

ZINCORE METALS INC.

**CONDENSED CONSOLIDATED INTERIM FINANCIAL
STATEMENTS**

For the three months ended March 31, 2024 and 2023

(Unaudited)

(In Canadian Dollars)

Zincore Metals Inc.

Notice to Reader:

These condensed consolidated interim financial statements of Zincore Metals Inc. (the “Company”) have been prepared by management and reviewed by the Audit Committee and approved and authorized for issue by the Board of Directors of the Company. In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its external auditors have not reviewed these condensed consolidated interim financial statements, notes to condensed consolidated financial statements and the related quarterly Management Discussion and Analysis.

ZINCORE METALS INC.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited, in Canadian dollars)

	Note	March 31, 2024	December 31, 2023
ASSETS			
Current			
Cash		\$ 80,480	\$ 132,703
Total Assets		\$ 80,480	\$ 132,703
LIABILITIES			
Current			
Accounts payable and accrued liabilities	5	\$ 12,525	\$ 6,876
Promissory notes	4	593,081	1,103,081
Total Liabilities		\$ 605,606	1,109,957
SHAREHOLDERS' DEFICIT			
Share capital	3	\$ 58,409,450	57,932,450
Reserves		9,483,906	9,483,906
Deficit		(68,418,482)	(68,393,610)
Total Shareholders' Deficit		\$ (525,126)	(977,254)
Total Liabilities and Shareholders' Deficit		\$ 80,480	\$ 132,703

Going Concern (Note 1)

Approved for issuance by the Board of Directors:

/s/ Matthew Roma
Matthew Roma, Director

/s/ Ramon Perez
Ramon Perez, Director

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

ZINCORE METALS INC.**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF OPERATIONS AND
COMPREHENSIVE LOSS***(Unaudited, in Canadian dollars)*

	Notes	Three months ended March 31,	
		2024	2023
EXPENSES			
Consulting fees	5	\$ -	\$ (54,000)
Foreign exchange loss (gain)		-	(3)
General and administration		(906)	(10,224)
Shareholder information		(5,352)	-
Professional fees		(18,614)	(17,393)
NET LOSS & COMPREHENSIVE LOSS		(24,872)	(81,620)
Earnings (loss) per share - basic and diluted		\$ (0.00)	\$ (0.01)
Weighted average number of shares outstanding - basic and diluted		39,439,767	10,076,711

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

ZINCORE METALS INC.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIT

(Unaudited, in Canadian dollars, except share number)

	Share Capital		Reserves			Deficit	Total Shareholders' Deficit
	Number	Amount \$	Share-Based Payment Reserve \$	Warrants Reserve \$	Foreign Currency Translation Reserve \$		
BALANCE, DECEMBER 31, 2022	9,553,174	57,015,123	4,585,368	4,898,538	-	(68,322,958)	(1,823,929)
Issuance of common shares – private placement (note 3)	9,540,000	171,891	-	-	-	-	171,891
Net loss for the period	-	-	-	-	-	(81,620)	(81,620)
BALANCE, MARCH 31, 2023	19,093,174	57,187,014	4,585,368	4,898,538	-	(68,404,578)	(1,733,658)
BALANCE, DECEMBER 31, 2023	34,093,174	57,932,450	4,585,368	4,898,538	-	(68,393,610)	(977,254)
Issuance of common shares – warrants exercise (note 3)	9,540,000	477,000	-	-	-	-	477,000
Net loss for the year	-	-	-	-	-	(24,872)	(24,872)
BALANCE, MARCH 31, 2024	43,633,174	58,409,450	4,585,368	4,898,538	-	(68,418,482)	(525,126)

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

ZINCORE METALS INC.**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS***(Unaudited, in Canadian dollars)*

	Note	Three months ended March 31,	
		2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income (loss) for the period		\$ (24,872)	\$ (81,620)
Items not affecting cash:			
Changes in non-cash working capital items:			
Prepays and other receivables		-	2,108
Accounts payable and accrued liabilities		5,649	96,775
Net Cash Used in Operating Activities		(19,223)	17,263
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of promissory notes	4	(510,000)	(190,001)
Proceeds from private placement, net of share issuance cost	3	-	171,891
Proceeds from warrants exercised	3	477,000	-
Net Cash Provided by Financing Activities		(33,000)	(18,110)
Change in Cash		(52,223)	(847)
Cash, beginning of year		132,703	3,088
Cash, end of period		\$ 80,480	\$ 2,241

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

ZINCORE METALS INC.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS THHREE MONTHS ENDED MARCH 31, 2024 AND 2023

(Unaudited, in Canadian dollars)

1. NATURE OF BUSINESS AND CONTINUANCE OF OPERATIONS

Zincore Metals Inc. (“Zincore” or the “Company”) was incorporated as Peru Zinc Corporation on September 21, 2005 in the Province of British Columbia. The Company subsequently changed its name to Southern Zinc Corporation on April 26, 2006 and to Zincore Metals Inc. on June 5, 2006. The Company, located at 1030 West Georgia Street, Suite 1012, Vancouver BC, V6E 2Y3, is a publicly traded shell company looking for transactions to build shareholder value. In 2019, the Company announced a potential transaction which halted the Company’s common shares in trading. In 2020, the Company mutually terminated the transaction with the targeted company. The Company resumed trading on July 12, 2022 and is currently looking for other ventures to build value for its shareholders.

These condensed consolidated interim financial statements have been prepared on a going concern basis. Zincore has not been generating cash flows from operations and Zincore would need to raise additional funds through future issuance of securities, loans, or other financing. Although Zincore has been successful in raising funds in the past, there is no assurance that sufficient funds could be raised in the future in which case Zincore might not be able to meet its obligations as they come due in the normal course of business. It is not possible to predict whether financing efforts will be successful or if Zincore will attain a profitable level of operations. At March 31, 2024, the Company had no revenues and used \$19,223 of cash for operating activities. As at March 31, 2024, Zincore has incurred cumulative losses of \$68,418,482 since inception, has a working capital deficit of \$525,126, and is unable to pay all of its commitments as they come due. The Company is currently pursuing its alternatives for financing, including potential partnerships. These factors indicate that a material uncertainty exists that may cast significant doubt on the Company’s ability to continue as a going concern. Should Zincore be unable to realize its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts on the consolidated statements of financial position.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34 – Interim Financial Reporting as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain disclosures included in annual consolidated financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”) have been condensed or omitted and these unaudited condensed consolidated interim financial statements should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2023.

ZINCORE METALS INC.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS THHREE MONTHS ENDED MARCH 31, 2024 AND 2023

(Unaudited, in Canadian dollars)

The Company's management makes judgements in its process of applying the Company's accounting policies in the preparation of its audited annual consolidated financial statements. In addition, the preparation of the financial data requires that the Company's management make assumptions and estimates of effects of uncertain future events on the carrying amounts of the Company's assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively.

These interim consolidated financial statements were authorized by the Board of Directors on May 24, 2024.

Share consolidation – May 11, 2023

On May 11, 2023, the Company consolidated its common shares on a 2-to-1 ratio ("Stock Consolidation"). For all periods presented herein, the number of common shares, stock options, and warrants have been retroactively restated.

Basis of Measurement

These unaudited interim financial statements have been prepared on a historical cost basis except for certain financial instruments measured at fair value as described in Note 6. All figures presented in these unaudited interim financial statements are in Canadian dollars, unless otherwise indicated.

(b) Basis of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned inactive subsidiary, Polymex Resources Ltd. until its sale on December 31, 2023. All amounts are expressed in Canadian dollars, unless otherwise stated. Intercompany transactions and balances between the Company and its wholly-owned subsidiary are eliminated on consolidation.

(c) New Accounting Standards and Interpretations

A number of new standards, and amendments to standards and interpretations, were not yet effective for the year ended December 31, 2023 and have not been early adopted in preparing these consolidated financial statements. These new standards, and amendments to standards and interpretations were either not applicable or are not expected to have material impact on the Company's consolidated financial statements.

ZINCORE METALS INC.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS THHREE MONTHS ENDED MARCH 31, 2024 AND 2023

(Unaudited, in Canadian dollars)

(c) Significant Accounting Judgments and Estimates

The preparation of the condensed consolidated interim financial statements in conformity with IFRS requires management to make judgments and estimates and form assumptions that affect the reported amount of assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. On an ongoing basis, management evaluates its judgments and estimates in relation to assets, liabilities, revenues and expenses. Management uses historical experience and various other factors it believes to be reasonable under the given circumstances as the basis for its judgments and estimates. Actual outcomes may differ from these estimates under different assumptions and conditions.

In preparing these condensed consolidated interim financial statements, significant judgments made by management in applying the Company's accounting policies and the key sources of estimation were the same as those that applied to the consolidated financial statements as at and for the year ended December 31, 2023.

3. SHARE CAPITAL

Authorized unlimited common shares without par value.

Period ended March 31, 2024

During the current period ended March 31, 2024, total 9,540,000 warrants were exercised for proceeds of \$477,000.

Year ended December 31, 2023

On February 14, 2023, the Company issued 9,540,000 flow-through units at \$0.02 per unit for gross proceeds of \$190,800. As part of the issuance, the Company incurred share issuance costs of \$18,910. Each unit consisted of one flow-through common share and one share purchase warrant, where each warrant entitles the holder to acquire one common share at an exercise price of \$0.05 per share expiring on February 14, 2024. The fair value of the common shares was \$0.06 per share, as a result, no value was allocated to the warrants and there was no flow-through premium.

On May 16, 2023, the Company issued 15,000,000 common shares at \$0.05 per share for gross proceeds of \$750,000. As part of the issuance, the Company incurred share issuance costs of \$4,563.

ZINCORE METALS INC.**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THHREE MONTHS ENDED MARCH 31, 2024 AND 2023***(Unaudited, in Canadian dollars)***Share Purchase Warrants**

A summary of the changes in share purchase warrants is presented below:

	Number of warrants	Weighted average exercise price \$
Outstanding, December 31, 2023	9,540,000	0.05
Exercised	(9,540,000)	0.05
Outstanding, March 31, 2024	-	-

As at December 31, 2023, the following share purchase warrants were outstanding:

Number of warrants outstanding	Exercise price \$	Expiry date
9,540,000	0.05	February 14, 2024

4. PROMISSORY NOTES

As at March 31, 2024, the Company owed \$593,081 (December 31, 2023 - \$1,103,081) of promissory notes to a non-related party, which is unsecured, non-interest bearing, and due on demand. During the period ended March 31, 2024, the Company repaid \$510,000 of the promissory note.

5. RELATED PARTY TRANSACTIONS

The Company's related parties include its subsidiaries and key management. Transactions with related parties for goods and services are made on normal commercial terms and are considered to be at arm's length.

Short-term employee benefits include salaries payable within twelve months of the consolidated statement of financial position date and other annual employee benefits.

- (a) For the three months ended March 31, 2024, the Company incurred \$Nil (2023 - \$Nil) of consulting fees for the services provided by the Chief Financial Officer.
- (b) For the three months ended March 31, 2024, the Company incurred \$Nil (2023 - \$7,875) of consulting fees to directors of the Company.
- (c) As at March 31, 2024, an amount of \$Nil (December 31, 2023 - \$nil) to officers and directors of the Company. During the year ended December 31, 2023, an amount of \$15,500 due to a company that was employed by the Chief Financial Officer of the Company was forgiven, and recorded as gain on settlement of debt.

ZINCORE METALS INC.**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THHREE MONTHS ENDED MARCH 31, 2024 AND 2023***(Unaudited, in Canadian dollars)***6. FINANCIAL INSTRUMENTS AND RISKS****Fair values**

The fair values of the Company's cash, accounts payable and accrued liabilities, and promissory notes approximate their carrying values due to their short-term nature. The Company's financial instruments are exposed to certain financial risks, including credit risk, liquidity risk and market risk with respect to currency risk and interest risk. The following table summarize the Company's financial instruments as of March 31, 2024 and December 31, 2023:

	March 31, 2024	December 31, 2023
	\$	\$
Financial Assets		
Amortized cost:		
Cash	80,480	132,703
Financial Liabilities		
Amortized cost:		
Accounts payable and accrued liabilities	12,525	6,876
Promissory note	593,081	1,103,081

Financial instruments disclosure requires a statement of the inputs to fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement. The three levels of fair value are:

Level 1 Unadjusted quoted prices in active markets for identical assets and liabilities

Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and;

Level 3 Inputs that are not based on observable market data Fair values of financial instruments

The fair values of the Company's cash, accounts payable and accrued liabilities, and promissory notes approximate their carrying values due to their short-term nature.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has in place a planning and budgeting process to help determine the funds required to support the Company's operating requirements as well as its planned capital expenditures. The Company manages its financial resources to ensure that there is sufficient working capital to fund its operations. The Company's cash assets are held in demand accounts in Canada.

The Company is continuously evaluating alternatives in order to raise additional capital to increase liquidity and to cut costs where possible, but there is no certainty that additional capital will be raised. As of March 31, 2024, the Company had cash of \$80,480 (December 31, 2023 - \$132,703).

ZINCORE METALS INC.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS THHREE MONTHS ENDED MARCH 31, 2024 AND 2023

(Unaudited, in Canadian dollars)

Currency Risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company holds its cash resources principally in Canadian dollars with a secondary amount held in U.S. dollars and incurs expenses principally in U.S. dollars with smaller exposures mainly to Canadian dollars. As at March 31, 2024 and December 31, 2023, the Company had minimal holdings and transactions in U.S. dollars and the potential impact of foreign currency changes would not have a material impact on the Company's consolidated financial position.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest risk as it does not have any liabilities with variable rates.

Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash. The carrying amount of the financial assets represents the maximum credit exposure. The Company's cash is held through large Canadian financial institutions.

7. CAPITAL MANAGEMENT

The capital structure of the Company consists of equity attributable to common shareholders, comprising share capital, reserves, and deficit. Its capital resources consist of cash. The Company manages its capital to fund its exploration and development expenditures and corporate costs with the primary objective of maintaining adequate liquidity within the Company to safeguard its ability to continue as a going concern while minimizing dilution to current equity holders.

The capital of the Company consists of items included in shareholders' equity net of cash as follows:

	March 31, 2024	December 31, 2023
Total equity for shareholders	\$ (525,126)	\$ (977,254)
Less: cash	(80,480)	(132,703)
	<u>\$ (605,606)</u>	<u>\$ (1,109,957)</u>

To effectively manage its resources and minimize risk, the Company maintains the majority of its capital at the parent company level and funds activities in its operating subsidiaries through a monthly cash call process. The Company prepares annual expenditure budgets that are updated as necessary depending on factors including success of programs and general industry conditions. The budget and any revisions to it are approved by the Board of Directors.

ZINCORE METALS INC.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

THREE MONTHS ENDED MARCH 31, 2024 AND 2023

(Unaudited, in Canadian dollars)

The Company maintains an investment policy that specifies the investment products and credit exposures permitted relating to the short-term investments of the Company's cash (the "Cash Investment Policy").

The Company is not subject to any externally imposed capital requirements, and it does not have exposure to asset-backed commercial paper or similar products.