and
- deliver independent NI 43-101 compliant technical reports to Latin Metals on the Projects setting out an initial mineral resource estimate, preliminary economic assessment and a bankable feasibility study.
- assume the outstanding cash payment obligations of the Company to the underlying owners of Zaha project,
- assume the work expenditure commitments at the Huachi property.

The tables below detail the commercial terms of the Moxico earn-in agreement:

<b>Date<sup>(1)</sup> (on or before)</b>	<b>Payments in cash to Latin Metals (US\$)</b>	<b>Drilling<sup>(2)</sup> (meters)</b>	<b>NI 43-101 Compliant Technical reports<sup>(2)</sup></b>
October 7, 2024	350,000 (received)	-	-
October 7, 2026	200,000	15,000 <sup>(3)</sup>	-
October 7, 2027	225,000	20,000	Mineral resource estimate
October 7, 2028	350,000	15,000	Prelim. Economic Assessment
October 7, 2029	500,000	15,000	Bankable Feasibility Study
October 7, 2030	1,050,000	-	-
<b>Total</b>	<b>2,675,000</b>	<b>65,000</b>	

<sup>(1)</sup> Milestone dates shall be automatically extended in respect to drilling and technical reports requirements until receipt of the Esperanza drilling permit or the Huachi drilling permit;

<sup>(2)</sup> The drilling commitments and technical report commitments can be satisfied on either the Esperanza or the Huachi properties, provided that (assuming the issuance of the Huachi drilling permit) a portion of the drilling shall need to be conducted on the Huachi property such that the Huachi work commitments of US\$1 million in exploration expenditures are satisfied;

<sup>(3)</sup> 5,000 m of the total 15,000 m is a firm commitment subject to receipt of drilling permits, provided that Moxico shall have made commercially reasonable and good faith efforts to obtain same.

Requirements under the option agreements with the underlying owners of the properties within Zaha project:

<b><u>Esperanza</u> Date (on or before)</b>	<b>Assumed Cash payments (US\$)<sup>(1)</sup></b>
July 21, 2025	250,000 (received)
June 30, 2026	250,000
December 30, 2026	500,000 <sup>(2)</sup>
June 30, 2027	633,000 <sup>(3)</sup>
<b>Total</b>	<b>1,633,000</b>

<sup>(1)</sup> The assumed cash payments due under the underlying Esperanza option agreement shall be made by Moxico to the Company, or to the direction of the Company at least 15 business days prior to the date for the payment of same set out above, which payments shall then be forwarded by the Company to the underlying owners of Esperanza property.

<sup>(2)</sup> Payment comprised of US\$250,000 assumed payment and US\$250,000 deemed cash price of the Company's common shares being issued to the underlying Esperanza as per the terms of the underlying Esperanza option agreement.

<sup>(3)</sup> Payment comprised of US\$383,000 assumed payment and US\$250,000 deemed cash price of the Company's common shares being issued to the underlying Esperanza as per the terms of the underlying Esperanza option agreement.

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**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**

**(d) Zaha project – Argentina (Cont'd...)**

*Earn-in agreement with Moxico Resources (Cont'd...)*

<b><i>Huachi</i></b>	<b>Assumed Cash payments</b>
<b>Date (on or before)</b>	<b>(US\$)<sup>(1)</sup></b>
12 months following receipt of an environmental permit	100,000
24 months following receipt of an environmental permit	150,000
36 months following receipt of an environmental permit	250,000
48 months following a receipt of an environmental permit	2,500,000 <sup>(2)</sup>
<b>Total</b>	<b>3,000,000</b>

<sup>(1)</sup> Assumed cash payments due under the underlying Huachi option agreement shall be made by Atlantic to, or to the direction of the Company at least 10 business days prior to the date for the payment of same set out above, which payments shall then be forwarded by the Company to the underlying owner of Huachi property.

<sup>(2)</sup> Payment comprised of US\$500,000 assumed payment and US\$2,000,000 Huachi top-up payment as per the terms of the underlying Huachi option agreement.

Upon the exercise of the option, Moxico can elect within 60 days of the option exercise date to purchase the remaining 25% interest in the projects for an aggregate 100% interest (top-up right) by making a cash payment to the Company equal to the greater of (i) US\$10,000,000 or (ii) an amount equal to US\$0.02/lb multiplied by the quantity (in pounds) of copper equivalent in the measured and indicated resource categories. If the top-up right is exercised, the Company's interest in the projects shall be converted to a 2% net smelter returns ("NSR") royalty.

If the top-up right is not exercised, Moxico and the Company will be deemed to have formed a joint venture for the continued exploration, development and, if warranted, commercialization of the Zaha project, in respect of which the initial participating interests of the parties will be, Moxico as to 75% and the Company as to 25%.

**(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.

On June 23, 2025, the Company entered into an amendment to the option agreement, effectively converting it into a definitive sale and purchase agreement for the underlying vendors' remaining 29% interest (for a total for 100% interest) in the Tres Cerros property. Under the amended terms, the Company agreed to acquire the remaining 29% interest for total consideration of US\$400,000 (irrevocable commitment) payable over three years.

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**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**

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

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

<b>Date (on or before)</b>	<b>Cash payments (US\$)</b>	<b>Shares</b>	<b>Payments in shares or cash (US\$)</b>	<b>Cumulative earned interest</b>
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 (paid)	35%
May 10, 2023	100,000 (paid)	-	133,577(issued)	51%
May 30, 2024	25,000 (paid)	-	-	51%
July 15, 2024	75,000 (paid)	-	-	51%
August 15, 2024 <sup>(1)</sup>	-	-	182,789(issued)	51%
November 15, 2024 <sup>(2)</sup>	100,000 (paid)	-	-	71%
June 30, 2025 <sup>(3)</sup>	100,000 (paid)	-	-	80%
June 30, 2026 <sup>(3)</sup>	150,000	-	-	80%
June 30, 2027 <sup>(3)</sup>	150,000	-	-	100%
<b>Total</b>	<b>\$ 862,500</b>	<b>800,000</b>	<b>\$ 393,700</b>	<b>100%</b>

(1) The Company issued 2,725,033 common shares fair-valued at \$0.092 per share for a total of \$250,703 (US\$182,789).

(2) Paid on October 25, 2024.

(3) Irrevocable commitment.

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 Daura Gold Corp.*

On November 1, 2025, the Company and Daura Gold Corp. (“Daura”) entered into a binding letter agreement under the terms of which, Daura can earn up to an 80% interest in the Tres Cerros project.

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**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**

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

Earn-in agreement with Daura Gold Corp. (Cont'd...)

Under the agreement, to exercise the option to acquire 75% undivided interest in the project, Daura must complete the following requirements and prepare and deliver to the Company a NI 43-101 compliant technical report on the property, containing a mineral resource estimate on the property:

<b>Date<sup>(1)</sup> (on or before)</b>	<b>Payments in cash to Latin Metals (US\$)</b>	<b>Assumed payments to the underlying optionors<sup>(2)</sup> (US\$)</b>	<b>Drilling<sup>(2)</sup> (meters)</b>
November 4, 2025	200,000 <sup>(1)(2)</sup> (received)	100,000 <sup>(1)(3)</sup> (received)	-
April 30, 2026	100,000	150,000 <sup>(1)(4)</sup>	1,500 <sup>(1)</sup>
December 31, 2026	150,000	-	1,500
June 15, 2027	-	150,000 <sup>(4)</sup>	-
December 31, 2027	250,000	-	10,000
December 31, 2028	1,000,000	-	15,000
<b>Total</b>	<b>1,700,000</b>	<b>400,000</b>	<b>28,000</b>

(1) Irrevocable commitments.

(2) Payable to the Company in cash or shares, at Daura's election, through the issuance of an equivalent monetary amount in Daura shares

(2) (3) Retained by Latin Metals as reimbursement for amounts paid to the underlying optionor in 2025.

(4) Payments to be forwarded by the Company to the underlying optionor.

Subsequent to October, 31, 2025 Daura paid USD 100,000 in cash and USD 200,000 in shares, by issuing 744,922 shares to the Company.

Concurrently with the exercise of the option to acquire 75% interest in the project, Daura may give notice to the Company of its intention to increase its interest to 80%. To exercise the top-up right, Daura must make cash payments to the Company based on the measured, indicated and inferred mineral resources included in the mineral resource estimate set out in the technical report, as follows:

- i.) US\$7.00 per gold equivalent ounce of measured and indicated resources; and
- ii.) US\$5.00 per gold equivalent ounce of inferred resources.

**(f) Mirador – Argentina**

The Mirador sedimentary copper property was staked by the Company and is located approximately 110 km by road from Salta, Argentina, adjacent to the Company's Solario and Ventana projects.

**(g) Mendoza – Argentina**

The Mendoza uranium project was staked by the Company and is located in the province of Mendoza, Argentina.

**(h) Solario – Argentina**

The Company acquired a 100% interest in Solario copper project from a private company. The project is located in Salta and is adjacent to the Company's Mirador project and Ventana Project.

**7. EXPLORATION AND EVALUATION ASSETS** *(Cont'd...)***(i) Ventana – Argentina**

The Company acquired a 100% interest in Ventana copper project from a private company. The project is located in Salta and are adjacent to the Company's Mirador project and Solario project.

**(j) Terraza – Argentina**

The Terraza sedimentary copper property was staked by the Company and is located in Jujuy Province, Argentina.

**(k) 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 belt, 110 km from Lima, Peru.

**(l) 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 belt, 377 km south of Lima Peru. Subsequent to October 31, 2025, the Company spun-out the Auquis property (Note 16).

**(m) Jacha Property – Peru**

The Company acquired the Jacha copper property by staking. The 100% owned property consisted of approximately 2,200 hectares and is located 150 km from Cuzco. During the year ended October 31, 2024, indicators of impairment were noted as the Company has not renewed a significant portion of the claim position for the property. The property's recoverable value was determined to be \$nil, leading to an impairment write-down of \$91,625.

During the year ended October 31, 2025, the Company continued renewing the remaining claims at the Jacha property area of approximately 1,000 hectares.

**(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.

During the year ended October 31, 2025, indicators of impairment of Loli property were noted as the Company did not renew the claim position for the property. The property's recoverable value was determined to be \$nil, leading to an impairment of \$23,816.

Subsequent to October 31, 2025, the Company spun-out the Para property (Note 16)

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(Expressed in Canadian dollars)

**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**

**(o) Exploration and evaluation assets continuity**

	ARGENTINA	PERU	TOTAL
<b>Balance, October 31, 2023</b>	<b>\$ 3,538,946</b>	<b>\$ 1,558,736</b>	<b>\$ 5,097,682</b>
<i>Acquisition costs</i>			
Shares issued for option payment, fair value	250,703	-	250,703
Option payments	411,340	-	411,340
Option proceeds	(684,260)	-	(684,260)
Claim maintenance and legal fees	96,968	59,904	156,872
Total acquisition costs (proceeds) for the year	74,751	59,904	134,655
<i>Exploration costs</i>			
Community relations	-	15,435	15,435
Field expenses, incl. support contractors	26,868	54,047	80,915
Geological consultants and contractors	86,694	4,166	90,860
Total exploration costs for the year	113,562	73,648	187,210
Recoveries	205,110	-	205,110
Impairment	-	(91,625)	(91,625)
<b>Balance, October 31, 2024</b>	<b>\$ 3,932,369</b>	<b>\$ 1,600,663</b>	<b>\$ 5,533,032</b>
<i>Acquisition costs</i>			
Option payments	731,636	-	731,636
Option proceeds	(871,703)	-	(871,703)
Claim maintenance and legal fees	154,905	87,523	242,428
Total acquisition costs (proceeds) for the year	14,838	87,523	102,361
<i>Exploration costs</i>			
Community relations	-	2,769	2,769
Field expenses, incl. support contractors	19,071	58,071	77,142
Geological consultants and contractors	90,404	53,317	143,721
Geophysical	2,571	-	2,571
Share-based compensation	8,552	-	8,552
Total exploration costs for the year	120,598	114,157	234,755
Recoveries	270,827	-	270,827
Impairment	-	(23,816)	(23,816)
<b>Balance, October 31, 2025</b>	<b>\$ 4,338,632</b>	<b>\$ 1,778,527</b>	<b>\$ 6,117,159</b>

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

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**7. EXPLORATION AND EVALUATION ASSETS (Cont'd...)**

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

<b>ARGENTINIAN EXPLORATION PROPERTIES</b>	<b>Salta Properties</b>	<b>Zaha Project</b>	<b>Tres Cerros</b>	<b>Mirador</b>	<b>Mendoza</b>	<b>Solario</b>	<b>Ventana</b>	<b>Terraza</b>	<b>TOTAL Argentina</b>
<b>Balance, October 31, 2023</b>	\$ -	\$ 3,155,350	\$ 203,450	\$ 144,913	\$ -	\$ 17,698	\$ 17,535	\$ -	\$3,538,946
<i>Acquisition costs</i>									
Shares issued for option payment, fair value	-	-	250,703	-	-	-	-	-	250,703
Option payments	-	136,980	274,360	-	-	-	-	-	411,340
Option proceeds	(205,110)	(479,150)	-	-	-	-	-	-	(684,260)
Claim maintenance and legal fees	-	72,663	12,986	5,878	-	154	75	5,212	96,968
Total acquisition costs (proceeds) for the year	(205,110)	(269,507)	538,049	5,878	-	154	75	5,212	74,751
<i>Exploration costs</i>									
Field expenses, incl. support contractors	-	11,814	15,054	-	-	-	-	-	26,868
Geological consultants and contractors	-	86,694	-	-	-	-	-	-	86,694
Total exploration costs for the year	-	98,508	15,054	-	-	-	-	-	113,562
Recoveries	205,110	-	-	-	-	-	-	-	205,110
<b>Balance, October 31, 2024</b>	\$ -	\$ 2,984,351	\$ 756,553	\$ 150,791	\$ -	\$ 17,852	\$ 17,610	\$ 5,212	\$ 3,932,369
Option payments	248,721	345,795	137,120	-	-	-	-	-	731,636
Option proceeds	(528,001)	(343,702)	-	-	-	-	-	-	(871,703)
Claim maintenance and legal fees	-	58,851	40,636	17,032	31,656	-	83	6,647	154,905
Total acquisition costs (proceeds) for the year	(279,280)	60,944	177,756	17,032	31,656	-	83	6,647	14,838
<i>Exploration costs</i>									
Field expenses, incl. support contractors	-	-	19,071	-	-	-	-	-	19,071
Geological consultants and contractors	8,453	852	81,099	-	-	-	-	-	90,404
Geophysical	-	-	2,571	-	-	-	-	-	2,571
Share-based compensation	-	4,276	4,276	-	-	-	-	-	8,552
Total exploration costs for the year	8,453	5,128	107,017	-	-	-	-	-	120,598
Recoveries	270,827	-	-	-	-	-	-	-	270,827
<b>Balance, October 31, 2025</b>	\$ -	\$ 3,050,423	\$ 1,041,326	\$ 167,823	\$ 31,656	\$ 17,852	\$ 17,693	\$ 11,859	\$ 4,338,632

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

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**7. EXPLORATION AND EVALUATION ASSETS** *(Cont'd...)*

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

PERUVIAN EXPLORATION PROPERTIES	Lacsha	Auquis	Jacha	Loli	Tilo	Para	Total Peru
<b>Balance, October 31, 2023</b>	<b>\$ 811,139</b>	<b>\$ 447,449</b>	<b>\$ 80,170</b>	<b>\$ 19,147</b>	<b>\$ 118,167</b>	<b>\$ 82,664</b>	<b>\$ 1,558,736</b>
<i>Acquisition costs</i>							
Claim maintenance and legal fees	24,583	18,833	4,122	4,122	8,244	-	<b>59,904</b>
<i>Exploration costs</i>							
Community relations	15,435	-	-	-	-	-	<b>15,435</b>
Field expenses, incl. support contractors	21,868	17,551	7,333	-	2,295	5,000	<b>54,047</b>
Geological consulting	2,935	897	-	-	334	-	<b>4,166</b>
Total exploration costs for the year	40,238	18,448	7,333	-	2,629	5,000	<b>73,648</b>
Impairment	-	-	(91,625)	-	-	-	<b>(91,625)</b>
<b>Balance, October 31, 2024</b>	<b>\$ 875,960</b>	<b>\$ 484,730</b>	<b>\$ -</b>	<b>\$ 23,269</b>	<b>\$ 129,040</b>	<b>\$ 87,664</b>	<b>\$ 1,600,663</b>
<i>Acquisition costs</i>							
Claim maintenance and legal fees	17,770	19,339	4,205	547	8,409	37,253	<b>87,523</b>
<i>Exploration costs</i>							
Community relations	1,772	997	-	-	-	-	<b>2,769</b>
Field expenses, incl. support contractors	42,624	13,551	-	-	-	1,896	<b>58,071</b>
Geological consulting	12,583	3,675	-	-	-	37,059	<b>53,317</b>
Total exploration costs for the year	56,979	18,223	-	-	-	38,955	<b>114,157</b>
Impairment	-	-	-	(23,816)	-	-	<b>(23,816)</b>
<b>Balance, October 31, 2025</b>	<b>\$ 950,709</b>	<b>\$ 522,292</b>	<b>\$ 4,205</b>	<b>\$ -</b>	<b>\$ 137,449</b>	<b>\$ 163,872</b>	<b>\$ 1,778,527</b>

**8. SHARE CAPITAL AND SHARE-BASED PAYMENT RESERVES****Authorized share capital**

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

**Share issuances***Year ended October 31, 2025*

On May 20, 2025, the Company completed a non-brokered private placement issuing 12,095,454 units at \$0.11 per unit for gross proceeds of \$1,330,500. Each unit consists of one common share and one common share purchase warrant, with each warrant entitling the holder thereof to purchase one common share at a price of \$0.20 per share until May 20, 2028. \$Nil was allocated to share purchase warrants.

In connection with the financing, the Company paid finders fees in the aggregate amount of a \$37,870 cash commission and 379,272 finder's warrants, fair-valued at \$24,886 using the Black-Scholes option pricing model. Each finder's warrant entitles the holder thereof to purchase one common share at a price of \$0.11 per share until May 20, 2026. In addition, the Company incurred an aggregate of \$16,347 in legal and regulatory fees in connection with the non-brokered financing.

During the year ended October 31, 2025, the Company issued 1,225,000 shares pursuant to the exercise of 1,225,000 stock options at an exercise price of \$0.13 for gross proceeds of \$159,250. The Company transferred \$121,153 from share-based payment reserves to share capital upon the exercise of the stock options.

During the year ended October 31, 2025, the Company issued 6,780,913 shares pursuant to the exercise of 6,780,913 warrants at a weighted average exercise price of \$0.18 for gross proceeds of \$1,223,843. The Company transferred \$46,821 from share-based payment reserves to share capital upon the exercise of the warrants.

*Year ended October 31, 2024*

On September 26, 2024, the Company closed a private placement ("September 2024 private placement") for aggregate gross proceeds of \$2,000,000 through the issuance of 25,000,000 units at a subscription price of \$0.08 per unit. Each unit consists of one common share in the capital of the Company 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 until September 26, 2026.

The Company allocated \$1,937,500 of the September 2024 private placement gross proceeds to share capital and a residual value of \$62,500 to the warrants issued.

In connection with the September 2024 private placement, the Company paid finder's fees consisting of a \$70,350 cash commission and issued 879,375 finder's warrants, fair-valued at \$34,477 using the Black-Scholes option pricing model. Each finder's warrant entitles the holder to purchase one share at a price of \$0.08 per share until September 26, 2025. In addition, the Company incurred an aggregate of \$22,644 in legal and regulatory fees in connection with the non-brokered financing.

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**8. SHARE CAPITAL AND SHARE-BASED PAYMENT RESERVES (Cont'd...)**

**Share issuances (Cont'd...)**

On February 6, 2024, the Company completed a non-brokered private placement (“February 2024 private placement”) issuing 10,000,000 units at \$0.07 per unit 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 until February 6, 2026.

In connection with the financing the Company paid finder’s fees in the amount of \$17,640 and issued 251,999 finders warrants, fair-valued at \$8,522 using the Black-Scholes option pricing model. 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. In addition, the Company incurred an aggregate of \$11,270 in legal and regulatory fees in connection with the non-brokered financing.

During the year ended October 31, 2024, the Company issued 2,725,033 common shares fair-valued at \$0.092 per share for a total of \$250,703 (US\$182,789) for option payment on Tres Cerros property (note 7(e) – Tres Cerros–Argentina).

During the year ended October 31, 2024, the Company issued 500,000 shares pursuant to the exercise of 500,000 warrants at an exercise price of \$0.10 for gross proceeds of \$50,000. The Company transferred \$3,274 from equity reserves to share capital upon the exercise of the warrants.

**Stock options**

The Company has adopted an incentive stock option plan, which provides that the Board of Directors 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 grant. Vesting of stock options is at the discretion of the Board of Directors.

Stock option transactions for the years ended October 31, 2025 and 2024 are summarized as follows:

	October 31, 2025		October 31, 2024	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Options outstanding, beginning of the year	7,200,000	\$ 0.12	6,135,000	\$ 0.13
Granted	2,250,000	\$ 0.12	2,720,000	\$ 0.10
Exercised	(1,225,000)	\$ 0.13	-	\$ -
Expired	-	\$ -	(1,105,000)	\$ 0.15
Forfeited	-	\$ -	(550,000)	\$ 0.13
Options outstanding and exercisable, end of the year	8,225,000	\$ 0.12	7,200,000	\$ 0.12

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**8. SHARE CAPITAL AND SHARE-BASED PAYMENT RESERVES (Cont'd...)**

**Stock options (Cont'd...)**

As at October 31, 2025, the Company had stock options outstanding and exercisable enabling the holder to acquire common shares as follows:

Number of options	Exercise price per option	Expiry Date	Remaining life in years
725,000	\$0.13	November 14, 2025	0.0
2,530,000	\$0.13	December 8, 2025	0.1
950,000	\$0.10	July 10, 2027	1.7
1,470,000	\$0.10	October 16, 2027	2.0
300,000	\$0.12	October 24, 2027	2.0
1,500,000	\$0.12	April 2, 2028	2.4
750,000	\$0.12	May 8, 2028	2.5
<b>8,225,000</b>			

The weighted average remaining contractual life of options outstanding at October 31, 2025 was 1.1 years (2024 - 1.8 year) and the weighted average exercise price was \$0.12 (2024 - \$0.12)

Subsequent to October 31, 2025, all of the 725,000 stock options expiring on November 14, 2025 and 2,480,000 of the stock options expiring on December 8, 2025 were exercised for gross proceeds of \$416,650.

Total share-based compensation for the year ended October 31, 2025 was \$181,942 (2024 - \$212,526), of which \$8,552 was recognized in exploration and evaluation assets (2024 - \$nil).

The Company uses the Black-Scholes option pricing model to fair-value stock options granted and warrants issued for services. 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 years ended October 31, 2025 and 2024:

Stock options fair value assumptions	October 31, 2025	October 31, 2024
Risk-free interest rate	2.50%	3.30%
Expected life	3	3
Annualized volatility	121%	119%
Dividend rate	0%	0%
Forfeiture rate	0%	0%

The risk-free rate of return is the yield on a zero-coupon Canadian Treasury Bill of a term consistent with the expected option life. The expected life of options is their contractual life. Volatility is based on historical volatility of the share price over the most recent period commensurate with the expected life, using consistent intervals for share price observations.

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**8. SHARE CAPITAL AND SHARE-BASED PAYMENT RESERVES (Cont'd...)**

**Warrants**

The following common share purchase warrants entitle the holders thereof to purchase one common share for each warrant.

Warrant transactions for the years ended October 31, 2025 and 2024 are summarized as follows:

	October 31, 2025		October 31, 2024	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Warrants outstanding, beginning of the year	30,907,490	\$ 0.17	18,276,117	\$ 0.17
Issued	12,474,726	\$ 0.20	18,631,373	\$ 0.15
Exercised	(6,780,913)	\$ 0.18	(500,000)	\$ 0.10
Expired	(6,753,850)	\$ 0.20	(5,500,000)	\$ 0.10
Warrants outstanding, end of the year	29,847,453	\$ 0.17	30,907,490	\$ 0.17

Warrants outstanding as at October 31, 2025 are as follows:

Number of Warrants	Exercise Price	Expiry Date	Remaining life in years
4,999,999	\$ 0.15	February 6, 2026	0.3
12,500,000	\$ 0.15	September 26, 2026	0.9
12,095,454	\$ 0.20	May 20, 2028	2.6
252,000*	\$ 0.11	May 20, 2026	0.6
29,847,453			

\*Finder's warrants

The weighted average remaining contractual life of warrants outstanding at October 31, 2025, was 1.5 years (2024 – 1.4 years). And the weighted average exercise price was \$0.17 (2024 - \$0.15)

Subsequent to October 31, 2025, all of the 4,999,999 warrants expiring on February 6, 2026 were exercised for gross proceeds of \$750,000.

The Company uses the Black-Scholes option pricing model to fair-value stock options granted and warrants issued for goods and services. 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 finders' warrants issued during the years ended October 31, 2025 and 2024:

Finders' warrants fair value assumptions	October 31, 2025	October 31, 2024
Risk-free interest rate	2.63%	4.21%
Expected life of finders warrants	1	1
Annualized volatility	120%	110%
Dividend rate	0%	0%
Forfeiture rate	0%	0%

(An Exploration Stage Company)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**For the years ended October 31, 2025 and 2024**

(Expressed in Canadian dollars)

**9. OTHER INCOME**

During the year ended October 31, 2025, the Company recorded a one-time cash receipt of \$654,123 (2024 - \$nil) resulting from the resolution of a historical contractual matter. This amount reflects a negotiated outcome between the parties involved.

**10. RELATED PARTY TRANSACTIONS**

**Key management personnel compensation**

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 the CEO, CFO, VP Exploration (effective May 9, 2025), and directors.

Key management personnel compensation is as follows:

	<b>2025</b>	<b>2024</b>
Directors' fees, salaries and benefits	\$ 263,252	\$ 263,251
Consulting fees <sup>(1)(2)</sup>	191,582	104,580
Share-based compensation	72,920	78,012
	<b>\$ 527,754</b>	<b>\$ 445,843</b>

(1) Fees paid to private corporations for personnel that is acting as key management of the Company.

(2) Consulting fees of \$77,061 were included in exploration and evaluation assets, and fees of \$6,561 included in project investigation.

As at October 31, 2025, \$17,988 (2024 - \$nil) due to key management personnel was included in accounts payable and accrued liabilities.

**Finance costs**

The Company incurred finance costs of \$36,384 in connection with the loans from related parties for the year ended October 31, 2024.

No loans from related parties were outstanding as at October 31, 2025 and October 31, 2024.

**Office lease agreement**

During the year ended October 31, 2025 the Company paid \$nil (2024 - \$11,931) to a company that shares common officers and directors for rent pursuant to an office sub-lease agreement. The office sub-lease agreement was effective from August 1, 2022 to its termination on February 1, 2024.

(An Exploration Stage Company)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**For the years ended October 31, 2025 and 2024**

(Expressed in Canadian dollars)

**11. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS**

	<b>2025</b>	<b>2024</b>
Interest paid	\$ -	\$ 64,672
Interest received	(1,036)	(1,150)
Depreciation included in exploration and evaluation assets	6,591	6,218
Recoveries of exploration and evaluation assets included in accounts and other receivables	(248,721)	-
Expenditures on exploration and evaluation assets included in accounts payable and accrued liabilities	(16,586)	(48,027)
Share-based compensation included in exploration and evaluation assets	8,552	-
Shares issued for option payment - mineral exploration properties, fair value	-	250,703
Fair value of finders' warrants in connection with private placements	24,886	42,999
Fair value of unit warrants, private placement	-	62,500

**12. COMMITMENTS**

Under the amended terms of the option agreement for Tres Cerros property (Note (7(e))), the Company agreed to acquire the remaining 29% interest (for an aggregate 100% interest) for total consideration of US\$400,000, payable in instalments. The remaining commitment for Tres Cerros property is US\$ 300,000, of which US\$150,000 payable on or before June 30, 2026, and US\$150,000 payable on or before June 30, 2027.

**13. INCOME TAXES**

A reconciliation of income taxes at statutory rates with the reported taxes for the years ended October 31, 2025 and 2024, is as follows:

	<b>2025</b>	<b>2024</b>
Loss for the year	(\$1,260,284)	(\$2,176,654)
Statutory income tax rate	27.00%	27.00%
Expected income tax recovery	(340,276)	(587,696)
Tax effect of expenses that are not deductible for tax purposes	46,491	57,437
Effect of change in tax rates	4,041	(157,279)
Impact of foreign exchange	-	64,868
Other item	(1,826,243)	418,115
Change in unrecognized deductible temporary differences and tax losses	2,115,987	204,555
Income tax expense	\$ -	\$ -

(An Exploration Stage Company)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**For the years ended October 31, 2025 and 2024**

(Expressed in Canadian dollars)

**13. INCOME TAXES** *(Cont'd...)*

The significant components of the Company's unrecognized deductible temporary differences and tax losses as at October 31, 2025 and 2024 are as follows:

	<b>2025</b>	<b>2024</b>
Non-capital losses carried forward	\$ 3,376,619	\$ 3,034,261
Exploration and evaluation assets	657,449	(1,115,951)
Investments	42,740	43,155
Property and equipment	8,947	12,948
Share issue costs	36,389	31,744
Capital losses carried forward	1,009,742	1,009,742
<b>Total unrecognized deductible temporary differences and tax losses</b>	<b>\$ 5,131,886</b>	<b>\$ 3,015,899</b>

At October 31, 2025, the Company has \$11,267,027 in non-capital losses for Canadian tax purposes, \$215,435 in non-capital losses for Peruvian tax purposes, and \$1,088,181 in non-capital losses for Argentinean tax purposes. These losses, if not utilized, will expire between 2026 and 2045. Deferred tax assets that may arise as a result of these non-capital losses have not been recognized in these consolidated financial statements as it is not probable that taxable profit will be available against which the losses can be utilized.

**14. FINANCIAL RISK MANAGEMENT AND MANAGEMENT OF CAPITAL**

The Company's cash and cash equivalents have been fair valued using Level 1 and investments have been fair valued using Level 1 and Level 2 of the fair value hierarchy.

The carrying amount of the Company's accounts receivable and of its accounts payable and accrued liabilities approximates the fair value due to the short-term nature of the instruments.

**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 as follows:

**14. FINANCIAL RISK MANAGEMENT AND MANAGEMENT OF CAPITAL** *(Cont'd...)***Financial risk management** *(Cont'd...)**Credit risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents and accounts and other receivables. Cash and cash equivalents are maintained with financial institutions of reputable credit and are redeemable on demand, as such management concludes that the Company is not exposed to material credit risk with respect to the cash and cash equivalents. The carrying amounts of cash and cash equivalents and of accounts receivable, represent the maximum credit risk exposure. The Company's accounts receivable are entered into with credit-worthy parties and management concludes that the credit risk related to these amounts is not material. The Company's exposure to and management of credit risk has not changed materially from that of the prior year.

*Liquidity risk*

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. 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 October 31, 2025, the Company had working capital of \$2,010,891 (2024 - \$1,006,582).

At October 31, 2025, the Company had accounts payable and accrued liabilities of \$284,770 (2024 - \$324,688) due within 90 days. Management has concluded that the Company is not exposed to significant liquidity risk. The Company's exposure to and management of liquidity risk has not changed materially from that of the prior year.

*Market risk*

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

*Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. At October 31, 2025, the Company was not subject to material interest rate risk.

*Currency risk*

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates in Canada, Argentina, and Peru and its expenditures are incurred in CAD, USD, ARS, and PEN but funded primarily in Canadian dollars. Based on this exposure, as at October 31, 2025, a 10% change in exchange rates, relative to the Canadian dollar, would result in a change in the net loss by approximately \$60,500 (2024 – \$13,600).

*Other Price risk*

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or currency risk whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market. The Company is exposed to other price risk with respect to its investments.

**14. FINANCIAL RISK MANAGEMENT AND MANAGEMENT OF CAPITAL (Cont'd...)**
**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's capital structure as at October 31, 2025 is comprised of shareholders' equity of the Company of \$8,175,512 (October 31, 2024 - \$6,594,478).

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 years ended October 31, 2025 and 2024.

**15. SEGMENTED INFORMATION**

The Company operates in one industry segment, the acquisition, exploration and evaluation of mineral properties located in South America, and in three geographical areas, Canada, Argentina, and Peru. Non-current assets by geographical areas are as follows:

	October 31, 2025			
	Canada	Argentina	Peru	Total
Exploration and evaluation assets	\$ -	\$ 4,338,632	\$ 1,778,527	\$ 6,117,159
Property and equipment	477	-	46,985	47,462
<b>Total non-current assets</b>	<b>\$ 477</b>	<b>\$ 4,338,632</b>	<b>\$ 1,825,512</b>	<b>\$ 6,164,621</b>

  

	October 31, 2024			
	Canada	Argentina	Peru	Total
Exploration and evaluation assets	-	3,932,369	1,600,663	5,533,032
Property and equipment	2,106	-	52,758	54,864
<b>Total non-current assets</b>	<b>\$ 2,106</b>	<b>\$ 3,932,369</b>	<b>\$ 1,653,421</b>	<b>\$ 5,587,896</b>

**16. SUBSEQUENT EVENTS****Spin-out of Para and Auquis properties**

On December 8, 2025, the Company and its wholly-owned subsidiary Latin Explore Inc. (“SpinCo”) entered into an arrangement agreement in respect of a proposed spin-out (the “Arrangement”) of the Company’s Para and Auquis properties in Peru. The Arrangement was completed on February 18, 2026. Under the Arrangement, the Company retained 2,736,000 of SpinCo’s common shares (20%), and distributed 10,944,000 of SpinCo’s common shares (80%) to the Company’s existing shareholders. Prior to the closing of the Arrangement, SpinCo amalgamated with 1559749 BC Ltd. (“FinCo”). FinCo completed a non-brokered private placement of \$3,000,000 prior to the amalgamation with SpinCo.

As a result of this Arrangement, subsequent to the year ended October 31, 2025 the Company lost control of the subsidiary and derecognized the subsidiary’s assets and liabilities, including exploration and evaluation assets of \$748,055, recognized its 20% retained interest as an investment in associate at fair value of \$138,600, and recorded a gain on loss of control of \$9,553.

**Stock options and warrants exercises**

Subsequent to October 31, 2025, the Company issued 3,455,000 shares pursuant to the exercise of 3,455,000 stock options at a weighted average exercise price of \$0.13 for gross proceeds of \$444,650, and 5,199,999 shares pursuant to the exercise of 5,199,999 warrants at an exercise price of \$0.15 for gross proceeds of \$780,000.

**Stock option grant**

On January 12, 2026, the Company granted 4,500,000 stock options. Each stock option entitles the holder to purchase one common share of the Company at a price of \$0.22 per share until January 12, 2029.