

# SILVER MOUNTAIN RESOURCES INC.

# CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2023 AND 2022

(EXPRESSED IN UNITED STATES DOLLARS)
(UNAUDITED)

# Silver Mountain Resources Inc. Condensed Interim Consolidated Statements of Financial Position (Expressed in United States Dollars) (Unaudited)

	Se	As at eptember 30, 2023	D	As at ecember 31, 2022
ASSETS				
Current assets Cash and cash equivalents Restricted cash (Note 3) Amounts receivable and other assets Prepaid expenses	\$	5,393,419 261,214 102,366 498,443	\$	8,770,989 241,597 79,760 625,362
Non-current assets Property, plant, and equipment (Note 4) Exploration and evaluation costs (Note 5) Prepaid expenses Tax credits (Note 6)		6,255,442 335,820 22,344,108 - 2,969,572		9,717,708 402,115 15,601,337 51,597 1,978,394
Total assets	\$	31,904,942	\$	27,751,151
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities Amounts payable and other payables (Note 7)	\$	2,529,792	\$	2,143,215
Non-current liabilities Warrant liabilities (Note 9)		442,281		488,201
Total liabilities		2,972,073		2,631,416
Shareholders' equity Share capital (Note 10) Contributed surplus (Note 11) Deficit		39,210,419 866,657 (11,144,207)		34,286,247 746,040 (9,912,552)
Total shareholders' equity		28,932,869		25,119,735
Total liabilities and shareholders' equity	\$	31,904,942	\$	27,751,151

Nature of operations and going concern (Note 1) Contingencies (Note 18) Subsequent events (Note 19)

# Approved on behalf of the Board:

"Timothy Loftsgard", Director "Alfredo Plenge Thorne", Director

Condensed Interim Consolidated Statements of Net and Comprehensive Loss (Expressed in United States Dollars) (Unaudited)

		Three Months Ended September 30,			Nine Months Ended September 30, 2023 2022			
		2023		2022		2023		2022
Operating expenses								
General and administrative (Note 17)	\$	755,876	\$	1,564,172	\$	2,761,662	\$	4,577,979
Share-based compensation (Notes 11 & 14)	Ψ	149,344	Ψ	183,408	Ψ	627,737	Ψ	479,162
Chare based compensation (Notes 11 & 14)		173,377		100,400		021,131		473,102
Operating loss before the following items		(905,220)		(1,747,580)		(3,389,399)		(5,057,141)
Financial expenses (Note 15)		(1,663)		(4,524)		(11,566)		(536,882)
Foreign exchange loss		(14,181)		(806,214)		(7,573)		(999,963)
Realized gain on disposal of property, plant, and		(14,101)		(000,214)		(1,010)		(555,555)
		_		_		_		4,452
equipment Unrealized (loss) gain on revaluation of warrant		_		-		_		4,432
` , •		(EZ 440)		000 407		4 000 700		0.007.450
liabilities (Note 9)		(57,412)		868,407		1,669,763		2,367,456
Net and comprehensive loss for the period	¢	(079 476)	Ф	(1 690 011)	¢	(1,738,775)	\$	(4 222 079)
Net and comprehensive loss for the period	Ą	(978,476)	φ	(1,009,911)	Ψ	(1,730,773)	φ	(4,222,078)
Basic and diluted loss per share (Note 13)	\$	(0.00)	\$	(0.01)	\$	(0.01)	\$	(0.02)
Weighted average number of common shares								
Weighted average number of common shares	3	17 460 960	4	106 440 060		242 020 400		100 005 055
outstanding - basic and diluted (Note 13)		17,469,860		186,419,860		212,920,409		180,025,355

Condensed Interim Consolidated Statements of Cash Flows (Expressed in United States Dollars) (Unaudited)

		ths Ended nber 30, 2022		
Operating activities	¢ (4.720	775\	Ф (4 000 070)	
Net loss for the period Items not affecting cash	\$ (1,738)	,775)	\$ (4,222,078)	
Depreciation	Q	,141	141,235	
Foreign exchange in restricted cash		,322)	141,233	
Realized gain on disposal of property, plant, and equipment	-	OLL,	(4,452)	
Unrealized gain on revaluation of warrant liabilities	(1,669	.763)	(2,367,456)	
Currency translation effect on revaluation of warrant liabilities		,074)	(84,595)	
Accretion on Trafigura loan payable	-	,	519,099	
Interest accrued on Trafigura loan	-		7,564	
Share-based compensation	627	737	479,162	
Changes in non-cash working capital items:			,	
Amounts receivable and other assets	(1,013	,784)	(939,220)	
Prepaid expenses	178	516	(819,703)	
Amounts payable and other liabilities	789	244	(47,026)	
Net cash and cash equivalents used in operating activities	(2,827	,080)	(7,337,470)	
Towards and Alban				
Investing activities	(6,998	670\	(2.026.206)	
Exploration and evaluation cost additions Purchase of mining concessions	• •	•	(3,036,396)	
Purchase of mining concessions  Purchase of property, plant, and equipment		,495) ,111)	(61,539) (141,165)	
Proceeds from disposal of property, plant, and equipment	(80)	,	12,000	
Restricted cash	(262	,809)	(231,272)	
Restricted cash returned	248	-	(231,272)	
Net cash and cash equivalents used in investing activities	(7,101		(3,458,372)	
100 Subit and Subit Squitaionic about in invocating abuvillos	(1,101)	0.0,	(0, 100,012)	
Financing activities				
Proceeds from issuance of shares in Offering, net of costs	6,551	,089	-	
Proceeds from issuance of units in IPO, net of costs	-		19,505,638	
Repayment of Trafigura loan	-		(2,944,028)	
Net cash and cash equivalents provided by financing activities	6,551	,089	16,561,610	
Net change in cash and cash equivalents	(3,377	,570)	5,765,768	
Cash and cash equivalents, beginning of period	8,770	,989	6,990,383	
Cash and cash equivalents, end of period	\$ 5,393	,419	\$ 12,756,151	
Composition of cash and cash equivalents:				
Cash	\$ 5,323	,835	\$ 12,686,967	
Cash equivalents	69	,584	69,184	
	\$ 5,393	,419	\$ 12,756,151	
Non-cash investing items not included in cash flows:				
Depreciation capitalized to exploration and evaluation costs	\$ 144	,265	\$ 4,544	
Change in mineral exploration costs accrued			\$ 1,177,117	
-	-		•	

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

Silver Mountain Resources Inc.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in United States Dollars) (Unaudited)

	Share	Capital			
	Number	Amount	Contributed Surplus	Deficit	Total
Balance, December 31, 2021 Shares issued in IPO, net of costs Share based compensation (Note 11) Net loss for the period	<b>133,519,860</b> 52,900,000 - -	<b>\$ 18,301,457</b> 15,984,790 - -	\$ 113,995 - 479,162 -	\$ (4,650,430) - - (4,222,078)	\$ 13,765,022 15,984,790 479,162 (4,222,078)
Balance, September 30, 2022	186,419,860	\$ 34,286,247	\$ 593,157	\$ (8,872,508)	\$ 26,006,896
Balance, December 31, 2022 Shares issued in Offering, net of costs Share based compensation (Note 11) Stock options forfeited Net loss for the period	<b>186,419,860</b> 31,050,000 - - -	\$ <b>34,286,247</b> 4,924,172	\$ <b>746,040</b> - 627,737 (507,120) -	\$ (9,912,552) - - 507,120 (1,738,775)	\$ 25,119,735 4,924,172 627,737 - (1,738,775)
Balance, September 30, 2023	217,469,860	\$ 39,210,419	\$ 866,657	\$ (11,144,207)	\$ 28,932,869

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 1. Nature of operations and going concern

Silver Mountain Resources Inc. (the "Company" or "AGMR") is incorporated under the Business Corporation Act (Ontario). The Company is primarily in the business of acquiring, exploring, and developing mines and mineral deposits; with the specific focus to develop the Castrovirreyna Project in Huancavelica, Peru. The address of the Company's corporate office and principal place of business is 82 Richmond Street East Toronto, Ontario, M5C 1P1. The common shares of the Company commenced trading on the TSX Venture Exchange (the "TSXV") on February 2, 2022 under the symbol "AGMR", on the OTCQB Venture Market on June 16, 2022 under the symbol "AGMRF", and on the Lima Stock Exchange on July 18, 2022 under the symbol "AGMR". The 26,450,000 warrants issued at the time of the Initial Public Offering, commenced trading on the TSXV on March 11, 2022 under the symbol "AGMR.WT". The 15,525,000 warrants issued at the time of the bought deal prospectus offering, commenced trading on the TSXV on February 27, 2023 under the symbol "AGMR.WT.A".

These condensed interim consolidated financial statements have been prepared on the assumption that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of business.

The Company has incurred losses since inception and has an accumulated deficit of \$11,144,207 at September 30, 2023 (December 31, 2022 - \$9,912,552). For the nine months ended September 30, 2023, the Company incurred a net loss of \$1,738,775 (2022 - \$4,222,078) and had current assets exceeding current liabilities of \$3,725,650 (December 31, 2022 - \$7,574,493). The Company expects to incur further losses in the exploration of its mineral properties.

As the Company is in the exploration stage, the Company's ability to continue as a going concern and fund its exploration and development activity for at least the next twelve-month period is dependent on the Company being able to draw down on its current cash, maintain cost control measures and raise additional capital. The Company has had success raising capital in the past, and on February 9, 2023, the Company closed a bought deal prospectus offering for gross proceeds of \$6,032,880 (C\$8,100,000) (Note 10 (b)(ii)). In addition, the Company successfully raise \$ 3million dollars in November 2023, receiving a good response from the market. The ability to continue as a going concern remains dependent on the Company's capacity to obtain the additional financing necessary to continue to fund its mineral properties, the realization of future profitable production, proceeds from the disposition of its mineral interests, and/or other sources. These conditions indicate the existence of material uncertainties which may cast significant doubt on the Company's ability to continue as a going concern.

These condensed interim consolidated financial statements do not give effect to adjustments to the carrying values and classification of assets and liabilities that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

These condensed interim consolidated financial statements of the Company for the three and nine months ended September 30, 2023 were approved and authorized for issue by the Board of Directors on November 22, 2023.

#### 2. Significant accounting policies and basis of presentation

#### (a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting. They do not include all disclosures that would otherwise be required in a complete set of financial statements and should be read in conjunction with our audited financial statements for the year ended December 31, 2022.

The same accounting policies and methods of computation are followed in these condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2022.

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 2. Significant accounting policies and basis of presentation (continued)

#### (b) Basis of preparation

These condensed interim consolidated financial statements have been prepared on an accrual basis, except for cash flow information and are based on historical costs, modified where applicable for financial instruments measured at fair value. These financial statements are presented in U.S. dollars, which is the functional currency of the Company and its subsidiary.

#### (c) Basis of consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its 99.99%- owned subsidiary, Sociedad Minera Reliquias S.A.C. ("AGMR Peru"), which was acquired on May 7, 2021 in conjunction with the RTO Transaction. Pursuant to Peruvian General Corporate Law requirements that a Peruvian company have more than one shareholder, in September 2021, the Company issued 1 common shares in AGMR Peru for PEN 1.00 to a shareholder of the Company. Because this non-controlling interest in AGMR Peru is not material, it has not been recorded in the Company's condensed interim consolidated financial statements.

Inter-company balances and transactions, including unrealized income and expenses arising from inter-company transactions, are eliminated on consolidation.

#### (d) Comparative amounts

Certain prior year comparative amounts have been changed to align with current year presentation.

#### (e) Future accounting pronouncements

The Company decided to adopt at the time of its effectiveness and not adopt early the accounting standards and interpretations issued by the IASB, and that will be effective as of January 1, 2024, or later.

The standards and amendments to IFRS that have been issued up to the date of issue of the condensed interim consolidated financial statements and that apply to the Company, but are not yet in force, are described below. The impact that its initial application will have on the condensed interim consolidated financial statements is unknown since its amount cannot be reasonably estimated. The Company intends to adopt these new and modified standards and interpretations, if applicable when they become effective.

#### Amendments to IAS 1: Classification of liabilities as current or non-current

In January 2020, the IASB published amendments to paragraphs 69-76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is understood by the right to postpone liquidation;
- That there should be a right to defer at the end of the reporting period;
- That classification is not affected by the probability that an entity will exercise its deferral right; and
- That only if a derivative embedded in a convertible liability is itself an equity instrument, the terms of a liability would not affect its classification.

The amendments are effective for annual periods beginning on or after January 1, 2024, and must be applied retroactively. The extent of the impact of adoption of this amendment has not yet been determined.

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023

(Expressed in United States Dollars) (Unaudited)

#### 3. Restricted cash

During the nine months ended September 30, 2023, the Company increased its restricted cash deposit by \$262,809 (PEN 990,000) as required by the Peruvian Ministry of Mines ("MINEM") in connection with the process of obtaining approval for the Company's Mine Closure Plan. At September 30, 2023, the Company held \$261,214 (PEN 990,000) (December 31, 2022 - \$241,597 (PEN 920,000)) in a cash deposit which has been pledged through a guaranty on behalf of MINEM to lift the temporary "Mine Under Suspension" status of AGMR Peru until the Mine Closure Plan (which the MINEM is currently reviewing) is approved. The cash deposit will be returned to AGMR Peru's operating accounts following the approval of the Mine Closure Plan. On May 10, 2023, \$248,514 (PEN 920,000) of the deposit was returned to the Company since it was replaced with the \$262,809 (PEN 990,000) cash deposit made on March 30, 2023.

Balance, December 31, 2021 Additions Foreign exchange loss	\$ - 247,046 (5,449)
Balance, December 31, 2022	\$ 241,597
Additions	262,809
Returned	(248,514)
Foreign exchange gain	5,322
Balance, September 30, 2023	\$ 261,214

#### 4. Property, plant, and equipment

Cost	Land	Building d facilities	Mining quipment	Office quipment d furniture	Leased quipment	Total
<b>Balance, December 31, 2021</b> Additions Disposals	\$ 36,041 - -	\$ 151,544 - -	\$ <b>789,339</b> 38,678	\$ <b>46,411</b> 129,930 -	\$ <b>28,305</b> - (28,305)	\$ <b>1,051,640</b> 168,608 (28,305)
Balance, December 31, 2022 Additions	36,041 -	151,544 -	<b>828,017</b> 26,465	<b>176,341</b> 59,646	<b>-</b> -	<b>1,191,943</b> 86,111
Balance, September 30, 2023	\$ 36,041	\$ 151,544	\$ 854,482	\$ 235,987	\$ -	\$ 1,278,054
Accumulated depreciation						
Balance, December 31, 2021 Depreciation expense Disposals	\$ - - -	\$ <b>34,883</b> 16,609	\$ <b>505,725</b> 194,800	\$ <b>17,656</b> 20,155 -	\$ <b>18,870</b> 1,887 (20,757)	\$ <b>577,134</b> 233,451 (20,757)
Balance, December 31, 2022 Depreciation expense	<u>-</u> -	<b>51,492</b> 12,456	<b>700,525</b> 108,405	<b>37,811</b> 31,545	- -	<b>789,828</b> 152,406
Balance, September 30, 2023	\$ -	\$ 63,948	\$ 808,930	\$ 69,356	\$ -	\$ 942,234
Carrying value						
Balance, December 31, 2022	\$ 36,041	\$ 100,052	\$ 127,492	\$ 138,530	\$ -	\$ 402,115
Balance, September 30, 2023	\$ 36,041	\$ 87,596	\$ 45,552	\$ 166,631	\$ -	\$ 335,820
Depreciation Rates	-	5% - 20%	20%	10%	25%	-

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 5. Exploration and evaluation costs

In 2018, AGMR Peru acquired certain liquidated assets from Corporación Minera Castrovirreyna ("CMC") that comprised the Castrovirreyna Project ("the Project"). The Project is located near the town of Castrovirreyna, department of Huancavelica, province of Castrovirreyna, Peru. The Project includes mine infrastructure that supported the Reliquias and Caudalosa Grande underground operations, which were operated by CMC from 2005–2015. In that same year, AGMR Peru acquired the Project for \$7,160,000 and as consideration for the acquisition, the Company entered into a loan arrangement with Trafigura Pte. Ltd. ("Trafigura"), a creditor of CMC at the time of its liquidation.

The acquisition of the project included the Reliquias and Caudalosa underground mines and associated infrastructure, the Caudalosa processing plant (previously known as the Jose Picasso Perata plant and a tailings storage facility. AGMR owns 100% of its concessions which are currently held in the name of its subsidiary, AGMR Peru.

The loan arrangement and the acquisition fair value of the committed future cash flows under the Trafigura loan arrangement are outlined in Note 8. This acquisition date fair value was allocated based on the relative fair values of the acquired mining concessions and mining property plant and equipment.

#### Reliquias

Between April and December 2022, AGMR conducted an underground drilling program for a total of 16,955 m. Simultaneously, an extensive underground channel sampling program was conducted, which together with the drilling and other exploration activities is aimed at converting current historical resources into NI 43-101 compliant resources. Underground rehabilitation of historic mine workings and detailed topographic surveys have started to expand the Company's knowledge of the Reliquias underground mine and provide access to other prospective vein structures.

As of September 30, 2023, AGMR has drilled a total of 13,834 m as part of its drilling program.

During the period ended September 30, 2023, the second phase of the Company's 2023 infill and resource expansion drill program continues at full speed and is moving the Reliquias Project forward under its two-pronged strategy of advancing towards a production decision and exploring for additional resources.

#### Dorita

At the Dorita block of properties, exploration work consisted of more than 14 km² of geological mapping, extensive rock and soil sampling programs, and preparation of the most promising geological targets for future drilling. Additionally, the Company has conducted underground channel sampling activities at accessible mine workings. The Dorita property block includes mining concessions that contain historic small scale underground operations in veins with polymetallic ore. Previous exploitation activities were carried out under the ownership of CMC; however, these operations were suspended in the late 1980s.

On September 1st, 2023, AGMR was notified of the approval of the Dorita Environmental Impact Statement, which allows the company to execute 21 drilling platforms. The validity of this legal instrument is 5 years.

#### **El Milagro**

The Company's El Milagro project is characterized by Ag-Pb-Zn mineralization in veins and replacement bodies, Historically, the area has seen diamond drilling, underground development and rock sampling. A review of the property in 2022 lead to the completion of a NI 43-101 compliant technical report, identifying historical resources in the central property of the project.

# Silver Mountain Resources Inc. Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

# 5. Exploration and evaluation costs (continued)

Balance, September 30, 2023

	As at September 30, 2023				As a	t December 3	1, 2022
	Acquisition Costs	Exploration Costs	Total		Acquisition Costs	Exploration Costs	Total
Reliquias Greenfield - Dorita Other	\$ 2,756,395 1,384,500 385,849	\$15,373,112 2,139,881 304,371	\$18,129,50 3,524,30 690,2	81	\$ 2,753,900 1,384,500 385,849	\$ 8,632,836 2,139,881 304,371	\$11,386,736 3,524,381 690,220
	\$ 4,526,744	\$17,817,364	\$22,344,10	08 3	\$ 4,524,249	\$11,077,088	
		Re	eliquias		eenfield - Dorita	Other	Total
Balance, December 31, 2021		\$ 5	5,156,644	\$ 2	,559,982 \$	574,204	\$ 8,290,830
Exploration costs Depreciation (Note 4) Drilling Mine rehabilitation General on-site expenses Geological mapping, sampling & Right of use Salaries and benefits Topography and geophysics Complementary environmental  Acquisition costs Mining rights		1	7,566 1,908,266 1,042,719 1,470,829 524,493 344,232 401,964 195,765 244,763 6,140,597		- 187,623 305,099 212,347 147,416 42,393 20,602 915,480	- 56,128 30,219 - 16,998 9,546 - - 112,891	7,566 1,908,266 1,098,847 1,688,671 829,592 573,577 558,926 238,158 265,365 7,168,968
Balance, December 31, 2022		<b>\$ 1</b> 1		\$ 3	,524,381 \$		\$ 15,601,337
Exploration costs Depreciation (Note 4) Drilling Mine rehabilitation General on-site expenses Geological mapping, sampling 8 Right of use Salaries and benefits (Note 14) Topography and geophysics Complementary environmental		1	144,265 893,161 570,713 2,343,175 596,734 429,651 1,033,058 178,866 550,653		- - - - - - -	- - - - - - -	144,265 893,161 570,713 2,343,175 596,734 429,651 1,033,058 178,866 550,653
Acquisition costs Mining rights			2,495		-	-	2,495

\$ 18,129,507

\$

690,220

\$ 3,524,381

\$ 22,344,108

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 6. Tax credits

As of September 30, 2023, the Company maintains in its non-current assets a tax credit for general sales tax (IGV, Impuesto General a las Ventas, in Spanish) of \$2,969,572 (December 31, 2022 - \$1,978,394), that will be applied to the IGV generated by local sales. If sales are exported, the Company has the right to request the refund of the value- added tax as a Balance in Favor Matter of Benefit of the Exporter with a limit of 18 percent of the exported freight on board value. According to Peruvian Tax Legislation, IGV does not have an expiration date.

#### 7. Amounts payable and other payables

	Se	As at ptember 30, 2023	De	As at ecember 31, 2022
Trade accounts payable	\$	1,943,082	\$	1,604,705
Taxes payable		23,445		26,702
Accrued liabilities		403,512		467,959
Other amounts payable		159,753		43,849
	\$	2,529,792	\$	2,143,215

Other amounts payable include payroll obligations of USD 128,495.

#### 8. Loan payable

As of the date of these financial statements, AGMR does not have any outstanding loans.

On May 6, 2018, AGMR Peru and Trafigura signed a contract for the assignment of credit rights in the amount of \$7,160,000 for the acquisition of assets (property, plant, and equipment (Note 4), and mining concessions (Note 5)) from CMC in liquidation.

AGMR Peru made an initial payment of \$2,620,000 and the remaining balance was to be paid in 36 monthly installments totaling \$3,380,000, with a single final payment of \$1,160,000. This loan bore interest at the 3-month Libor rate + 2.25% per annum. The final payment of \$1,160,000 was to be forgiven as long as AGMR Peru made the initial payment of \$2,620,000 and the 36 monthly installments. The 36 monthly installment payments were to commence in the month following the month in which the "José Picasso Perata" concentrator plant attained a minimum average monthly treatment rate of 1,000 tons per day ("tpd"). If this rate was not attained by January 1, 2020, the payment period was to commence in October 2020.

On November 2, 2019, when AGMR Peru entered into an offtake agreement for the sale of concentrates with Trafigura, the Company and Trafigura signed an addendum to the foregoing loan agreement where Trafigura agreed to forgive the final payment of \$1,160,000 leaving a remaining loan balance of \$3,380,000. Additionally, the interest rate on the loan was increased to a 3-month Libor rate + 3% per annum.

On August 13, 2020, AGMR Peru and Trafigura entered into a second addendum where the parties agreed to extend the start of the 36 debt payments on the \$3,380,000 portion of the loan until October 1, 2021.

On June 1, 2021, AGMR Peru and Trafigura entered into a third addendum agreement whereby the parties agreed to an amended repayment schedule for the \$3,380,000 outstanding balance that consisted of the following payments:

- A payment of \$375,555 in equal monthly payments over a period of four months from June 2021 to September 2021, plus interest.
- A payment of \$3,004,444 in equal monthly payments over a period of 36 months from October 2021 to September 2024 plus interest.

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 8. Loan payable (continued)

The fair value of the loan upon inception was calculated as the discounted future contractual cash payments under the loan agreement using an effective interest rate of 20% per annum. The debt component was accreted systematically to its face value over the term of the loan by the recording of additional interest. The November 2, 2019 and August 13, 2020 amendments to the Trafigura loan arrangement were determined to be substantial modifications and therefore were accounted for as extinguishments. The June 1, 2021 amendment was determined not to be a substantial modification and therefore was not accounted for as an extinguishment.

The assets acquired under this loan arrangement maintained a negative pledge for \$6,000,000 in favor of Trafigura until the total repayment of the debt. As the debt was repaid in March 2022, the negative pledge was cancelled.

During the year ended December 31, 2022, the Company fully repaid the outstanding balance of its loan from Trafigura with a cash payment of \$2,920,988 for the principal payable and \$23,040 for the interest payable.

#### 9. Warrant liabilities

	Se	As at ptember 30, 2023	De	As at ecember 31, 2022
Balance, beginning of period	\$	488,201	\$	-
Issuance of warrants (Note 10)		1,626,917		3,127,478
Unrealized gain on revaluation		(1,669,763)		(2,562,736)
Currency translation effect		(3,074)		(76,541)
Balance, end of period	\$	442,281	\$	488,201

The fair value of the warrants issued in connection with the IPO upon issuance was determined to be \$3,127,478 using the Black-Scholes option pricing model (Note 10). Upon commencement of the warrants trading on the TSXV on March 11, 2022, the trading value was used to determine the fair value estimate for subsequent periods. As of September 30, 2023, these warrants were trading at a price of C\$0.005. Of the \$2,060,336 of costs incurred in connection with the IPO, \$308,844 were allocated to the warrant liabilities and included in general and administrative expenses in the statement of net and comprehensive loss for the year ended December 31, 2022.

The fair value of the warrants issued in connection with the Offering upon issuance was determined to be \$1,626,917 using the Black-Scholes option pricing model (Note 10). Upon commencement of the warrants trading on the TSXV on February 27, 2023, the trading value was used to determine the fair value estimate for subsequent periods. As of September 30, 2023, these warrants were trading at a price of C\$0.03. Of the \$505,190 of costs incurred in connection with the Offering, \$118,467 were allocated to the warrant liabilities and included in general and administrative expenses in the statement of net and comprehensive loss for the period ended September 30, 2023.

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

### 10. Share capital

a) Authorized share capital

The authorized share capital consists of an unlimited number of common shares.

- b) Issued share capital
- (i) On February 2, 2022, the Company closed the initial public offering (the "IPO") of 46,000,000 units of the Company (the "Units") at a price of \$0.39 (C\$0.50) per Unit (the "Offering Price"), for gross proceeds of \$18,142,400 (C\$23,000,000). The Company also issued an additional 6,900,000 Units at the Offering Price, for additional gross proceeds of \$2,721,360 (C\$3,450,000), in connection with the exercise in full of the over- allotment option.

Each Unit is comprised of one common share (a "Common Share") and one half of one common share purchase warrant of the Company (each whole warrant, a "Warrant"). Each Warrant is exercisable into one Common Share at a price of \$0.55 (C\$0.70) per Common Share and expires on February 2, 2024. The fair value of the Warrants upon issuance was determined to be \$3,127,478 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.37 (C\$0.47), dividend yield of 0%, expected volatility of 80%, risk free interest rate of 1.24% and expected life of 2 years.

These warrants are considered a derivative liability since the currency denomination of the exercise price (Canadian dollars) is different from the functional currency of the Company (US dollars). As a result, the fair value of the warrants is presented as a liability upon issuance date and any foreign exchange or change in the fair value of the warrants subsequent to their initial recognition is recorded in the statement of net and comprehensive loss.

The Company received net proceeds of \$18,803,424 (C\$23,862,460) net of underwriters' commissions of \$1,440,309 (C\$1,825,950) and other costs of \$620,027 (C\$761,590). \$393,370 (C\$499,553) of the share issuance costs incurred in 2021 that have been previously accounted for as deferred share issue costs were transferred to share issuance costs upon closing of the IPO.

(ii) On February 9, 2023, the Company closed its bought deal prospectus offering (the "Offering") of 27,000,000 units of the Company at a price of \$0.22 (C\$0.30) per Unit (the "Offering Price"), for gross proceeds of \$6,032,880 (C\$8,100,000). The Company also issued an additional 4,050,000 Units at the Offering Price, for additional gross proceeds of \$904,932 (C\$1,215,000), in connection with the exercise in full of the over-allotment option.

Each Unit is comprised of one Common Share and one half of one Warrant. Each Warrant is exercisable into one Common Share at a price of \$0.34 (C\$0.45) per Common Share and expires on February 9, 2026. The fair value of the Warrants upon issuance was determined to be \$1,626,917 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.22 (C\$0.29), dividend yield of 0%, expected volatility of 89%, risk free interest rate of 3.67% and expected life of 3 years.

These warrants are considered a derivative liability since the currency denomination of the exercise price (Canadian dollars) is different from the functional currency of the Company (US dollars). As a result, the fair value of the warrants is presented as a liability upon issuance date and any foreign exchange or change in the fair value of the warrants subsequent to their initial recognition is recorded in the statement of net and comprehensive loss.

The Company received net proceeds of \$6,432,621 (C\$8,634,528) net of underwriters' commissions of \$332,880 (C\$446,938) and other costs of \$172,311 (C\$233,534).

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023

(Expressed in United States Dollars) (Unaudited)

#### 11. Stock options

On September 17, 2021, the Board of Directors of the Company approved the establishment of the Company's stock option plan relating to the Company's directors, officers, employees and consultants, and to reserve up to 10% of the common shares in the capital of the Company issued and outstanding from time to time for issuance thereunder.

The following table reflects the continuity of stock options for the periods ended September 30, 2023 and 2022:

	Number of stock options	ted average cise price	
Balance, December 31, 2021	5,900,000	\$	0.30
Granted (i)(ii)(iii)	3,630,000		0.39
Forfeited (i)	(660,000)		0.39
Balance, September 30, 2022	8,870,000	\$	0.32
Balance, December 31, 2022	13,830,000	\$	0.31
Granted (iv)(v)	875,000		0.28
Forfeited (vi)	(6,710,000)		0.31
Balance, September 30, 2023	7,995,000	\$	0.31

(i) On February 2, 2022, the Company granted stock options to certain directors and officers of the Company and its subsidiaries to purchase up to 1,419,000 common shares of the Company, exercisable at a price of \$0.39 (C\$0.50) per share and expiring on February 2, 2026. These options will vest over the span of three years, with 709,500 to be vested on the first anniversary of the date of grant, 354,750 to be vested on the second anniversary of the date of grant, and the remaining 354,750 to be vested on the third anniversary of the date of grant. On May 13, 2022, 660,000 of the stock options were forfeited.

The fair value was determined to be \$344,970 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.36 (C\$0.455), dividend yield of 0%, expected volatility of 100%, risk free interest rate of 1.53% and expected life of 4 years.

(ii) On March 17, 2022, the Company granted stock options to certain consultants and advisors of the Company and its subsidiaries to purchase up to 891,000 common shares of the Company, exercisable at a price of \$0.40 (C\$0.50) per share and expiring on February 2, 2026. These options will vest over the span of three years, with 445,500 to be vested on the first anniversary of the date of grant, 222,750 to be vested on the second anniversary of the date of grant, and the remaining 222,750 to be vested on the third anniversary of the date of grant.

The fair value was determined to be \$171,999 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.30 (C\$0.38), dividend yield of 0%, expected volatility of 100%, risk free interest rate of 2.00% and expected life of 3.88 years.

(iii) On May 16, 2022 and June 28, 2022, the Company granted stock options to certain directors of the Company to purchase up to 1,320,000 common shares of the Company, exercisable at a price of \$0.39 (C\$0.50) per share, of which 1/2 expires on May 16, 2026 and the remaining 1/2 expiring on June 28, 2026. These options will vest over the span of three years, with 1/2 to be vested on the first anniversary of the date of grant, 1/4 to be vested on the second anniversary of the date of grant, and the remaining 1/4 to be vested on the third anniversary of the date of grant.

The fair value of 660,000 stock options granted on May 16, 2022 was determined to be \$81,269 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.20 (C\$0.26), dividend yield of 0%, expected volatility of 103.21%, risk free interest rate of 2.70% and expected life of 4 years.

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 11. Stock options (continued)

#### (iii) (continued)

The fair value of 660,000 stock options granted on June 28, 2022 was determined to be \$67,009 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.19 (C\$0.25), dividend yield of 0%, expected volatility of 92.06%, risk free interest rate of 3.20% and expected life of 4 years.

(iv) On April 1, 2023, the Company granted stock options to a certain officer of the Company to purchase up to 650,000 common shares of the Company, exercisable at a price of \$0.28 (C\$0.38) per share and expiring on April 1, 2027. These options will vest over the span of three years, with 325,000 to be vested on the first anniversary of the date of grant, 162,500 to be vested on the second anniversary of the date of grant, and the remaining 162,500 to be vested on the third anniversary of the date of grant.

The fair value was determined to be \$86,643 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.20 (C\$0.27), dividend yield of 0%, expected volatility of 104%, risk free interest rate of 3.12% and expected life of 4 years.

(v) On July 20, 2023, the Company granted stock options to a certain officer of the Company to purchase up to 225,000 common shares of the Company, exercisable at a price of \$0.29 (C\$0.38) per share and expiring on July 20, 2027. These options will vest over the span of three years, with 112,500 to be vested on the first anniversary of the date of grant, 56,250 to be vested on the second anniversary of the date of grant, and the remaining 56,250 to be vested on the third anniversary of the date of grant.

The fair value was determined to be \$14,161 using the Black-Scholes option pricing model with the following assumptions: stock price of \$0.11 (C\$0.15), dividend yield of 0%, expected volatility of 100.31%, risk free interest rate of 3.96% and expected life of 4 years.

(vi) During the period ended September 30, 2023, 2,760,000 of the stock options granted on September 17, 2021, 660,000 of the stock options granted on February 2, 2022, 660,000 of the stock options granted on May 16, 2022, and 2,630,000 of the stock options granted on December 1, 2022 were forfeited.

During the three and nine months ended September 30, 2023, the Company recorded share-based compensation expense of \$149,344 and \$627,737, respectively (three and nine months ended September 30, 2022 - \$183,408 and \$479,162, respectively) related to stock options.

The following table reflects the actual stock options issued and outstanding as of September 30, 2023:

Expiry Date	Exercise Price	Remaining Contractual Life (years)	Number of Options Outstanding	Number of Options Vested (exercisable)	Number of Options Unvested
April 30, 2025	\$0.30	1.58	2,640,000	1,980,000	660,000
February 2, 2026	\$0.37	2.35	990,000	495,000	495,000
June 28, 2026	\$0.37	2.75	660,000	330,000	330,000
December 1, 2026	\$0.28	3.17	2,830,000	-	2,830,000
April 1, 2027	\$0.28	3.50	650,000	-	650,000
July 20, 2027	\$0.28	3.81	225,000	-	225,000
	\$0.31	2.56	7,995,000	2,805,000	5,190,000

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023

(Expressed in United States Dollars) (Unaudited)

#### 12. Warrants

The following table reflects the continuity of warrants for the periods ended September 30, 2023 and 2022:

	Number of warrants	Weighted average exercise price		
Balance, December 31, 2021 Granted in the IPO (Notes 9 & 10(b)(i))	<b>16,759,870</b> 26,450,000	\$	<b>0.90</b> 0.55	
Balance, September 30, 2022	43,209,870	\$	0.66	
Balance, December 31, 2022 Granted in the Offering (Notes 9 & 10(b)(ii))	<b>43,209,870</b> 15,525,000	\$	<b>0.67</b> 0.34	
Balance, September 30, 2023	58,734,870	\$	0.58	

The following table reflects the actual warrants issued and outstanding as of September 30, 2023:

Number of Warrants	Exercise Price	Expiry Date	
26,450,000	\$ 0.52	February 2, 2024	
16,759,870	\$ 0.90	April 15, 2024	
15,525,000	\$ 0.33	February 9, 2026	
58,734,870	\$ 0.58		

#### 13. Net loss per common share

The calculation of basic and diluted loss per share for the three and nine months ended September 30, 2023 was based on the loss attributable to common shareholders of \$978,476 and \$1,738,775, respectively (three and nine months ended September 30, 2022 - \$1,689,911 and \$4,222,078, respectively) and the weighted average number of basic common shares outstanding of 217,469,860 and 212,920,409, respectively (three and nine months ended September 30, 2022 - 186,419,860 and 180,025,355, respectively). For the three and nine months ended September 30, 2023 and 2022, all potential dilutive stock options and warrants were excluded from the diluted loss per share calculations as they are anti-dilutive.

#### 14. Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties include key management personnel and may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Related party transactions are recorded at the exchange amount, being the amount agreed to between the related parties.

Key management personnel are those persons having authority and responsibility for planning, directing, and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and members of the Board of Directors.

Remuneration of key management personnel of the Company was as follows:

**Notes to the Condensed Interim Consolidated Financial Statements** 

Three and Nine Months Ended September 30, 2023

(Expressed in United States Dollars) (Unaudited)

#### 14. Related party transactions (continued)

	Three Months Ended September 30,			Nine Months Ended September 30,			
	2023		2022		2023		2022
Management salaries (i)	\$ 161,624	\$	148,229	\$	545,776	\$	529,422
Director and chair fees (ii)	47,801		55,500		158,801		151,364
Severance fee (iii)	-		-		174,649		-
Share-based compensation (Note 11)	124,567		134,968		496,736		365,242
	\$ 333,992	\$	338,697	\$	1,375,962	\$	1,046,028

- (i) During the three and nine months ended September 30, 2023, management salaries of \$121,371 and \$387,056, respectively (three and nine months ended September 30, 2022 \$111,528 and \$411,626, respectively) were expensed as salaries and benefits, and \$40,253 and \$158,720, respectively (three and nine months ended September 30, 2022 \$36,701 and \$117,796, respectively) were capitalized as exploration and evaluation costs.
- (ii) During the three and nine months ended September 30, 2023, director and chair fees of \$47,801 and \$158,801, respectively (three and nine months ended September 30, 2022 \$55,500 and \$151,364, respectively) were expensed as salaries and benefits.
- (iii) During the three and nine months ended September 30, 2023, severance fee of \$nil and \$174,649, respectively (three and nine months ended September 30, 2022 \$nil) to a certain officer of the Company was expensed as salaries and benefits.

#### 15. Financial expenses

	Three Months Ended September 30,			Nine Mor Septer			
	2023	20	22		2023		2022
Bank charges	\$ 1,928 \$	5 4	4,533	\$	13,019	\$	10,659
Interest (income) expense	(265)		(9)		(1,453)		7,124
Accretion on Trafigura loan payable (Note 8)	-	-			-		519,099
_	\$ 1,663 \$	6 4	4,524	\$	11,566	\$	536,882

#### 16. Segmented information

Operating segment:

The Company has one operating segment, the acquisition, exploration and evaluation of mineral assets.

Geographic segments:

The Company's assets, liabilities, expenses and other income by geographic area as at and for the periods ended September 30, 2023 and 2022 are as follows:

**Notes to the Condensed Interim Consolidated Financial Statements** 

Three and Nine Months Ended September 30, 2023

(Expressed in United States Dollars) (Unaudited)

### 16. Segmented information (continued)

# As at September 30, 2023

Current assets Exploration and evaluation assets Non-current assets	Canada			Peru	Total		
	\$	4,032,860 - 1,895	\$	2,222,582 22,344,108 3,303,497	\$	6,255,442 22,344,108 3,305,392	
Total assets	\$	4,034,755	\$	27,870,187	\$	31,904,942	
Current liabilities Non-current liabilities	\$	16,103 442,281	\$	2,513,689 -	\$	2,529,792 442,281	
Total liabilities	\$	458,384	\$	2,513,689	\$	2,972,073	

### As at December 31, 2022

Current assets Exploration and evaluation assets Non-current assets	Canada			Peru	Total		
	\$	9,112,883 - 54,098	\$	604,825 15,601,337 2,378,008	\$	9,717,708 15,601,337 2,432,106	
Total assets	\$	9,166,981	\$	18,584,170	\$	27,751,151	
Current liabilities Non-current liabilities	\$	93,648 488,201	\$	2,049,567 -	\$	2,143,215 488,201	
Total liabilities	\$	581,849	\$	2,049,567	\$	2,631,416	

# Three Months Ended September 30, 2023

### Nine Months Ended September 30, 2023

	Canada	Peru	Total	Canada	Peru	Total
Expenses	\$ (470,600) \$	(395,157) \$	(865,757)	\$ (2,238,903)	\$ (1,111,033)	\$ (3,349,936)
Other income (expenses)	(75,635)	2,379	(73,256)	1,617,697	32,927	1,650,624
Net loss for the period	\$ (546,235) \$	(392,778) \$	(939,013)	\$ (621,206)	\$ (1,078,106)	\$ (1,699,312)

# Three Months Ended September 30, 2022

### Nine Months Ended September 30, 2022

	Canada	Р	eru	Total		Canada	Peru	Total
Expenses Other income (expenses)	\$ (816,511)	,	. ,		,		\$ (2,656,694)	
Other income (expenses)	 149,034		91,365)	- ,		1,406,599	(571,536)	835,063
Net loss for the period	\$ (667,477)	\$ (1,0	22,434)	\$ (1,689,91	11)	\$ (993,848)	\$ (3,228,230)	\$ (4,222,078)

# Silver Mountain Resources Inc. Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 17. General and administrative

	Three Months Ended September 30, 2023 2022				nths Ended mber 30, 2022	
Administrative expenses	\$ 45,218	\$	173,095	\$ 183,496	\$	606,145
Advertising and marketing	93,180		104,922	279,512		287,470
Depreciation (Note 4)	3,038		46,743	8,141		141,235
Environmental fees	-		44,182	-		81,323
Filing and listing fees	46,270		53,904	184,605		324,026
Insurance	37,042		128,510	103,477		209,769
Operational expenses	14,755		429,300	79,735		1,163,416
Professional fees	230,627		191,799	886,320		582,246
Salaries and benefits (Note 14)	280,839		346,036	974,278		1,081,424
Travel, meals and entertainment	4,907		45,681	62,098		100,925
	\$ 755,876	\$	1,564,172	\$ 2,761,662	\$	4,577,979

Certain amounts for the three and nine months ended September 30, 2023 and 2022 have been reclassified for presentation purposes.

#### 18. Contingencies

The Company's exploration activities are subject to government laws and regulations, including tax laws and laws and regulations governing the protection of the environment. The Company believes that its operations comply in all material respects with all applicable past and present laws and regulations.

The Company records provisions for any identified obligations, based on management's estimate at the time. Such estimates are, however, subject to changes in laws and regulations. The Company records the fair 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 restoration activities includes dismantling and removing structures, rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation, and revegetation of affected areas.

The estimated fair value of a liability, and corresponding increase in the related property, is reported in the year in which it is incurred and when a reasonable estimate of fair value can be made. The fair value is the amount at which that liability could be settled in a current transaction between willing parties, that is, other than in a forced or liquidation transaction and, in the absence of observable market transactions, is determined as the present value of expected cash flows. The Company subsequently allocates the cost to expense using a systematic and rational method over its useful life and records the accretion of the liability as a charge to the condensed interim consolidated statements of net and comprehensive loss.

As the Company has not commenced any mining operations and is currently waiting for the approval of its Mine Closure Plan by the Peruvian mining authorities, no provision for decommissioning has been recognized in these condensed interim consolidated financial statements. Upon both the approval of the Company's Mine Closure Plan and the commencement of mining operations, a provision for decommissioning will be recognized. Current estimates made by management are that the budget for remediation activities could be between \$9.5M and \$12.5M and that the estimated Life of Mine could be between 10 and 15 years.

The Company is subject to various administrative procedures and potential disputes under various Peruvian laws and regulations including with the General Directorate of Environmental Affairs from Mining (DGAAM), the Supervisory Agency of Investment into Energy and Mines (OSINERGMIN), the Local Water Authority (ALA) and the Supervisory Agency for Environmental Protection (OEFA).

Notes to the Condensed Interim Consolidated Financial Statements Three and Nine Months Ended September 30, 2023 (Expressed in United States Dollars) (Unaudited)

#### 18. Contingencies (continued)

The Company discloses these as contingent liabilities as they represent possible obligations arising from past events; however, the Company and the Company's external advisors do not consider it probable that a material outflow of resources will be required to settle the obligations and in some of the cases the Company's liability cannot be measured reliably.

#### 19. Subsequent events

On November 10, 2023, the Company closed the initial tranche of its non-brokered private placement of 62,190,000 units of the Company at a price of \$0.05 per Unit for gross proceeds of \$3,109,500. The Company paid \$18,000 in finder's fees in connection with the private placement. Part of this placement was issued to related parties (35%).

Each Unit is comprised of one Common Share and one half of one Warrant. Each Warrant is exercisable into one Common Share at a price of \$0.09 per Common Share and expires on November 10, 2026.