

Condensed Consolidated Interim Financial Statements

For the three and nine months ended September 30 2024 and 2023

(Unaudited)

(Stated in Canadian Dollars)



To the Shareholders of Doré Copper Mining Corp. For the three and nine months ended September 30, 2024

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed consolidated interim financial statements of Doré Copper Mining Corp. (the "Corporation") were prepared by management in accordance with International Accounting Standard 34 ("IAS34") and International Financial Reporting Standards ('IFRS"). Only changes in accounting policies have been disclosed in these unaudited condensed consolidated interim financial statements. Management acknowledges responsibility for the preparation and presentation of the unaudited condensed consolidated interim financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Corporation's circumstances.

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited condensed consolidated interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited condensed consolidated interim financial statements and (ii) the unaudited condensed consolidated interim financial statements and (ii) the unaudited condensed consolidated interim financial statements and (ii) the unaudited condensed consolidated interim financial respects the financial position, results of operations and cash flows of the Corporation, as of the date of and for the periods presented by the unaudited condensed consolidated interim financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation and for ensuring that management fulfills its financial reporting responsibilities.

An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed consolidated interim financial statements together with other financial information of the Corporation for issuance to the shareholders.

Management recognizes its responsibility for conducting the Corporation's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.



CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Stated in Canadian Dollars) (Unaudited)

As at	September 30 2024 \$	December 31 2023 \$
ASSETS		
Current assets		
Cash and cash equivalents	4,819,429	3,054,848
Funds held in trust [note 9]	-	1,085,804
Amounts receivable [note 4]	108,054	161,724
Prepaid expenses	99,040	73,248
Total current assets	5,026,523	4,375,624
Non-current assets		
Building and equipment [note 5]	1,147,898	1,199,843
Mineral property interests [note 6]	5,930,629	5,930,629
Total non-current assets	7,078,527	7,130,472
Total assets	12,105,050	11,506,096
Current liabilities	1 0 4 2 4 4 4	1 500 071
Accounts payable and accrued liabilities Credit facility <i>[note 7]</i>	1,043,444	1,528,071 250,706
Deferred premium on flow-through shares [note 9]	1,103,923	421,204
Total current liabilities	2,147,367	2,199,981
	2,147,367	2,199,901
EQUITY		
Share capital [note 9]	66,414,770	62,462,233
Equity settled employee benefits [note 9]	3,517,133	3,234,523
Share purchase warrants [note 9]	483,703	482,599
Deficit	(60,457,923)	(56,873,240)
Total equity	9,957,683	9,306,115
Total liabilities and equity	12,105,050	11,506,096

Going concern [note 1] Commitments [note 12] Subsequent events [note 15]

See accompanying notes to the condensed consolidated interim financial statements

These financial statements are authorized for issue by the Board of Directors on November 21, 2024.

They are signed on the Corporation's behalf by:

"Ernest Mast" Director "Mario Stifano" Director



CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Stated in Canadian Dollars) (Unaudited)

	For the three months ended September 30			months ended ember 30
	2024 \$	2023 \$	2024 \$	2023 \$
	•	Ψ	•	ψ
EXPENSES				
Consulting [note 11]	52,403	68,527	213,955	247,150
Depreciation [note 5]	20,847	20,847	62,541	62,541
Exploration and evaluation	588,889	895,330	2,783,360	3,929,886
Flow-through interest				
penalty [note 12]	(11,817)	-	1,375	24,097
Investor relations	76,858	72,952	369,846	323,457
Office expenses [note 11]	6,501	33,880	114,177	131,701
Professional fees	82,779	40,745	174,879	162,010
Share-based payments [note 9]	56,450	86.059	282,610	387,739
Shareholder communications	12,066	34,656	74,116	45,960
	884,976	1,252,996	4,076,859	5,314,541
Loss before the following	(884,976)	(1,252,996)	(4,076,859)	(5,314,541)
Other items				
Investment income	27,304	34,378	54,395	39,503
Loss before income taxes	(857,672)	(1,218,618)	(4,022,464)	(5,275,038)
Deferred tax recovery	(38,071)	-	(437,781)	(447,206)
	(38,071)	-	(437,781)	(447,206)
Less and some share ins				
Loss and comprehensive	(040.004)	(4.040.040)	(2 504 602)	(4 007 000)
loss for period	(819,601)	(1,218,618)	(3,584,683)	(4,827,832)
Basic and diluted loss per				
share [note 10]	(0.01)	(0.01)	(0.03)	(0.05)

See accompanying notes to the condensed consolidated interim financial statements



CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Stated in Canadian Dollars) (Unaudited)

For the period ending September 30,

	2024 \$	2023 \$
	Ψ	Ψ
OPERATING ACTIVITIES		
Loss for the period	(3,584,683)	(4,827,832)
Add charges to earnings not involving a current payment of cash		
Depreciation [note 5]	62,541	62,541
Share based payments [note 9]	282,610	387,739
Non-cash exploration expenses [note 9]	525,000	-
Deferred tax recovery [note 9]	(437,781)	(447,206)
	(3,152,313)	(4,824,758)
Changes in non-cash working capital balances related to		
operations		
Amounts receivable	53,670	1,388,149
Prepaid expenses	(25,792)	(149,041)
Tax credit receivable	-	3,445,434
Accounts payable and accrued liabilities	(484,627)	(2,488,567)
Cash used in operating activities	(3,609,062)	(2,628,783)
INVESTING ACTIVITIES	(40 500)	
Purchase of equipment [note 5]	(10,596)	-
Cash used in investment activities	(10,596)	-
FINANCING ACTIVITIES		
Proceeds from shares issued in private		
placements <i>[note 9]</i>	2,200,900	1,152,000
Proceeds from shares issued in flow-through	,,	, - ,
private placements [note 9]	2,475,000	1,649,125
Repayment of credit facility [note 7] and [note 11]	(250,706)	-
Share issue costs [note 9]	(126,759)	(166,627)
Cash provided by financing activities	4,298,435	2,634,498
Increase in cash and cash equivalents during the period	678,777	5,715
Cash and cash equivalents, beginning of period	4,140,652	397,644
Cash and cash equivalents, end of the period	4,819,429	403,359

See accompanying notes to the condensed consolidated interim financial statements



CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

			in Canadian Dollars) (Unaudited)			
	Share	Capital	(Unaudited)	Reserv	ves	
Issued and outstanding:	Number of Shares	Share Capital	Equity Settled Employee Benefits	Broker warrants	Deficit	Total Equity
Balance as at January 01, 2023	87,339,097	56,705,608	2,683,106	475,371	(51,052,105)	8,811,980
Shares issued in private placement [note 9]	5,760,000	1,152,000	_,,.	-	-	1,152,000
Shares issued in flow-through private	-,,	, - ,				, - ,
placement [note 9]	1,900,002	456,000	-	-	-	456,000
Shares issued in charity flow-through private	, ,	,				,
placement [note 9]	2,875,000	1,193,125	-	-	-	1,193,125
Flow-through share premium	-	-	-	-	-	
Share issue costs	-	(173,885)	-	7,228	-	(166,657
Share-based payments [note 9]	-	-	387,739	-	(4,827,832)	(4,440,093
Flow-through share premium [note 9]	-	(694,125)	-	-	-	(694,125
Balance as at September 30, 2023	97,874,099	58,638,723	3,070,845	482,599	(55,879,937)	6,312,230
Balance as at December 31, 2023	130,874,099	62,462,233	3,234,523	482,599	(56,873,240)	9,306,11
Shares issued for mineral property [note 9]	3,333,333	400,000	-	-	-	400,000
Shares issued for mineral property [note 9]	1,190,476	125,000	-	-	-	125,000
Shares issued in private placement [note 9]	20,960,955	2,200,900	-	-	-	2,200,900
Shares issued in flow-through private						
placement [note 9]	1,400,000	175,000	-	-	-	175,000
Shares issued in charity flow-through private						
placement [note 9]	11,500,000	2,300,000	-	-	-	2,300,000
Share issue costs [note 9]	-	(127,863)	-	1,104	-	(126,759
Share-based payments [note 9]	-	-	282,610	-	-	282,610
Flow-through share premium [note 9]	-	(1,120,500)	-	-	-	(1,120,500
Loss and comprehensive loss for the year	-	-	-	-	(3,584,683)	(3,584,683
Balance as at September 30, 2024	169,258,863	66,414,770	3,517,133	483,703	(60,457,923)	9,957,683

See accompanying notes to the condensed consolidated interim financial statements



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

1. NATURE OF BUSINESS

Doré Copper Mining Corp. (the "Corporation" or "Doré"), was incorporated under the laws of Canada on April 11, 2017, and through its 100% owned subsidiary, CBay Minerals Inc. ("CBay") owns an interest in mineral properties located in Chibougamau, Quebec, for the purposes of exploration and evaluation. The Corporation's office is located at 130 King St. W., Suite 1900, Toronto, Ontario, M5X 1E3. The Corporation's common shares are listed on the Toronto Stock Venture Exchange ("TSX-V"), trading under the symbol "DCMC".

The Corporation, being in the exploration stage, is subject to risks and challenges similar to companies in a comparable stage of development. These risks include the challenges of securing adequate capital for exploration, development and operational risks inherent in the mining industry, global economic and metal price volatility and there is no assurance management will be successful in its endeavours. At September 30, 2024, the Corporation has no source of operating cash flows. The Corporation incurred a net loss of \$857,672 for the period ended September 30, 2023 (June 30, 2022 - \$1,287,374) and has accumulated a deficit of \$60,457,923 since the inception of the Corporation. As at September 30, 2023, the Corporation had a working capital deficit of \$2,879,156 (December 31, 2023 – working capital \$2,175,643) and the Corporation's ability to continue is dependent upon its ability to raise additional capital to continue the development of its mineral properties. During the nine month period ended September 30, 2023 - \$5,750,115). These events and conditions indicate there are material uncertainties that may cast significant doubt on the Corporation's ability to continue as a going concern.

The Corporation's continuance as a going concern is dependent upon its ability to obtain adequate financing or to reach profitable levels of operation. It is not possible to predict whether financing efforts will be successful or if the Corporation will attain a profitable level of operation. These financial statements do not include any adjustments to the carrying values of assets and liabilities and the reported expenses and statement of loss and comprehensive loss classification that would be necessary should the Corporation be unable to continue as a going concern. These adjustments could be material.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

Basis of Presentation

These unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2024 have been prepared in accordance with IAS 34 *Interim Financial Reporting*. The condensed consolidated interim financial statements do not include all of the information and disclosures required in the annual financial statements, and should be read in conjunction with the Corporation's annual financial statements as at December 31, 2023.

The unaudited condensed consolidated interim financial statements of the Corporation for the period ended September 30, 2024 were approved and authorized by the Board of Directors on November 21, 2024.

The accounting policies applied in the preparation of these unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in the Corporation's audited consolidated financial statements for the year ended December 31, 2023 and as discussed below.

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Corporation's assets and liabilities are accounted for prospectively. The critical judgments and estimates applied in the preparation of the Corporation's unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in Note 2 of the Corporation's audited consolidated financial statements for the year ended December 31, 2023 and as discussed below.



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

Basis of consolidation

The Corporation's condensed consolidated interim financial statements consolidate those of its 100% owned subsidiary, CBay Minerals Inc. All transactions and balances between the Corporation and its subsidiary are eliminated on consolidation, including unrealized gains and losses on transactions between the companies.

Significant accounting judgements, estimates and assumptions

In the application of the Corporation's accounting policies, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The preparation of these condensed consolidated interim financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The condensed consolidated interim financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed consolidated interim financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods. Significant judgements, estimates and assumptions include:

- valuation of the refundable mining duties credit and the refundable tax credit for resources. The calculation of the Corporation's mining duties credit and tax credit for resources necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until a notice of assessment and payment has been received from the relevant taxation authority. Uncertainties exist with respect to the interpretation of tax regulations, including the mining duties credit and the tax credit for resources for which certain expenditures could be disallowed by the taxation authorities in the calculation of credits, and the amount and timing of their collection. Differences arising between the actual results following the final resolution of some of these items and the assumptions made, or future changes to such assumptions, could necessitate adjustments to the mining duties credit and tax credit for resources and the exploration and evaluation expenses in future periods; and
- the provision for income taxes that is included in the consolidated statements of loss and comprehensive loss and composition of deferred income tax assets and liabilities included in the consolidated statements of financial position which have not yet been confirmed by the taxation authorities.

3. RECENT ACCOUNTING PRONOUNCEMENTS AND FUTURE CHANGES IN ACCOUNTING POLICIES

Recent accounting pronouncements adopted

IAS 1 - Classification of liabilities as current or non-current

In January 2020, the IASB issued amendments to IAS 1 - Presentation of Financial Statements to clarify that liabilities are classified as either current or non-current, depending on the existence of the substantive right at the end of the reporting period for an entity to defer settlement of the liability for at least twelve months after the reporting period. The amendments are effective 1 January, 2024 with early adoption permitted. The Corporation adopted IAS 1 amendments for these financing statements and there was no significant impact as a result of initial application.



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

New accounting standards and interpretations not yet adopted

The following is a listing of amendments, revisions and new International Financial Reporting Standards issued but not yet effective. The Corporation is currently assessing the impact of adopting the following standards on the financial statements, as described below:

- Amendments to IFRS 7 and IFRS 9 (effective on or after January 1, 2026) These proposed amendments require that a financial liability be derecognized on the 'settlement date' and introduced an accounting policy choice to derecognize financial liabilities settled using an electronic payment system before the settlement date.
- IFRS 18, Presentation and Disclosure in Financial Statements (effective on or after January 1, 2027) –
 This is a new standard on presentation and disclosure in financial statements with a focus on changes to
 the structure of the statement of profit or loss, required disclosures in the financial statements for
 management defined performance measures that are reported outside an entity's financial statements and
 enhanced principles on aggregation and disaggregation which apply to the primary financial statements
 and notes to the financial statements.

The Corporation has not early adopted any standard, interpretation or amendment that has been issued but are not yet effective as of September 30, 2024. Management is in a process of assessing the impact of these new pronouncements on the financial statements of the Corporation.

4. AMOUNTS RECEIVABLE

	September 30, 2024 \$	December 31, 2023 \$
Recoverable taxes (i)	108,056	159,001
Other receivables (ii)	-	2,723
	108,056	161,724

(i) Recoverable taxes include Canadian harmonized sales tax receivable and the Quebec sales tax receivable.

(ii) Other Receivables in the previous year included \$2,723 related to exploration work performed on the portion of the Gwillim property that is part of the agreement with Argonault Gold Inc. ("Argonaut") whereby the Corporation is reimbursed for 50% of the drilling costs, plus a 10% management fee.

5. EQUIPMENT

Cost

	Field equipment (\$)	Building improvements (\$)	Total (\$)
Balance, January 1, 2024	121,500	1,245,771	1,367,271
Assets acquired	10,596	-	10,596
Balance, September 30, 2024	132,096	1,245,771	1,377,867
Accumulated depreciation			
Balance, January 1, 2024	42,850	124,578	167,428
Depreciation for the period	15,825	46,716	62,541
Balance, September 30, 2024	58,675	171,294	229,969



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

Carrying amounts					
January 01, 2024 September 30, 2024					1,283,232 1,147,898
6. MINERAL PROPER	TIES				
Acquisition costs					
	Cedar Bay \$	Corner Bay \$	Other properties \$	September 30, 2024 \$	December 31, 2023 \$
CBay acquisition costs	2,075,500	3,592,529	262,600	5,930,629	5,930,629

Mineral property acquisitions and agreements

Chibougamau, Québec

Interest in Corner Bay / Cedar Bay and other properties through acquisition of CBay

The main assets include the Corner Bay deposit, the Cedar Bay past producing mine. Included in Other Properties are the Copper Rand past producing mine, the Devlin deposit, the Copper Rand mill and tailings management facility. Other deposits and various exploration targets are located on the Copper Rand property.

Corner Bay Claim Acquisition

On July 2, 2024, the Corporation closed on an agreement with SOQUEM to acquire a 56.41% interest in a group of contiguous claims (the "Claim Group") located immediately north and east of its Corner Bay copper project in the Chibougamau mining camp.

Upon execution of the Agreement, SOQUEM received (i) a cash payment of \$20,000 and (ii) 1,190,476 common shares of the Corporation, as a deemed price of \$0.105, totaling \$125,000. In addition, in the event that the Corporation completes a mineral resource estimate in accordance with NI 43-101 on the Claim Group, the Corporation will pay SOQUEM the sum of \$100,000. On commencement of commercial production (defined as greater than 200 tonnes per day for a consecutive period of seven days), the Corporation will pay SOQUEM the sum of \$250,000 and a 1% Net Smelter Return royalty (the "NSR") on the production of copper and gold. The Corporation will have the right, at any time prior to the commencement of commercial production, to purchase 50% of the NSR for \$500,000 and the other 50% for \$1,000,000.

Cornerback property (included in "other properties")

The Corporation completed the acquisition on May 6, 2021 and retains a 100% undivided interest in the Cornerback property, located in Québec.

Option agreement to acquire Joe Mann property

On January 2, 2020, the Corporation entered into an option agreement to acquire a 100% interest in the former Joe Mann gold mine ("Joe Mann") located in Québec. The Corporation entered into an option agreement with the owners of Joe Mann, Ressources Jessie Inc. ("Ressources Jessie") and Legault Metals Inc. ("Legault"), to acquire a 100% interest in Joe Mann on the following terms:



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

- A cash payment of \$1,000,000 to Ressources Jessie and 400,000 common shares of Doré ("Doré Shares") were issued to Legault at a deemed price of \$1.25 per share on January 2, 2020 (the "Joe Mann Effective Date") (paid in 2020).
- A cash payment of \$250,000 to Ressources Jessie and \$500,000 in Doré Shares to be issued to Legault on the first anniversary of the Joe Mann Effective Date (paid in 2021).
- A cash payment of \$1,000,000 to Ressources Jessie upon completion of 5,000 meters of drilling at Joe Mann or on the earlier of the second anniversary of the Joe Mann Effective Date or 18 months from the commencement of drilling (paid in 2021).
- A cash payment of \$500,000 to Ressources Jessie and \$500,000 in Doré Shares to be issued to Legault on the second anniversary of the Joe Mann Effective Date (cash paid and shares issued in 2022).
- A cash payment of \$1,500,000 to Ressources Jessie and \$1,000,000 in Doré Shares to be issued to Legault on the third anniversary of the Joe Mann Effective Date (see below regarding amendment and final payment).
- Spending \$2,500,000 in qualifying exploration expenditures before the third anniversary of the Joe Mann Effective Date (amended as below);
- A cash payment of \$1,000,000 to Ressources Jessie and \$1,500,000 in Doré Shares to be issued to Legault upon the commencement of commercial production at Joe Mann (amended as below).
- A 2% net smelter return royalty will be granted to Ressources Jessie and the Corporation will hold the option to buy back 1% for \$2,000,000 and buy back a further 0.5% for \$4,000,000.

On November 1, 2022 the Corporation entered into an amending agreement (the "Amending Agreement") with Ressource Jessie Inc. (the "Optionor") in respect of Joe Mann. Pursuant to the terms of the Amending Agreement, the Corporation has agreed to accelerate the final scheduled cash and share payments under the Option Agreement. The Corporation made the final scheduled cash payment of \$1,500,000 to Ressources Jessie in 2023 (thus fulfilling the scheduled cash payment obligations), and issued 3,333,333 common shares in the capital of the Corporation ("Common Shares") to Legault Metals Inc. ("Legault") at a deemed price of \$0.30 per Common Share for an aggregate value of \$1,000,000 upon acceptance of the TSX Venture Exchange (thus fulfilling all scheduled share payment obligations). The deadline for the Corporation to incur the remaining exploration expenditures on Joe Mann was also extended to February 28, 2023 (expenditure obligation fulfilled 2023).

Following the fulfillment of the scheduled cash and share payment obligations, Ressources Jessie commenced the transfer of Joe Mann to the Corporation. Upon exercise of the option, the Corporation granted to Ressources Jessie a 2% net smelter return ("NSR") royalty on the mine production from Joe Mann. The Corporation is entitled to buy back 1% NSR in consideration for a payment to Ressources Jessie of \$2,000,000 and to buy back an additional 0.5% NSR in consideration for a payment to Ressources Jessie of \$4,000,000.

Pursuant to the original terms of the Option Agreement, upon the commencement of commercial production at Joe Mann, Doré will make an additional \$1,000,000 cash payment to Ressources Jessie and issue \$1,500,000 in Common Shares to Legault.

Joe Mann SOQUEM JV Property

On January 22, 2024, the Corporation announced that it had exercised its right to acquire a 65% interest in certain claims subject to a joint venture with SOQUEM (the "Joe Mann SOQUEM JV Property"), which surround and are adjacent to the Corporation's 100% owned Joe Mann Property, pursuant to the Option Agreement dated January 2, 2020, as amended October 28, 2022, between the Corporation and Ressources Jessie. SOQUEM holds the remaining 35% interest in the Joe Mann SOQUEM JV Property.

In accordance with the terms of the Option Agreement, Ressources Jessie has transferred its 65% interest in the SOQUEM JV Property to the Corporation for \$300,000 in cash and 3,333,333 common shares of the Corporation at a deemed price of \$0.12 per common share, representing \$400,000 in common shares.



STATEMENTS (Stated in Canadian Dollars)

(Unaudited)

For the periods ending September 30, 2024 and 2023

7. CREDIT FACILITY

In 2023, the Corporation received a short-term working capital loan from Ocean Partners U.K. Ltd. (see note 11) in the amount of \$244,635. The facility was a bridge loan to cover working capital needs prior to the closing of the Rights Offering (see note 9), and beared an interest rate of 15% per annum with no collateral. The balance of \$250,706 was repaid in full on January 8, 2024.

8. CONTINGENT PROMISSORY NOTES

In 2019, the Corporation issued promissory notes to Ocean Partners Investments Limited, a related party, in the aggregate amount of \$7,500,000, plus accrued interest. These promissory notes are considered a financial liability under IFRS 9 and are initially measured at fair value with subsequent measurement at amortized cost. The obligations of the Corporation under the promissory notes are guaranteed by CBay, with such guarantee secured against the property and assets of CBay. Each of the promissory notes bears interest at a rate of 6% per annum, with \$1,000,000 maturing on the commencement of commercial production, \$2,000,000 maturing on the first anniversary of the commencement of commercial production, \$2,000,000 maturing on the second anniversary of the commencement of commercial production, and \$2,500,000 maturing on the third anniversary of the commencement of commercial production. The settlement of the obligation, both principal and interest, is contingent upon the timing of commencement of commercial production. Given the lack of certainty at this time as to whether the Corporation will reach the operational and economic milestones needed to achieve commercial production, and the estimated timeline to do so, the notes currently have nominal or no fair value. The accrued interest as at September 30, 2024 would be valued at \$2,456,875 (December 31, 2023 -\$2,095,0000). The Corporation reassesses the amount, timing and probability of future cash flows at each reporting period to determine any required adjustments to the amortized cost balance of \$Nil. As at September 30 2024, no adjustment has been made.

9. SHARE CAPITAL

i. Authorized

The Corporation is authorized to issue an unlimited number of common shares.

ii. Details of share issuances

Issued and outstanding:		# of shares	Share price (\$)
Opening balance, January 1, 2023		87,339,097	
Shares issued in chariity flow-throughprivate placement (final tranche)	(a)	5,760,000	0.42
Shares issued in flow-through private placement	(a)	1,900,002	0.24
Shares issued in relation to exercise of stock options	(a)	2,875,000	0.20
Balance, September 30, 2023		97,874,099	
Shares issued in rights offering	(b)	33,000,000	0.12
Balance, December 31 2023		130,874,099	
Shares issued for mineral property	(c)	3,333,333	0.12
Shares issued for mineral property	(d)	1,190,476	0.105
Shares issued in private placement	(e)	20,960,955	0.105
Shares issued in flow-through private placement	(e)	1,400,000	0.125
Shares issued in charity flow-through private placement	(e)	11,500,000	0.20
Balance, September 30, 2024		169,258,863	



STATEMENTS (Stated in Canadian Dollars)

(Unaudited)

For the periods ending September 30, 2024 and 2023

- (a) On June 6, 2023, the Corporation closed a non-brokered private placement of: (i) 5,760,000 common shares in the capital of the Corporation (the "Offered Common Shares") at a price of \$0.20 per Common Share for gross proceeds of \$1,152,000; (ii) 1,900,002 common shares in the capital of the Corporation that qualify as "flow-through shares" within the meaning of subsection 66(15) of the Income Tax Act (Canada) and section 359.1 of the Taxation Act (Québec) (the "Traditional Flow-Through Shares") at a price of \$0.24 per Traditional Flow-Through Share for gross proceeds of \$456,000; and (iii) 2,875,000 common shares in the capital of the Corporation that qualify as "flow-through shares" within the meaning of subsection 66(15) of the Income Tax Act (Canada) and section 359.1 of the Taxation Act (Québec) (the "Charitable Flow-Through Shares" and together with the Traditional Flow-Through Shares, the "Flow-Through Shares") at a price of \$0.415 per Charitable Flow-Through Share for gross proceeds of \$1,193,125, for aggregate gross proceeds to the Corporation of \$2,801,125 (collectively, the " June 2023 Offering"). The Corporation paid an aggregate of \$21,000 in cash finder's fees to the Finders. representing 6% of the gross proceeds of the Offered Common Shares and Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, and issued an aggregate of 91,500 nontransferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Offered Common Shares and Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of \$0.20 per Finder's Warrant Share until June 5, 2025. In addition, the Corporation also paid fees in the amount of approximately \$20,000 (plus applicable taxes) in respect of one subscription under the June 2023 Offering, and legal and other expense of \$126,147 (plus applicable taxes).
- (b) On December 29, 2023, the Corporation completed a rights offering (the "Rights Offering") to the holders of common shares in the capital of the Corporation ("Common Shares"), whereby the Corporation issued 33,000,000 Common Shares at a subscription price of \$0.12 per Common Share for aggregate gross proceeds of \$3,960,000. The Corporation paid approximately \$136,000 in legal and other expense related to the Rights Offering. As at December 31, 2023, there was \$1,085,804 held in trust with the transfer agent and the funds were released to the Corporation in January 2024.
- (c) On January 12, 2024 the Corporation fulfilled its obligations to acquire a 65% interest in certain claims subject to a joint venture with SOQUEM (the "Joe Mann SOQUEM JV Property"), which surround and are adjacent to the Corporation's 100% owned Joe Mann Property, pursuant to the Option Agreement dated January 2, 2020, as amended October 28, 2022, between the Corporation and Ressources Jessie. SOQUEM holds the remaining 35% interest in the SOQUEM JV Property.

In accordance with the terms of the Option Agreement, Ressources Jessie has transferred its 65% interest in the Joe Mann SOQUEM JV Property, to the Corporation for \$300,000 in cash and 3,333,333 common shares of the Corporation at a deemed price of \$0.12 per common share, representing \$400,000 in common shares. With this acquisition, the Corporation has a controlling interest in a contiguous group of claims totaling 6,209 ha surrounding the former high-grade Joe Mann gold mine.

(d) On July 2, 2024, the Corporation closed on an agreement with SOQUEM to acquire a 56.41% interest in a group of contiguous claims (the "Claim Group") located immediately north and east of its flagship high-grade Corner Bay copper project in the Chibougamau mining camp. The Claim Group totals 17 claims covering an area of 446 ha within Dore Copper's 100% owned Corner Bay-Devlin property (5,446 ha).

Upon execution of the Agreement, SOQUEM received (i) a cash payment of \$20,000 and (ii) 1,190,476 common shares of the Corporation, as a deemed price of \$0.105, totaling \$125,000, as consideration for the purchase of a 56.41% interest in the Claim Group. In addition, in the event that the Corporation completes a mineral resource estimate in accordance with NI 43-101 on the Claim Group, the Corporation will pay SOQUEM the sum of \$100,000. On commencement of commercial production (defined as greater than 200 tonnes per day for a consecutive period of seven days), the Corporation will pay SOQUEM the sum of \$250,000 and a 1% Net Smelter Return royalty (the "NSR") on the production of copper and gold.



STATEMENTS (Stated in Canadian Dollars)

(Unaudited)

For the periods ending September 30, 2024 and 2023

The Corporation will have the right, at any time prior to the commencement of commercial production, to purchase 50% of the NSR for \$500,000 and the other 50% for \$1,000,000.

(e) On September 26, 2024 the Corporation completed a non-brokered private placement offering, pursuant to which the Corporation sold an aggregate of: (i) 20,960,955 common shares in the capital of the Corporation (the "Common Shares") at a price of \$0.105 per Common Share for gross proceeds of approximately \$2,200,900; (ii) 1,400,000 common shares in the capital of the Corporation that will qualify as "flow-through shares" within the meaning of subsection 66(15) of the Income Tax Act (Canada) and section 359.1 of the Taxation Act (Québec) (the "Traditional Flow-Through Shares") at a price of \$0.125 per Traditional Flow-Through Share for gross proceeds of \$175,000; and (iii) 11,500,000 common shares in the capital of the Corporation that will qualify as "flow-through shares" within the meaning of subsection 36(15) of the Income Tax Act (Canada) and section 359.1 of the Corporation that will qualify as "flow-through shares" within the meaning of subsection 66(15) of the Income Tax Act (Canada) and section 359.1 of the Taxation Act (Québec) (the "Charitable Flow-Through Shares" within the meaning of subsection 66(15) of the Income Tax Act (Canada) and section 359.1 of the Taxation Act (Québec) (the "Charitable Flow-Through Shares" and together with the Traditional Flow-Through Shares, the "Flow-Through Shares") at a price of \$0.20 per Charitable Flow-Through Share for gross proceeds of \$2,300,000, for aggregate gross proceeds to the Corporation of approximately \$4,675,900 (collectively, the "Offering").

In connection with the Offering,, the Corporation paid an aggregate of \$3,000 in cash finder's fees to the Finders, representing 6% of the gross proceeds of the Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, and issued an aggregate of 24,000 non-transferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of \$0.105 per Finder's Warrant Share until September 26, 2026.

iii. Warrants

The following table reflects the continuity of warrants as at September 30, 2024:

Issued and outstanding:		# of share warrants	Weighted average exercise price	Fair value	Expiry date
Balance, January 1, 2023	(b)	45,660	0.68	16,529	
Expiry of broker warrants Broker warrants issued pursuant to June 2023 private placement	(a)	(45,660) 91,500	0.20	(16,529) 7,228	6/5/2025
Balance, December 31, 2023	(b)	91,500	-	7,228	
Broker warrants issued pursuant to September 26, 2024 private placement	(b)	24,000	-	1,104	9/26/2026
Balance, September 30, 2024		115,500	-	7,228	

(a) As additional consideration for services in connection with the closing of the June 2023 Offering, the Corporation issued an aggregate of 91,500 non-transferable warrants (the "Finder's Warrants") to purchase common shares in the capital of the Corporation (the "Finder's Warrant Shares") to the Finders, representing 6% of the Offered Common Shares and Traditional Flow-Through Shares that were sold to subscribers introduced by such parties, with each Finder's Warrant being exercisable for one Finder's Warrant Share at a price of \$0.20 per Finder's Warrant Share until June 5, 2025.

(b) Included in share purchase warrants is \$475,371 (2023 - \$458,842) of expired broker warrants.

(c) As additional consideration for services in connection with the closing of the non-brokered private placement on September 26, 2024, the Corporation issued the Agents non-transferable broker warrants of the Corporation ("Broker Warrants") equal to 6% of the aggregate number of Common Shares issued. Each Broker Warrant is exercisable to acquire one common share in the capital of the Corporation at an



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

exercise price of \$0.105 per share, expiring September 26, 2026.

For purposes of the broker warrants issued, the fair value of each warrant was estimated on the date of grant using the Black-Scholes option pricing model, with the following assumptions:

	2024	2023
Risk-free interest rate	2.9092%	4.2027%
Annualized volatility	78.62%	67.31%
Expected dividend	NIL	NIL
Expected option life	2 years	2 years

iv. Options

The Corporation has a share incentive plan (the "Plan") which is restricted to directors, officers, key employees and consultants of the Corporation. The number of common shares subject to options granted under the Plan (and under all other management options and employee stock purchase plans) is limited to 10% in the aggregate and 5% with respect to any one optionee of the number of issued and outstanding common shares of the Corporation at the date of the grant of the option. Options issued under the Plan may be exercised during a period determined by the Board of Directors which cannot exceed ten years.

The continuity of stock options issued and outstanding are as follow:

Issued and outstanding:	Options outstanding	Weighted average exercise price
Balance, January 1, 2023	4,872,000	0.69
Granted	275,000	0.29
Forfeited	(1,113,500)	0.59
Outstanding at June 30, 2023	4,034,000	0.67
Granted	1,125,000	0.22
Forfeited	(1,289,500)	0.62
Outstanding at December 31, 2023	4,709,000	0.60
Granted	4,290,000	0.10
Outstanding at September 30, 2024	8,999,000	0.36

During the period ended September 30, 2024, there were no options exercised (2023 - \$nil).

At September 30, 2024 the following options were outstanding and outstanding and exercisable:

	Outstanding		Outstanding	g and Exercisable
Weighted average exercise price	Options #	Weighted average remaining life (years)	Options #	Weighted average remaining life (years)
\$0.10 - \$0.50	6,390,000	4.06	2,865,000	4.06
\$0.51 - \$0.81	1,529,500	1.66	1,263,667	1.66
\$0.96 - \$1.10	1,079,500	1.54	1,079,500	1.54
	8,999,000	2.42	5,208,167	2.42

Total vested options at September 30, 2024 were 5,208,167 with a weighted average exercise price of \$0.47 (2,545,833 at December 31, 2023 with a weighted average exercise price of \$0.64). The options generally vest equally over three years from the date of grant.

The Corporation applies the fair value method of accounting for all stock based compensation awards.



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

For purposes of the options granted, the fair value of each option was estimated on the date of grant using the Black-Scholes option pricing model, with the following assumptions:

	September 30, December 31,		
	2024	2023	
Risk-free interest rate	2.6412%-3.6314% 2.726	3% - 3.674%	
Annualized volatility**	68.98%-71.49% 81.70% - 84.88%		
Expected dividend	NIL	NIL	
Expected option life	5 years	3-5 years	
Expected forfeiture rate	6.59%	6.59%	

** For periods prior to December 31, 2023, volatility based on similar publicly traded companies.

v. Restricted Share Unit Plan and Deferred Share Unit Plan

The Corporation's equity incentive plan authorizes the grant of Restricted Share Units ("RSU's") under the plan to directors, officers and employees or Deferred Share Units ("DSU's") under the plan to directors alone. A vested RSU represents the right to receive one common share of the Corporation. A vested DSU represents the right to receive one common share of the Corporation upon the date the participant director ceases to be a director of the Corporation. It is the Corporation's intention that all RSU's and DSU's shall be settled through the issuance of common shares from treasury by the Corporation, and as such, the value of outstanding RSU's and DSU's is included in share-based payment reserve within equity.

During the period ended September 30, 2024 there were 400,000 DSU's granted, vesting equially over a threeyear period beginning April 18, 2024 (year ended December 31, 2023 - 150,000 vesting equally over a threeyear period beginning May 12, 2024). At September 30, 2024 the Corporation has a total 700,000 DSU's outstanding, of which 333,333 have vested. The Corporation estimated a forfeiture rate of nil% for DSUs issued during the period.

vi. Share-based payments

	Nine months ended September 30,		
	2024		2023
Stock option valuation DSU valuation	259,264 23,346		293,488 8,192
	\$ 259,264	\$	301,680
	Three months ended September 30,		
	2024		2023
Stock option valuation DSU valuation	\$ 50,920 5,531	\$	147,695 8,192
	\$ 56,451	\$	155,887



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

10. LOSS PER SHARE

The basic loss per share is computed by dividing the loss for the period by the weighted average number of common shares outstanding during the period. Fully diluted loss per share is the same as basic loss per share. The effect of common share purchase options and warrants on the net loss is not reflected as to do so would be anti-dilutive.

Nine months ended September 30,

· ·	2024	2023
Numerator:		
Net loss	\$ (3,584,683)	\$ (4,827,832)
Denominator:		
Weighted average number of common shares	134,946,799	88,736,003
Weighted average loss per share	\$ (0.03)	\$ (0.05)
Three months ended September 30,	2024	2023
Numerator:		
Net loss	\$ (819,601)	\$ (1,218,618)
Denominator:		
Weighted average number of common shares	135,092,785	86,694,584
Weighted average loss per share	\$ (0.01)	\$ (0.01)

11. RELATED PARTIES

The Corporation's related parties include management personnel and entities over which they have control or significant influence as described below.

Nature of transactions

Halstone Corporate Services	Accounting, IT and management services
EDM Mining and Metals Advisory	Consulting and management services
Ocean Partners Investments Limited	Credit Facility

Unless otherwise stated, none of the transactions incorporate special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash; however, in certain circumstances the Corporation may issue some form of equity.

The following are the related party transactions, recorded at the exchange amount as agreed to by the parties for the three and nine months ended September 30, 2024 and 2023, respectively:

- (a) Included in general and administrative expenses are amounts totaling \$31,500 and \$94,500 (2023 - \$31,830 and \$113,959) for accounting, IT and management services provided by Halstone Corporate Services, a company related to the Corporation through Gavin Nelson, CFO of Doré, and an officer of Halstone.
- (b) Included in consulting expenses are amounts totaling \$50,001 and \$150,002 (2023 -\$150,001 and \$200,002) for management services paid to EDM Mining & Metals Advisory, a company related to the Corporation through Ernest Mast, President and CEO of the Corporation, as well as EDM.
- (c) During the year ended December 31, 2023, the Corporation received a short-term credit facility (see note 7), from Ocean Partners U.K. Limited, a company related to the Corporation through Brent Omland, Director of Doré, and an officer of Ocean Partners U.K. Ltd. The



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

balance the fair value of the facility has been determined to be \$250,706 was repaid in full on January 8, 2024.

Key management personnel remuneration includes the following amounts:

	2024 \$	2023 \$
Salary, wages and consulting fees	334,500	167,500
Share-based payments	291,658	110,254
	626,158	277,754

12. COMMITMENTS

Flow-through renunciation

On June 6, 2023, the Corporation completed flow-through financings to raise \$1,649,125. The Corporation renounced 100% of the flow-through raised in 2023 to investors as at December 31, 2023. The Corporation had until February 1, 2024 to incur expenditures before monthly interest charges began to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the \$1,649,125 in flow-through financing raised in the June 6, 2023 financings, the Corporation has incurred \$1,649,125 in exploration expenses, and thus has fulfiled its obligation in relation to these renounced expenditures..

On September 26, 2024, the Corporation completed flow-through financings to raise \$2,475,000. The Corporation intends to renounce 100% of the flow-through raised in 2024 to investors as at December 31, 2024. The Corporation has until February 1, 2025 to incur expenditures before monthly interest charges began to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the \$2,475,000 in flow-through financing raised in the September 26, 2024 financings, the Corporation has incurred \$103,108 in exploration expenses, and thus must incur expenses of \$2,371,892 by December 31, 2025, to fulfil its obligation in relation to these renounced expenditures.

13. FINANCIAL INSTRUMENTS AND RELATED RISKS

The Corporation's operations include the acquisition and exploration of mineral properties in Canada. The Corporation examines the various financial risks to which it is exposed and assesses the impact and likelihood of occurrence. These risks may include credit risk, liquidity risk, currency risk, interest rate risk and other risks. Where material, these risks are reviewed and monitored by the Board of Directors.

[a] Credit risk

Counterparty credit risk is the risk that the financial benefits of contracts with a specific counterparty will be lost if a counterparty defaults on its obligations under the contract. This includes any cash amounts owed to the Corporation by those counterparties, less any amounts owed to the counterparty by the Corporation where a legal right of off-set exists and also includes the fair values of contracts with individual counterparties which are recorded in the financial statements.

i) Trade credit risk

The Corporation is in the exploration stage and has not yet commenced commercial production or sales. Therefore, the Corporation is not exposed to significant credit risk and overall the Corporation's credit risk has not changed significantly from the prior year.

ii) Cash and cash equivalents



STATEMENTS (Stated in Canadian Dollars)

(Unaudited)

For the periods ending September 30, 2024 and 2023

In order to manage credit and liquidity risk the Corporation invests only in highly rated investment grade instruments that have maturities of three months or less and are cashable at any time. Limits are also established based on the type of investment, the counterparty and the credit rate.

iii) Derivative financial instruments

As at September 30, 2024, the Corporation has no derivative financial instruments. It may in the future enter into derivative financial instruments in order to manage credit risk, it will only enter into derivative financial instruments with highly rated investment grade counterparties.

[b] Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through the management of its capital structure.

Accounts payable and accrued liabilities are due within the current operating period.

[c] Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Corporation will realize a significant loss as a result of a decline in the fair market value is limited as the Corporation holds all of its funds in cash and guaranteed investment certificates.

The Corporation does not invest in derivatives to mitigate these risks.

IFRS 13 establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

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

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

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

14. MANAGEMENT OF CAPITAL RISK

The Corporation manages its common shares and stock options as capital, the balance of which is \$69,931,903 at September 30, 2024 (December 31, 2023 - \$65,696,756). The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going-concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares and, acquire or dispose of assets or acquire new debt.



STATEMENTS

(Stated in Canadian Dollars) (Unaudited)

For the periods ending September 30, 2024 and 2023

15. SUBSEQUENT EVENTS

Plan of Arrangement

On October 14, 2024, Doré entered into an arrangement agreement (the "Arrangement Agreement") with Cygnus Metals Limited ("Cygnus") and 1505901 B.C. Ltd., a wholly-owned subsidiary of Cygnus (the "Purchaser"), to combine the businesses of Doré and Cygnus in a merger of equals transaction, pursuant to which the Purchaser has agreed, subject to the terms and conditions thereof, to acquire all of the issued and outstanding common shares of Doré (the "Doré Copper Shares") by way of a court approved plan of arrangement under Section 192 of the *Canada Business Corporation Act* (the "Arrangement").

Pursuant to the terms and conditions of the Arrangement Agreement, holders of Doré Copper Shares ("Doré Copper Shareholders") will be entitled to receive 1.8297 fully paid ordinary shares of Cygnus ("Cygnus Shares") for each Doré Copper Share (the "Exchange Ratio") held immediately prior to the effective time of the Arrangement (the "Effective Time"), implying a consideration of \$0.141 per Doré Copper Share (based on the Exchange Ratio multiplied by the closing price of Cygnus Shares on the Australian Stock Exchange of A\$ 0.083 on October 11, 2024, and converted to C\$0.077 using AUD/CAD exchange rate of 0.9277). In addition, (i) all outstanding stock options of Doré immediately prior to the Effective Time shall be exchanged for replacement options of Cygnus and exercisable to acquire such number of Cygnus Shares at such exercise price in accordance with the Exchange Ratio, (ii) all outstanding deferred share units of Doré immediately prior to the Effective Time (whether vested or unvested) will be deemed to have been unconditionally vested and immediately redeemed and cancelled in consideration for Doré Copper Shares prior to the exchange for Cygnus Shares; and (iii) all outstanding warrants of Doré will be adjusted in accordance with their terms and become exercisable, based on the Exchange Ratio, to purchase Cygnus Shares on substantially the same terms and conditions.

The Arrangement will be effected by way of a court-approved plan of arrangement under the *Canada Business Corporations Act* and will require the approval of (a) at least $66^{2/3}$ % of the votes cast by Doré Copper Shareholders, and (b) a simple majority of the votes cast by Doré Copper Shareholders, excluding the votes cast by certain interested or related parties or joint actors of Doré in accordance with the minority approval requirements of Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special *Transactions*, in each case, voting in person or represented by proxy at a special meeting of Doré Copper Shareholders to consider the Arrangement scheduled to be held on December 16, 2024 (the "Doré Copper Meeting").

Completion of the Arrangement is subject to customary conditions, including, among others, court approval, regulatory approval and Doré Copper Shareholder approval. In addition to customary closing conditions, the Arrangement is also subject to the receipt of conditional approval of the TSX Venture Exchange for the listing of the Cygnus Shares.

Subject to the satisfaction (or waiver) of all conditions to closing set out in the Arrangement Agreement, it is anticipated that the Arrangement will be completed in December 2024.

In connection with the Arrangement, Cygnus intends to complete an equity raise of Cygnus Shares for aggregate gross proceeds of up to a maximum of A\$11 million (with a minimum of A\$5 million) (the "Cygnus Equity Raise") to be funded through an institutional placement by Cygnus. The net proceeds of the Cygnus Equity Raise are expected to be used for, among other things, advancing the Chibougamau project (assuming the Arrangement is completed) and Cygnus' James Bay lithium projects. On October 16, 2024, Cygnus announced that it had received commitments from institutional and sophisticated investors to raise A\$11.0 million (before costs) through the issue of 152,777,778 Cygnus Shares at an issue price of A\$0.072 per Cygnus Share.

Further details regarding the terms of the Arrangement are set out in the Arrangement Agreement, which is



STATEMENTS (Stated in Canadian Dollars)

(Unaudited)

For the periods ending September 30, 2024 and 2023

available on SEDAR+ at under Doré's issuer profile. Additional information regarding the Arrangement is included in the management information circular of Doré dated November 13, 2024 prepared in connection with the Doré Copper Meeting, which is also available on SEDAR+ at under Doré's issuer profile.

Shares issued in respect of exercise of options and cancellation of options

On October 30, 2024 the Corporation issued 55,000 common shares in respect of the exercise of stock options. Additionally, 200,000 options were forfeited as per the terms of the omnibus share-based compensation plan.