

NOTICE

The accompanying unaudited condensed consolidated interim financial statements have been prepared by management and approved by the Audit Committee and Board of Directors. The Company's independent auditors have not performed a review of these financial statements.



Consolidated Financial Statements

Three and nine months ended September 30, 2023 and 2022

(Expressed in Canadian Dollars)

BELL COPPER CORPORATION
Consolidated Statements of Financial Position
As at September 30, 2023 and December 31, 2022
Expressed in Canadian Dollars

	Notes	September 30, 2023	December 31, 2022
ASSETS			
Current assets			
Cash		\$ 21,901	\$ 57,364
Deposits		135,200	135,440
GST receivable		17,163	3,217
		174,264	196,021
Non-current assets			
Reclamation bonds		173,658	173,966
Equipment		19,506	19,541
Exploration and evaluation assets	6	9,714,429	9,538,798
TOTAL ASSETS		\$ 10,081,857	\$ 9,928,326
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable	7	476,430	382,348
Total current liabilities		476,430	382,348
Non-current liabilities			
Asset retirement liability	6	173,658	173,966
Shareholders' equity			
Share capital	9	73,594,197	72,770,087
Contributed surplus	10	3,884,498	3,860,039
Subscription funds received	9	-	5,000
Accumulated other comprehensive income		123,028	406,466
Deficit		(68,169,954)	(67,669,580)
Total shareholders' equity		9,431,769	9,372,012
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		\$ 10,081,857	\$ 9,928,326

Nature of operations and going concern (Note 1) -

Contingent liabilities (Note 8)

Commitments (Note 13)

Subsequent events (Note 14)

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

Approved on behalf of the directors on November 29, 2023

"Timothy Marsh"

Director

"Annie Storey"

Director

BELL COPPER CORPORATION

Consolidated Statements of Comprehensive Loss

For the three and nine months ended September 30, 2023 and 2022

Expressed in Canadian Dollars

	Notes	Nine months ended September 30, 2023	Nine months ended September 30, 2022	Three months ended September 30, 2023	Three months ended September 30, 2022
Expenses					
Consulting and management fees	7	\$ 197,623	\$ 228,297	\$ 127,202	\$ 91,908
Foreign exchange loss (gain)		2,075	1,244	4,936	4,660
Insurance		12,027	26,507	11,229	26,507
Investor relations		188,460	100,152	172,076	56,977
Office and administrative services		2,396	2,265	2,150	1,415
Professional fees		42,933	98,426	18,556	22,426
Regulatory and filing fees		30,401	60,975	21,628	14,579
Share-based payments	10	24,459	1,450,689	11,625	24,527
Net income (loss) for the period		(500,374)	(1,968,555)	(369,402)	(242,999)
Other comprehensive income					
Foreign currency translation		(283,441)	(26,527)	(157,658)	(2,963)
Net comprehensive income (loss) for the period		\$ (783,815)	\$ (1,995,082)	\$ (527,060)	\$ (245,962)
Basic and diluted loss per share		\$ 0.01	\$ 0.02	\$ 0.00	\$ 0.00
Weighted average number of common shares outstanding		126,122,821	117,424,957	127,379,917	120,722,053

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

BELL COPPER CORPORATION

Consolidated Statements of Cash Flows

For the three and nine months ended September 30, 2023 and 2022

Expressed in Canadian Dollars

	Nine months ended September 30, 2023	Nine months ended September 30, 2022
Cash provided by (used in):		
Operating activities		
Net loss for the period	\$ (500,374)	\$ (1,968,555)
Items not affecting cash:		
Foreign exchange	(275,404)	(78,678)
Stock based compensation	24,459	1,450,689
Changes in non-cash working capital items:		
Accounts payable	94,082	(577,195)
GST receivable	(13,946)	10,142
Net cash (used in) provided by operating activities	(671,183)	(1,163,597)
Investing activities		
Reclamation bond	-	(46,429)
Exploration and evaluation assets expenditures	(184,622)	(1,420,578)
Net cash (used in) provided by investing activities	(184,622)	(1,467,007)
Financing activities		
Proceeds from exercise of options	-	15,000
Proceeds from exercise of warrants	-	2,449,501
Proceeds of shares issued for cash	819,110	-
Net cash (used in) provided by financing activities	819,110	2,464,501
Net decrease in cash	(36,695)	(166,103)
Cash, beginning of the period	57,364	191,062
Cash, end of the period	\$ 21,901	\$ 24,959

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

Supplemental cash flow information (Note 12)

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Consolidated Statements of Changes in Shareholder's Equity

For the three and nine months ended September 30, 2023 and 2022

Expressed in Canadian Dollars

	Common shares		Contributed surplus	Subscription funds	Accumulated other comprehensive income	Deficit	Total shareholders' equity
	Shares	Amount					
Balance, December 31, 2021	109,018,588	\$ 70,131,835	\$ 2,174,936	\$ -	\$ 78,425	\$ (65,331,966)	\$ 7,053,230
Common shares issued - exercise of options	100,000	15,000	-	-	-	-	15,000
Common shares issued - exercise of warrants	12,934,723	2,449,501	-	-	-	-	2,449,501
Stock based compensation	-	-	1,450,689	-	-	-	1,450,689
Foreign currency translation adjustment	-	-	-	-	(26,527)	-	(26,527)
Total comprehensive income (loss) for the period	-	-	-	-	-	(1,968,555)	(1,968,555)
Balance, September 30, 2022	122,053,311	\$ 72,596,336	\$ 3,625,625	\$ -	\$ 51,898	\$ (67,300,521)	\$ 8,973,338
Common shares issued - private placements	1,448,500	167,880	-	5,000	-	-	172,880
Stock based compensation	-	5,871	234,414	-	-	-	240,285
Foreign currency translation adjustment	-	-	-	-	354,571	-	354,571
Total comprehensive income (loss) for the period	-	-	-	-	-	(369,062)	(369,062)
Balance, December 31, 2022	123,501,811	\$ 72,770,087	\$ 3,860,039	\$ 5,000	\$ 406,469	\$ (67,669,583)	\$ 9,372,012
Common shares issued - private placements	6,950,083	824,110	-	(5,000)	-	-	819,110
Stock based compensation	-	-	24,459	-	-	-	24,459
Foreign currency translation adjustment	-	-	-	-	(283,441)	-	(283,441)
Total comprehensive loss for the period	-	-	-	-	-	(500,374)	(500,374)
Balance, September 30, 2023	130,451,894	\$ 73,594,197	\$ 3,884,498	\$ -	\$ 123,028	\$ (68,169,954)	\$ 9,431,769

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

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Notes to the Consolidated Financial Statements

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1. Nature of operations and going concern

Bell Copper Corporation (“the Company”) was incorporated in British Columbia and is a public company listed on the TSX Venture Exchange (“TSX-V”). The principal business activity of the Company is the exploration and evaluation of mineral property interests. The corporate head office of the Company is located at Suite 900 – 885 West Georgia Street, Vancouver, BC, V6C 3H1.

The Company is in the process of exploring its exploration and evaluation assets and has not yet determined whether the properties contain mineral resources that are economically recoverable. The recoverability of the amounts shown for exploration and evaluation assets are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those resources and upon future profitable production. The ability of the Company to complete the acquisition, exploration and development of its properties will be affected principally by its ability to raise adequate amounts of funds through equity financings, debt financings, joint venturing of projects and or other means.

These consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards (“IFRS”) on a going concern basis which contemplates that the Company will be able to realize its assets and settle its liabilities in the normal course as they come due for the foreseeable future. As at September 30, 2023, the Company had no source of operating cash inflows and reported a net loss for the period of \$500,374, a working capital deficit of \$302,166, and has an accumulated deficit of \$68,169,954. The Company expects to incur further losses in the development of its business, which indicates that a material uncertainty exists that may cast significant doubt about the Company’s ability to continue as a going concern. Management has estimated that the Company will require additional financing to meet its obligations for the next fiscal year. Continued operations are dependent on the Company’s ability to complete equity financings, secure debt financing, and/or generate profitable operations in the future. During the nine months ended September 30, 2023 and the year ended December 31, 2022, the Company raised funds under private placements. The Company cannot guarantee whether further financing efforts will be successful or if the Company will attain profitable levels of operations.

These consolidated financial statements do not include adjustments that may result should the Company not be able to continue as a going concern. If the going concern assumption were not appropriate for these consolidated financial statements, then adjustments would be necessary in the carrying value of assets and liabilities, and the reported net loss and comprehensive loss and classifications used on the statement of financial position. These adjustments could be material.

2. Basis of preparation

a) Statement of compliance

These condensed consolidated interim financial statements are unaudited and are prepared in accordance with International Accounting Standard 34 (“IAS 34”) as issued by the International Accounting Standards Board (“IASB”). The Company’s disclosures exceed the minimum requirements under IAS 34. The Company has elected to exceed the minimum requirements in order to present the Company’s accounting policies in accordance with IFRS and certain additional disclosures required under IFRS.

These consolidated financial statements were authorized by the Company’s board of directors on November 29, 2023.

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiary: Bell Resources (Nevada) Corporation. All inter-company transactions have been eliminated upon consolidation.

These consolidated financial statements are presented in Canadian dollars and were prepared under the historical cost basis.

b) Critical accounting estimates and judgments

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 and contingency liabilities as at the date of the financial statements, and the reported amount of revenues and expenses during the reporting period. Estimates and judgments are continuously evaluated and are based on management’s experience and other factors, including

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expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

The key critical judgment and sources of estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the consolidated financial statements are as follows:

Critical judgment in applying accounting policies:

Determination of functional currency

In accordance with IAS 21, The Effects of Changes in Foreign Exchange Rate, management has determined that the functional currency of Bell Copper Corporation is the Canadian dollar and its subsidiary is the United States dollar for U.S. company.

Going concern

These consolidated financial statements have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company's ability to continue in operation for the foreseeable future and to realize its assets and discharge its liabilities in the normal course of operations.

Key sources of estimation uncertainty:

Impairment of exploration and evaluation assets

The Company makes certain estimates regarding the recoverability of the carrying values of exploration and evaluation assets. These assumptions are changed when conditions exist that indicate the carrying value may be impaired, at which time an impairment loss is recorded. While assessing whether any indications of impairment exist for exploration and evaluation assets, consideration is given to both external and internal sources of information. Information the Company considers includes changes in the market, economic and legal environment in which the Company operates that are not within its control that could affect the recoverable amount of exploration and evaluation assets. Internal sources of information include the manner in which exploration and evaluation assets are being used or are expected to be used and indications of expected economic performance of the assets. Estimates include but are not limited to estimates of the discounted future after-tax cash flows expected to be derived from the Company's properties, costs to sell the properties and the appropriate discount rate. Reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable mineral reserves and mineral resources and/or adverse current economics can result in a write-down of the carrying amounts of the Company's exploration and evaluation assets.

Estimation of decommissioning and restoration costs and the timing of expenditure

The Company recognizes the liability for statutory, contractual, constructive or legal obligations, including those associated with the reclamation of exploration and evaluation assets, when those obligations result from the exploration or development of its properties. The Company assesses its provision for site reclamation at each reporting date. Significant estimates and assumptions are made in determining the provision for site reclamation as there are numerous factors that will affect the ultimate liability payable. These factors include estimates of the extent and costs of rehabilitation activities, technological changes, regulatory changes, cost increases as compared to inflation rates, and discount rates. Those uncertainties may result in future actual expenditures differing from the amounts currently provided. The provision at the reporting date represents management's best estimate of the present value of any future reclamation costs required. To date, the Company has not recognized any decommissioning liabilities.

Income taxes and recoverability of potential deferred tax assets

In assessing the probability of realizing deferred tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's

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control, are feasible and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

Share-based payments and warrants

The Company has an equity-settled share-based scheme for directors, officers, employees and consultants. Management determines values for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based non-vested share awards are determined at the date of grant using generally accepted valuation techniques. Similar calculations are made to value warrants. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and for stock based compensation, future employee stock option exercise behaviors and corporate performance. Such judgments and assumptions are inherently uncertain, and any changes in these assumptions affect the fair value estimates.

3. Significant accounting policies

The significant accounting policies of the Company are as follows:

a) Principles of consolidation

These consolidated financial statements include the accounts of the Company, its wholly owned and controlled subsidiary, Bell Resources (Nevada) Corporation. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All inter-company transactions and balances have been eliminated upon consolidation.

b) Functional and presentation currency, foreign subsidiary translation and foreign currency translation

Functional and presentation currency

Functional currency is the currency of the primary economic environment in which an entity operates. These Consolidated Financial Statements are presented in Canadian dollars, which is the functional currency of the Company. The functional currency of the Company's subsidiary is the United States dollar.

Once the Company determines the functional currency of an entity, it is not changed unless there is a significant change in the relevant underlying transactions, events and circumstances. Any change in an entity's functional currency is accounted for prospectively from the date of the change, and the consolidated statements of financial position are translated using the exchange rate at that date.

Name	Country of Incorporation	Functional Currency
Bell Copper Corporation	Canada	CAD
Bell Resources (Nevada) Corporation	U.S.	USD

Translation of foreign subsidiary

At the end of each reporting period, the Company translates foreign operation balances on its consolidation based as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of the statement of financial position;
- Income and expenses for each statement of income are translated at average exchange rates;

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- All resulting exchange differences are recognized in other comprehensive income (loss) as cumulative translation adjustments.

When an entity disposes of its entire interest in a foreign operation, or loses control, joint control, or significant influence over a foreign operation, the foreign currency gains or losses are accumulated in comprehensive income (loss) related to the foreign operation.

Foreign currency translation

Transactions in foreign currencies are translated into the Company's functional currency (i.e. Canadian dollars) at the exchange rate at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are recognized in profit or loss.

c) Cash and cash equivalents

Cash is comprised of cash on hand and deposits in banks. Cash equivalents are short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

d) Reclamation deposit

The Company maintains cash deposits, as required by regulatory bodies, as assurance for the funding of decommissioning costs. These funds are restricted to that purpose and are not available to the Company until the reclamation obligations have been fulfilled, and are therefore classified as long term assets.

e) Exploration and evaluation assets

General exploration and evaluation expenditures incurred prior to acquiring the legal right to explore are charged to the profit or loss as incurred.

Exploration and evaluation assets represent the costs incurred on the exploration and evaluation of potential mineral resources and include costs such as exploratory drilling, sample testing, activities in relation to evaluation of technical feasibility and commercial viability of extracting a mineral resource, surveying, geological and geotechnical expenditures, land maintenance, sampling and storage, mineral claims and permits, and general and administrative costs relating to the support of exploration and evaluation activities. If economically recoverable ore reserves are developed, capitalized costs of the exploration and evaluation assets are reclassified as mining assets and amortized using the unit of production method. No amortization charge is recognized in respect of exploration and evaluation assets. When an exploration and evaluation asset is abandoned, all related costs are written off to profit or loss.

The amounts shown for exploration and evaluation assets do not necessarily represent present or future values. The recoverability of these assets is dependent upon successful development or sale of the undeveloped project. All capitalized exploration and evaluation expenditures are assessed for impairment if facts and circumstances indicate that impairment may exist. If a project does not prove viable or is abandoned, all unrecoverable costs associated with the project, net of any impairment provisions are expensed in comprehensive loss.

f) Equipment

Upon initial acquisition, equipment is stated at cost, being the purchase price and the directly attributable costs of acquisition and or other construction costs required to bring the asset to the location and condition necessary for the asset to be capable of operating in the manner intended by management.

In subsequent periods, equipment is stated at cost less accumulated depreciation and accumulated impairment. The

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depreciation is calculated on a straight-line basis over 5 years.

g) Provisions

Provisions are recognized when (a), the Company has a present obligation (legal or constructive) as a result of a past event, and (b), it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and (c) a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is included in comprehensive loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The Company records the present value of estimated costs of legal and constructive obligations required to restore operating locations in the period in which the obligation is incurred. The nature of these decommissioning activities includes dismantling and removing structures, rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas.

The obligation generally arises when the asset is installed or the ground / environment is disturbed at the production location. When the liability is initially recognized, the present value of the estimated cost is capitalized by increasing the carrying amount of the related mining assets to the extent that it was incurred prior to the production of related ore. Over time, the discounted liability is increased for the change in present value based on the discount rates that reflect current market assessments and the risks specific to the liability. The periodic unwinding of the discount is recognized in comprehensive loss as a finance cost. Additional disturbances or changes in decommissioning costs will be recognized as additions or charges to the corresponding assets and decommissioning liability when they occur. For closed sites, changes to estimated costs are recognized immediately in comprehensive loss.

The Company does not currently have any such significant legal or constructive obligations for reclamation or decommissioning and therefore no decommissioning provisions have been recorded. The Company has recorded provisions for other contingencies (Note 8).

h) Impairment of non-financial assets

Non-financial assets are evaluated at the end of each reporting period by management for indicators that carrying value is impaired and may not be recoverable. When indicators of impairment are present, the recoverable amount of an asset is evaluated at the level of a cash generating unit ("CGU"), the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets, where the recoverable amount of the CGU is the greater of the CGU's fair value less costs to sell and its value in use. 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 to the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of comprehensive loss.

Where an impairment loss subsequently reverses for assets with a finite useful life, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or CGU in prior periods. A reversal of an impairment loss is recognized immediately in the statement of comprehensive loss.

h) Share capital

Common shares are classified as equity. Transaction costs directly attributable to the issue of common shares and share options are recognized as a deduction from equity, net of any tax effects. Common shares issued for consideration other than cash, are valued based on their trading value at the date the shares are issued.

When share capital recognized as equity is repurchased, the amount of the consideration paid, which includes directly

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attributable costs, net of any tax effects, is recognized as a deduction from equity. Share capital is reduced by the average per-common-share carrying amount, with the difference between this amount and the consideration paid, added to or deducted from reserves.

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The Company considers the fair value of common shares issued in a private placement to be the more easily measurable component and the common shares are valued at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded as reserves.

i) Share-based payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date using the Black-Scholes option pricing model.

The fair value is estimated at grant date and each tranche is recognized on a graded-vesting basis over the period the options vest. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in comprehensive loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to option and warrant reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

j) Loss per share

Basic loss per share ("LPS") is calculated by dividing profit or loss attributable to ordinary equity holders (numerator) by the weighted average number of ordinary shares outstanding (denominator) during the period. The denominator is calculated by adjusting the shares issued at the beginning of the period by the number of shares bought back during the period, multiplied by a time-weighting factor.

Diluted loss per share is calculated by adjusting the earnings and number of shares for the effects of dilutive options and other dilutive potential units. The effects of anti-dilutive potential units are ignored in calculating diluted earnings per share. All options are considered anti-dilutive when the Company is in a loss position.

k) Income taxes

Tax expense comprises current and deferred tax. Tax expense is recognized in income except to the extent it relates to items recognized in other comprehensive income or directly in equity.

Current tax expense is based on the results for the period as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and laws that were enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to tax authorities.

Deferred taxes are the taxes expected to be payable or recoverable on differences between the carrying amount of assets in the statement of financial position and their corresponding tax bases used in the computation of taxable profit or loss, and are accounted for using the liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences between the carrying amounts of assets and their corresponding tax bases. Deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets in a transaction that affects neither the

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taxable profit nor the accounting profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, deferred tax liabilities are not recognized for taxable temporary differences arising on investments in subsidiaries where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future, or on temporary differences that arise from goodwill which is not deductible for tax purposes.

Deferred tax assets are recognized to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilized. Deferred tax assets are reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

l) Segmented information

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components. All operating segments' operating results are reviewed regularly by the Company's President and CEO to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. The Company manages its business on the basis of one reportable segment under two geographic regions, being Canada and the United States ("USA").

m) Financial instruments

Financial assets and financial liabilities are recognized in the Company's consolidated statement of financial position when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, all financial assets and financial liabilities are recorded at fair value, net of attributable transaction costs, except for financial assets and liabilities classified as at fair value through profit or loss ("FVTPL"). The directly attributable transaction costs of financial assets and liabilities classified as at FVTPL are expensed in the period in which they are incurred. Subsequent measurement of financial assets and liabilities depends on the classification of such assets and liabilities.

Classification of financial assets

Financial assets that meet the following conditions are measured subsequently at amortized cost:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cashflows, and
- The contractual terms of the financial asset give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The amortized cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortization using effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. Interest income is recognized using the effective interest method.

Financial assets that meet the following conditions are measured at fair value through other comprehensive income ("FVTOCI"):

- The financial asset is held within a business model whose objective is achieved by both collection contractual cash flows and selling financial assets, and
- 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 principal amount outstanding.

By default, all other financial assets are measured subsequently at FVTPL.

The Company, at initial recognition, may also irrevocably designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring

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assets or liabilities or recognizing the gains and losses on them on different bases.

Financial assets measured at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognized in profit or loss to the extent they are not part of a designated hedging relationship.

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Classification of financial liabilities

Financial liabilities that are not contingent consideration of an acquirer in a business combination, held for trading or designated as at FVTPL, are measured at amortized cost using effective interest method.

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Impairment

The Company assesses on a forward-looking basis the expected credit loss ("ECL") associated with financial assets measured at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in profit or loss and reflected in an allowance account against receivables. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

n) Recent accounting standards

There are no recent accounting pronouncements that are applicable to the Company.

4. Capital management

The Company classifies its shareholders' equity as capital, which at September 30, 2023 totalled \$10,081,857 (December 31, 2022 - \$9,372,012). When managing capital, the Company's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management adjusts the capital structure as necessary in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish qualitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent upon external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is appropriate. There were no changes in the Company's approach to capital management during the period. The Company is not subject to any externally imposed capital requirements.

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5. Financial instruments and financial risk management

As at September 30, 2023	Assets/liabilities at fair value			Total
	Loans and receivables	through profit and loss	Other liabilities	
Cash	\$ -	\$ 21,901	\$ -	\$ 21,901
Deposits	135,200	-	-	\$ 135,200
Reclamation bonds	173,658	-	-	173,658
Accounts payable	-	-	476,430	476,430

As at December 31, 2022				
Cash	\$ -	\$ 57,364	\$ -	\$ 57,364
Deposits	135,440	-	-	135,440
Reclamation bonds	173,966	-	-	173,966
Accounts payable	-	-	382,348	382,348

a) Fair value hierarchy

Financial instruments that are held at fair value are categorized based on a valuation hierarchy which is determined by the valuation methodology utilized:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's financial assets and liabilities which are measured and recognized on the consolidated statement of financial position at fair value on a recurring basis consist of cash, which are categorized as a level 1 financial instrument. The fair values of the Company's accounts payable approximate their carrying values due to their short-term nature.

b) Financial risk management

The Company's Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in response to the Company's activities. Management regularly monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

In the normal course of operations, the Company is exposed to various risks such as interest rate, foreign exchange, credit and liquidity risks. To manage these risks, management determines what activities must be undertaken to minimize potential exposure to risks. The objectives of the Company in managing risks are as follows:

- Maintaining sound financial condition;
- Financing operations; and
- Ensuring liquidity to all operations.

In order to satisfy these objectives, the Company has adopted the following policies:

- Prepare budget documents at prevailing market rates to ensure clear, corporate alignment to performance management and achievement of targets;
- Recognize and observe the extent of operating risk within the business; and
- Identify the magnitude of the impact of market risk factors on the overall risk of the business and take advantage of natural risk reductions that arise from these relationships.

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There have been no changes in risks that have arisen or how the Company manages those risks during the period.

(i) Interest rate risk

The Company's interest rate risk arises primarily from the interest received on cash, which is invested on a short term basis to enable adequate liquidity for payment of operational and capital expenditures. Interest rate risk is considered minimal.

(ii) Foreign currency risk

The Company is exposed to foreign currency risk on fluctuations related to cash, accounts payable and provision for contingent liabilities that are denominated in US dollars. Management also recognizes that the Company is exposed to financial risks arising from fluctuations in foreign exchange rates and the degree of volatility of these rates, as many of its exploration activities are conducted in United States dollars. The Company does not use derivative instruments to reduce its exposure to foreign exchange risk.

(iii) Commodity price risk

The Company will be exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. The Company's future operations will be significantly affected by changes in the market prices of these commodities. Prices fluctuate on a daily basis and are affected by numerous factors beyond the Company's control. The supply and demand for commodities, the level of interest rates, the rate of inflation and stability of exchange rates can all cause significant fluctuations in prices. Such external economic factors may in turn be influenced by changes in international investment patterns and monetary systems and political developments.

(iv) Credit risk

Credit risk is the risk of loss if counterparties do not fulfill their contractual obligations and arises principally from trade receivables. The Company's credit risk is primarily attributable to cash, and reclamation bond. The Company limits its exposure to credit risk on cash as these financial instruments are held with major Canadian and international banks, from which management believes the risk of loss to be remote. Credit risk on reclamation bond is considered to be minimal given the bonds are held with government agency. The carrying amount of financial assets recorded in the financial statements, net of any allowances, represents the Company's maximum exposure to credit risk.

(v) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company's accounts payable have contractual maturities of 30 days and are subject to normal trade terms. The Company manages liquidity risk by maintaining cash. Liquidity requirements are managed based on expected cash flow to ensure there is capital to meet short term and long-term obligations. As disclosed in Note 1, the ability of the Company to continue as a going concern is dependent on many factors.

6. Exploration and evaluation assets

a) **Perseverance (formerly "Kabba"), Mohave County, Arizona, USA**

On November 1, 2005, the Company entered into an agreement to acquire a 100% interest in the Perseverance (formerly "Kabba") property located in the Maynard District, Mohave County, Arizona by issuing 250,000 common shares of the Company at a value of \$62,500. In a concurrent transaction with a separate party, the Company was also required to pay advance royalties of US\$130,300, and an additional US\$38,740 of advance royalties per year until November 1, 2015 (all payments are current). This royalty is applicable to a sublease portion of the property, and a 4% NSR can be decreased to 2% by paying US\$4,000,000 within the first 20 years of the sublease. During the year ended December 31, 2014, this agreement was extended to 2025. Under the extended agreement, advance royalties of US\$38,682 per year were payable until 2016, increasing to \$50,110 per year until 2019, and increasing to US\$61,572 per year thereafter. Pursuant to the Cordoba Minerals earn-in and joint venture agreement discussed below, so long as the earn-in and joint venture agreement is in effect, the sublease term extends to November 1, 2059, with the right to extend the term of the sublease for an additional 10 year period, and then subject again to an additional five year extension.

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On August 27, 2018 the Company entered into an earn-in and joint venture agreement with Cordoba Minerals Corporation (“Cordoba”) on Bell’s Perseverance project. Under the agreement, Cordoba has the right to earn up to an 80% interest in the Perseverance project by completion of certain financial commitments and the expenditure of \$17,300,000 on the project over the next 7.5 years by completing certain phased financial commitments and project expenditures. These commitments are outlined as follows:

Earn-In Schedule	Spending Commitment
Initial Commitment (a)	C\$200,000 private placement in Bell Copper and C\$300,000 to complete drill hole K-20
Phase 1 (b)	C\$1M within 18 months to earn 25% interest
Phase 2 (c)	Additional C\$3M within subsequent 2 years for 51% interest
Phase 3	Additional C\$3M within subsequent 2 years for 70% interest
Phase 4	Additional C\$10M within subsequent 2 years for 80% interest

- (a) During the year ended December 31, 2018, Cordoba subscribed to 2,857,143 units through a private placement at \$0.07 per unit. Each unit consisted of one common share of Bell Copper and one full warrant valid until August 27, 2019 and exercisable at 0.105.
- (b) On March 31, 2019, Cordoba’s Phase 1 project expenditures surpassed \$1 million. Cordoba acquired a 25% shareholding in MMDEX in May 2019.
- (c) In March 2022, Cordoba’s Phase 2 project expenditures surpassed \$3 million. Cordoba acquired an additional 26% interest in MMDEX, reducing Bell’s ownership to 49%. The carrying value of MMDEX’s assets and liabilities was \$Nil as at December 31, 2022 and 2021. MMDEX’s revenue and net loss for the period ended September 30, 2023 and December 31, 2022 was \$Nil.

b) Big Sandy, Mohave County, Arizona, USA

On July 20, 2020, the Company staked the Big Sandy project, a large, truncated porphyry copper-molybdenum prospect located in northwestern Arizona, approximately 30 kilometers from the Company’s Perseverance Project. The Big Sandy project comprises approximately 5,733 acres of mineral tenures, including 256 federal lode mining claims and 3 State of Arizona Mineral Exploration Permits.

A reconciliation of exploration and evaluation assets is as follows:

	Perseverance, Big Sandy, Arizona		
	Arizona USA	USA	Total
Balance, December 31, 2021	\$ 4,240,462	\$ 3,466,910	\$ 7,707,372
Acquisition costs	-	87,381	87,381
Exploration costs			-
Drilling	-	1,029,382	1,029,382
Exploration costs	-	157,414	157,414
Field expenses	-	185,025	185,025
Reclamation costs	-	55,325	55,325
Foreign exchange translation	16,816	299,788	316,604
Balance, December 31, 2022	\$ 4,257,278	\$ 5,281,225	\$ 9,538,503
Acquisition costs	-	78,444	78,444
Exploration costs			-
Drilling	-	50,343	50,343
Field expenses	-	55,836	55,836
Foreign exchange translation		(8,696)	(8,696)
Balance, September 30, 2023	\$ 4,257,278	\$ 5,457,151	\$ 9,714,429

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The Company made reclamation deposits to Arizona State Land Department and US Department of Interior for the closure of the Perseverance and Big Sandy properties and this deposit is held until the mine effectively closes. The Company has recorded a provision of \$173,658 which represents the estimated current cost of reclamation.

No impairment indicator was identified by management on its exploration and evaluation assets as at September 30, 2023 or December 31, 2022.

7. Related party balances and transactions

During the periods ended September 30, 2023 and December 31, 2022, the Company entered into transactions with the following related parties:

Related party	Relationship	Nature of	Incurring period ended September 30, 2023	Incurring period ended September 30, 2022	Balance payable at September 30, 2023	Balance payable at December 31, 2022
Tim Marsh	Chief executive officer and director	Management and geological consulting	\$ 80,915	\$ 76,139	\$ 114,897	\$ 76,903
Ginger Fire Media Finance Corp.	Annie Storey, chief financial officer and director, is shareholder	Financial consulting	45,000	45,000	15,750	26,250
Godbe Drilling LLC	John Godbe, director, is shareholder	Drilling expenses	-	882,801	-	-
			\$ 125,915	\$ 1,003,940	\$ 130,647	\$ 103,153

Key management compensation

Compensation paid to key management, which, includes directors and officers, for the periods ended September 30, 2023 and 2022 are as follows:

	September 30, 2023	September 30, 2022
Fees	\$ 125,915	\$ 121,139

8. Contingent liabilities

The Company's exploration and evaluation assets are affected by the laws and regulations concerning environmental protection that exist in the various jurisdictions. It is not possible to estimate the future impact on operating results, if any, as a result of, future changes in regulations or developments.

9. Share capital

Authorized: unlimited common voting shares, without par value.

Issued:

On August 31, 2023, the Company completed a non-brokered private placement of 4,558,417 units at a price of \$0.12 per unit to raise gross proceeds of \$547,010. Each unit consists of one common share and one transferable share purchase warrant which is exercisable into one additional common share at a price of \$0.24 per share for a period of two years from the date of closing. The Company paid finders fees of \$6,300 and issued 52,500 finder warrants to certain brokers, as

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permitted by the policies of the TSX Venture Exchange. The securities are subject to a statutory hold period which expires on January 1, 2024.

On November 15, 2022, the Company announced a non-brokered private placement of up to 25,000,000 units at a price of \$0.12 per unit, with each unit consisting of one common share and one warrant which is exercisable at \$0.20 per share for a period of two years from the date of closing. As at December 31, 2022, 1,448,500 common shares were issued in conjunction with this private place for gross proceeds of \$173,820. During the three months ended March 31, 2023, the Company closed the second tranche of its private placement, issuing 2,391,666 units for gross proceeds of \$287,000. Finder's fees of \$3,600 were paid in conjunction with the second tranche of this financing.

During the year ended December 31, 2022, the Company received \$2,449,501 from the exercise of 12,934,723 warrants, \$15,000 from the exercise of 100,000 options, and \$167,880 from the issuance of 1,448,500 common shares.

10. Options and warrants

a) Stock options

The Company maintains an incentive stock option plan (the "SOP"), under the rules of the TSX-V pursuant to which it is authorized to grant options to executive officers, directors, employees and consultants. Under the SOP, the option exercise price of any option granted shall be not be less than the minimum prevailing price permitted by the TSXV Policies. The options can be granted for a maximum term of 5 years and certain options vest 25% on the date of grant and 25% every 3 months thereafter for 12 months, while others vest immediately. No individual may be granted options to purchase common shares of the Company in a 12 month period that exceeds 5% of the total number of common shares outstanding at the time of grant. For stock options granted to employees, officers, directors and consultants, the Company recognizes stock based compensation expense based on the estimated fair value of the stock options granted as calculated using the Black-Scholes option-pricing model on the date of the grant. In May 2022, the Company received shareholder approval to adopt a new SOP, to provide for changes to comply with the new Policy 4.4 Security Based Compensation of the TSXV, which became effective on November 24, 2021 and increased the maximum number of shares reserved for issuance on the exercise of stock options to 23,809,847.

During the three and nine months ended September 30, 2023, 2,474,472 unexercised options expired, and 100,000 options were issued to a consultant of the Company at an exercise price of \$0.24 and a term of two years. These options resulted in stock based compensation expense of \$12,834. In addition, 100,000 stock options were issued to a consultant of the Company, exercisable at \$0.20 per share for a period of 5 years from the date of grant, resulting in stock based compensation expense of \$11,625.

On September 13, 2022, the Company granted 200,000 options to a director to acquire common shares of the Company at a price of \$0.20. On June 8, 2022, the Company granted 10,000,000 options to directors, officers and consultants to acquire common shares of the Company at a price of \$0.25. The options vest immediately and are exercisable for a period of five years from the date of the grant.

During the year ended December 31, 2022, 100,000 stock options were exercised for proceeds of \$15,000. In addition, 100,000 options held by a consultant were cancelled due to the expiration of their contract, and 2,558,571 options were cancelled due to the resignation of a director.

Option assumptions used in the calculation of stock based compensation expense are as follows:

	September 30, 2023
Risk free rate of interest	3.00%
Expected life of options	2 years
Exercise price of options	0.24
Expected annualized volatility	100%
Expected dividend rate	0%

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	December 31, 2022
Risk free rate of interest	3.18-3.39%
Expected life of options	5 years
Exercise price of options	0.20-0.25
Expected annualized volatility	124-135%
Expected dividend rate	0%

A summary of stock option activity is as follows:

	Number of options	Average exercise price
Balance, December 31, 2021	12,184,472	\$ 0.20
Cancelled	(2,658,571)	0.15
Exercised	(100,000)	0.15
Issued	10,200,000	0.25
Balance, December 31, 2022	19,625,901	\$ 0.09
Expired	(2,474,472)	0.15
Issued	100,000	0.24
Issued	100,000	0.20
Balance, September 30, 2023	17,351,429	\$ 0.20

A summary of options outstanding as at September 30, 2023 is as follows:

Expiry date	Number of options	Exercise price	Weighted average remaining contractual life (years)
July 6, 2025	7,400,000	0.15	1.77
September 30, 2025	200,000	0.21	2.00
May 4, 2026	780,000	0.20	2.59
June 8, 2027	8,571,429	0.25	3.69
September 13, 2027	200,000	0.20	3.96
April 4, 2025	100,000	0.24	1.51
July 1, 2028	100,000	0.20	4.76
Total	17,351,429		2.80

b) Warrants

During the three and nine months ended September 30, 2023, 9,648,922 warrants, exercisable at \$0.25-0.26, expired unexercised. In addition, 6,950,083 warrants were issued in conjunction with the private placement discussed in note 9.

During the year ended December 31, 2022, 12,934,723 warrants were exercised for proceeds of \$2,449,501, and 3,241,430 warrants expired unexercised. In addition, 1,448,500 warrants were issued in conjunction with the private placement discussed in note 9.

A summary of warrant activity is as follows:

	Number of warrants	Average exercise price
Balance, December 31, 2021	25,825,075	0.17
Granted	1,448,500	0.20
Exercised	(12,934,723)	0.18
Expired / forfeited	(3,241,430)	0.18
Balance, December 31, 2022	11,097,422	0.17
Granted	2,391,666	0.20
Granted	4,558,417	0.24
Expired / forfeited	(9,648,922)	0.18
Balance, September 30, 2023	8,398,583	\$ 0.22

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A summary of warrants outstanding as at September 30, 2023 is as follows:

Expiry date	Number of warrants	Exercise price	Weighted average remaining contractual life (years)
December 28, 2024	1,448,500	0.20	1.25
January 31, 2025	2,391,666	0.20	1.34
August 31, 2025	4,558,417	0.24	1.92
Total	8,398,583	0.22	1.64

11. Segmented information

The Company has one reportable operating segment, being the acquisition and exploration and future development of mineral properties. All of the Company's mineral properties are located in the United States.

12. Supplemental cash flow information

There were no amounts of cash paid for interest or income taxes for the periods presented.

13. Commitments

The Company is committed under various contracts and agreements on its exploration and evaluation assets, as described in Note 5.

During the year ended December 31, 2013, the Company received notice that Gordon J. Fretwell Law Corporation ("GJFLC") had been awarded a default judgment against the Company for outstanding legal fees. The balance payable at September 30, 2023 is \$60,000 (December 31, 2022 - \$60,000).

14. Subsequent Events

Subsequent to September 30, 2023, 5,558,418 stock options were issued to directors, officers and consultants of the Company, exercisable at \$0.20 per share for a period of 5 years from the date of grant.