



**NGEX MINERALS LTD.**

**2024 FIRST QUARTER REPORT**

**Management's Discussion and Analysis  
and  
Condensed Interim Consolidated Financial Statements**

**For the Three Months Ended March 31, 2024  
(UNAUDITED)**

**NGEX MINERALS LTD.**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS**  
**THREE MONTHS ENDED MARCH 31, 2024**  
**(Amounts in Canadian Dollars unless otherwise indicated)**

The following management's discussion and analysis ("MD&A") of NGEx Minerals Ltd. ("NGEx Minerals" or the "Company") should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three months ended March 31, 2024, and related notes therein. The financial information in this MD&A is reported in Canadian dollars unless otherwise indicated and is derived from the Company's condensed interim consolidated financial statements prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). The effective date of this MD&A is May 13, 2024. Additional information about the Company and its business activities is available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) and the Company's website [www.ngexminerals.com](http://www.ngexminerals.com).

Some of the statements in this MD&A are forward-looking statements that are subject to risk factors set out in the cautionary note contained herein.

## **CORE BUSINESS**

NGEx Minerals is a mineral exploration company with copper-gold and gold exploration projects in Argentina and Chile. The Company's strategy is to create value for its shareholders through prudent management and deployment of its capital resources, by expanding and increasing the quality of its mineral resources through successful exploration and acquisitions, and by advancing engineering and other studies that are required to prepare its projects for eventual development by the Company, in collaboration with its partners, as applicable, or by third parties. The overall objective is to position the Company as a top tier mineral exploration-development investment opportunity.

The Company has a strong management team and board with extensive experience in the resource sector, particularly in Chile and Argentina. The board and management team have an appropriate mix of geological, engineering, financial, and business skills to advance the Company's projects and to generate value for its shareholders.

The Company's common shares trade on the Toronto Stock Exchange under the symbol "NGEX", and on the OTCQX under the symbol "NGXXF".

### ***Los Helados***

The Company's most advanced asset is its Los Helados copper-gold deposit, located in Region III of Chile ("Los Helados", the "Los Helados Property" or the "Los Helados Project"). The Company is the majority (approximately 69%) partner and operator of the Los Helados Project, which is subject to a Joint Exploration Agreement (the "JEA") with its partner (approximately 31%), Nippon Caserones Resources LLC ("NCR"). NCR is a subsidiary of JX Metals Corporation, a Tokyo-based mining and smelting company that also has an indirect 49% ownership interest in the Caserones Mine, located approximately 17km from Los Helados. The remaining 51% controlling interest in the Caserones Mine is held by Lundin Mining Corporation.

The total area of the Los Helados Property legal tenure is 31,428 hectares, all of which is subject to the JEA. While the Los Helados concessions are not subject to royalties, back-in rights, or other obligations in favour of third parties, pursuant to the terms of the JEA, a party's interest is automatically converted to a 0.5% net smelter return ("NSR") royalty if it is diluted to below 5%. In addition to a specific tax on mining activities, the Chilean government also levies royalties in the form of a mining tax on dividends paid by a Chilean mining company.

The Company's most recent Mineral Resource Estimate for the Los Helados Project is summarized in the following table, which has an effective date of October 31, 2023. The Company's Mineral Resources as reported in this MD&A have been prepared in accordance with the CIM Definition Standards that are incorporated by reference in NI 43-101.

In this MD&A, Mineral Resources may be referred to interchangeably as “Mineral Resource Estimates” or “Mineral Resource Estimations”.

<b>Los Helados Mineral Resources (0.33% CuEq Cutoff)</b>								
	<b>Tonnage</b>	<b>Resource Grade</b>				<b>Contained Metal</b>		
<b>Class</b>	<b>(billion tonnes)</b>	<b>Cu (%)</b>	<b>Au (g/t)</b>	<b>Ag (g/t)</b>	<b>CuEq (%)</b>	<b>Cu (billion lbs)</b>	<b>Au (million oz)</b>	<b>Ag (million oz)</b>
Indicated	2.08	0.40	0.15	1.5	0.51	18.4	10.2	97.5
Inferred	1.08	0.34	0.10	1.5	0.42	8.2	3.6	50.2

The key assumptions, parameters, and methods used to develop these Mineral Resource Estimates are contained in the 43-101 technical report entitled “*Technical Report on the Los Helados and Lunahuasi Projects, Chile and Argentina*”, dated December 13, 2023 (the “Technical Report”), prepared by Luke Evans, M.Sc., P.Eng., SLR Consulting (Canada) Ltd., and Giovanni Di-Prisco, Ph.D., P.Geol., Terra Mineralogical Services Inc. This report is available on the Company’s website at [www.ngexminerals.com](http://www.ngexminerals.com) or under the Company’s profile at [www.sedarplus.ca](http://www.sedarplus.ca).

### ***Lunahuasi***

The Company owns a 100% interest in the Lunahuasi project, a high-grade copper-gold-silver deposit located in San Juan Province, Argentina (“Lunahuasi” or the “Lunahuasi Project”), which is the most recent major deposit discovered in the emerging Vicuña District, which also hosts the Caserones Mine, the Josemaria deposit, the Filo del Sol deposit, and the Company’s Los Helados Project. Drilling at Lunahuasi has discovered a significant new zone of high-grade copper, gold and silver mineralization, which includes some of the highest copper grades drilled to date in the Vicuña District and intersected globally in recent years. Follow-up drilling completed during the 2023-2024 field program has demonstrated the significant size potential of the initially discovered high-grade copper-gold-silver veins and confirmed the presence of longer intercepts of high-grade stockwork mineralization. Both styles of mineralization are interpreted to be indicative of a nearby porphyry copper-gold system and following up on these initial findings will continue to be a focus for the Company moving forward.

The Lunahuasi Project, as currently defined, is located on the Nacimiento I concession. The Nacimiento I concession was subject to a 3% NSR royalty, held by Filo Corp. (“Filo”), a related party by way of directors, officers and shareholders in common. The Company had a right to buy back two thirds of the royalty (i.e. a 2% NSR royalty) and on May 13, 2024, the Company exercised that right for cash consideration totaling US\$ 1.5 million, reducing Filo’s NSR royalty on Lunahuasi to 1%.

The Nacimiento I concession is also subject to an additional third-party NSR royalty of 0.5% covering the first 10 years of production. The same third party is also entitled to a one-time payment of US\$ 2.0 million upon commencement of production at Nacimiento I.

## **Q1 2024 OPERATING HIGHLIGHTS AND OUTLOOK**

### ***NGEx Successfully Concludes 2023-2024 Follow-up Program at Lunahuasi; Demonstrating Size Potential of High-grade Mineralization***

During the three months ended March 31, 2024, the Company’s primary operational focus was the execution of a drill campaign at Lunahuasi to follow up on the high-grade copper-gold-silver mineralization discovered at the project in early 2023 (the “2023-2024 Lunahuasi Program”). The 2023-2024 Lunahuasi Program began in October 2023, ramped up to four rigs by November 2023, and has been wound down in April 2024 with the arrival of winter weather conditions at the project.

During the 2023-2024 Lunahuasi Program, the Company completed 12,952 metres of drilling in 15 holes, and as of the date of this MD&A assay results from the first nine holes have released, successfully confirming continuity of the system's high-grade mineralization and illustrating its size potential. The 2023-2024 Lunahuasi Program has also led to the identification of two distinct styles of porphyry-related mineralization at Lunahuasi:

- 1) Copper-gold-silver veins with elevated grades, such as those intercepted by the 2023 Lunahuasi discovery hole, DPDH002, with 60 metres at 7.52% copper equivalent ("CuEq") (5.65% Cu, 2.04 g/t Au, 44.0 g/t Ag) and hole DPDH014 of the 2023-2024 Lunahuasi Program, which intersected 23 metres at 23.02% CuEq (14.68% Cu, 9.95 g/t Au, 123.1 g/t Ag); and
- 2) Longer intercepts of high-grade stockwork mineralization as intersected in several holes, including:
  - DPDH010: 460.9 metres at 1.09% CuEq (0.64% Cu, 0.35 g/t Au, 22.2 g.t Ag),
  - DPDH013: 509.4 metres at 1.33% CuEq (0.75% Cu, 0.55 g/t Au, 19.6 g/t Ag),
  - DPDH015: 328.0 metres at 1.10% CuEq (0.73% Cu, 0.30 g/t Au, 16.4 g/t Ag),
  - DPDH016: 179.6 metres at 1.24% CuEq (0.81% Cu, 0.38 g/t Au, 17.8 g/t Ag), and
  - DPDH018: 429.4 metres at 2.31% CuEq (1.41% Cu, 0.67 g/t Au, 46.6 g/t Ag).

The presence of both styles of mineralization is consistent with the Company's current geological interpretation that drilling has intersected the peripheral parts of a porphyry copper-gold system at Lunahuasi. The grades and thickness of the mineralization observed within drill holes are positive indicators of the strength and potential of the system that is thought to be the source of these high-grade structures.

Composited intervals from the first nine holes of the 2023-2024 Lunahuasi Program, for which assays have been released during the three months ended March 31, 2024 and the subsequent period thereto, are summarized as follows:

Hole ID	From (m)	To (m)	Length (m)	Estimated True Width <sup>1</sup> (m)	Cu (%)	Au (g/t)	Ag (g/t)	CuEq <sup>2</sup> (%)
DPDH009	144.0	272.3	128.3	70.6	2.01	2.07	57.0	4.01
incl.	144.0	206.0	62.0	34.1	3.75	3.43	83.2	6.98
incl.	168.9	195.0	26.1	14.4	7.53	5.83	178.6	13.36
incl.	171.8	176.3	4.5	2.5	7.00	9.80	480.5	18.37
incl.	188.5	195.0	6.5	3.6	17.19	8.71	279.0	26.00
plus	324.0	330.0	6.0	3.3	0.60	4.13	62.0	4.16
plus	511.7	522.0	10.3	5.7	1.51	0.55	37.4	2.24
incl.	516.0	520.0	4.0	2.2	2.48	1.01	63.5	3.78
DPDH010	121.5	125.2	3.7	2.3	3.59	6.09	85.9	8.79
plus	157.0	164.5	7.5	4.7	0.98	0.68	31.3	1.75
plus	192.0	294.0	102.0	64.3	2.45	1.71	97.3	4.56
incl.	192.0	198.3	6.3	3.9	2.22	1.63	69.0	4.02
and incl.	204.0	211.0	7.0	4.4	3.40	1.64	56.7	5.10
and incl.	226.0	288.6	62.6	39.4	3.10	2.09	138.3	5.84
incl.	232.0	241.4	9.4	5.9	4.86	4.49	450.2	12.10
and incl.	271.0	288.6	17.6	11.1	5.31	2.05	165.2	8.26
incl.	282.2	286.4	4.2	2.6	12.12	4.33	503.4	19.70
plus	355.3	358.8	3.5	2.2	4.97	6.07	55.6	9.88
plus	490.0	500.0	10.0	6.3	2.34	1.13	29.4	3.42
plus	609.3	1,070.2	460.9	290.4	0.64	0.35	22.2	1.09

incl.	609.3	613.8	4.5	2.8	5.97	11.21	1,341.2	25.95
and incl.	720.5	725.0	4.5	2.8	3.48	0.41	15.2	3.92
and incl.	764.5	766.3	1.9	1.2	9.79	0.68	32.0	10.57
and incl.	834.3	840.0	5.8	3.6	5.04	1.00	119.0	6.81
DPDH011	168.0	182.0	14.0	7.0	0.28	1.17	7.0	1.19
plus	330.0	376.0	46.0	23.0	0.81	1.50	16.9	2.06
incl.	330.0	340.0	10.0	5.0	1.95	1.63	31.6	3.42
DPDH012	59.0	240.0	181.0	74.2	0.25	0.59	4.8	0.72
incl.	59.0	62.0	3.0	1.2	2.62	0.35	45.0	3.27
and incl.	136.0	169.8	33.8	13.8	0.34	0.92	7.6	1.08
and incl.	194.0	206.0	12.0	4.9	0.41	3.82	3.8	3.23
incl.	196.0	198.0	2.0	0.8	0.65	16.80	7.0	12.96
plus	460.7	485.7	25.0	10.5	1.50	0.97	24.9	2.43
incl.	470.3	471.2	0.9	0.4	11.49	1.84	135.0	14.01
incl.	479.2	485.7	6.5	2.7	3.14	3.03	43.4	5.73
plus	560.7	566.0	5.3	2.3	2.28	0.87	13.5	3.03
DPDH013	162.0	186.0	24.0	10.3	0.94	1.35	15.4	2.06
incl.	162.0	168.0	6.0	2.6	3.11	2.88	47.0	5.62
plus	256.0	466.2	210.2	94.6	0.35	0.53	6.1	0.79
incl.	371.0	398.0	27.0	11.6	0.79	1.51	11.6	1.99
incl.	371.0	374.0	3.0	1.3	1.16	9.36	44.6	8.38
and incl.	395.0	397.0	2.0	0.9	4.22	1.45	26.0	5.50
plus	524.0	1,033.4	509.4	254.7	0.75	0.55	19.6	1.33
incl.	607.0	608.0	1.0	0.4	3.80	13.05	60.0	13.85
and incl.	634.2	639.3	5.1	2.2	2.41	1.11	43.1	3.60
and incl.	666.0	737.9	71.9	31.6	1.18	1.59	46.2	2.75
incl.	692.8	700.0	7.2	3.2	3.38	7.38	222.9	10.73
incl.	726.2	734.9	8.7	3.8	4.57	3.08	112.5	7.80
and incl.	778.0	837.0	59.0	26.0	0.78	0.93	49.6	1.89
incl.	784.0	790.0	6.0	2.6	0.73	2.61	160.7	4.05
incl.	827.0	832.0	5.0	2.2	3.72	1.50	81.4	5.53
and incl.	885.7	918.0	32.3	16.2	1.61	0.39	26.2	2.13
incl.	885.7	894.0	8.3	3.7	4.01	0.75	36.8	4.88
and incl.	939.0	996.7	57.7	28.9	1.63	0.32	19.1	2.03
incl.	946.0	949.0	3.0	1.5	2.98	0.26	24.7	3.39
incl.	961.1	966.2	5.1	2.6	4.62	0.37	39.8	5.24
incl.	974.8	976.1	1.3	0.7	8.22	3.03	47.0	10.84
DPDH014	60.0	75.0	15.0	7.7	1.68	0.65	49.0	2.58
plus	166.0	350.2	184.2	93.9	2.85	2.15	22.3	4.61
incl.	171.2	243.0	71.9	36.6	5.79	4.7	46.9	9.63
incl.	171.2	175.0	3.8	2.0	6.51	12.08	39.9	15.67
and incl.	193.0	196.0	3.0	1.5	9.16	2.76	58.5	11.69
and incl.	220.0	243.0	23.0	11.7	14.68	9.95	123.1	23.02
incl.	231.7	241.1	9.4	4.8	27.68	14.13	242.4	40.12
plus	502.6	504.6	2.0	1.0	10.41	1.79	47.0	12.12
plus	533.0	960.0	427.0	217.8	0.76	0.29	13.5	1.09
incl.	533.0	561.0	28.0	14.3	3.00	1.87	122.4	5.44

incl.	631.9	634.1	2.2	1.1	5.36	0.97	94.0	6.89
incl.	722.4	733.3	10.9	5.6	2.99	1.76	12.5	4.39
incl.	884.0	886.6	2.6	1.3	2.62	0.82	116.2	4.24
incl.	953.6	960.0	6.4	3.3	7.42	0.72	98.4	8.82
DPDH015	99.0	210.0	111.0	63.3	0.56	0.43	14.1	1.00
incl.	120.0	155.0	35.0	20.0	1.36	0.84	30.2	2.24
incl.	137.5	142.3	4.8	2.7	2.21	0.64	37.2	3.01
incl.	146.2	153.9	7.7	4.4	3.46	2.02	72.4	5.57
and incl.	457.0	496.0	39.0	23.4	0.58	0.70	12.3	1.21
incl.	488.5	489.6	1.1	0.6	2.63	8.77	80.0	9.73
plus	556.0	884.0	328.0	196.8	0.73	0.30	16.4	1.10
incl.	574.2	625.0	50.8	29.5	0.65	0.71	63.8	1.73
incl.	602.0	603.0	1.0	0.6	0.50	4.61	1,450.0	16.62
incl.	609.1	612.0	2.9	1.7	2.53	1.28	83.3	4.19
incl.	617.5	620.8	3.3	1.9	3.88	1.52	97.7	5.84
and incl.	691.5	751.0	59.5	36.3	0.71	0.28	12.9	1.03
and incl.	802.0	880.3	78.3	51.7	1.71	0.33	11.5	2.05
incl.	827.9	830.2	2.3	1.5	10.46	1.07	62.5	11.79
incl.	844.9	847.0	2.1	1.4	4.44	0.76	23.6	5.20
incl.	874.0	878.0	4.0	2.6	3.92	0.31	20.5	4.33
DPDH016	230.0	343.0	113.0	76.8	0.34	0.87	5.6	1.03
incl.	256.0	299.0	43.0	28.8	0.17	1.59	3.9	1.37
incl.	274.0	276.0	2.0	1.3	0.85	29.76	14.0	22.67
incl.	329.4	330.5	1.1	0.8	9.75	2.25	113.0	12.39
and incl.	397.1	398.3	1.2	0.9	4.58	3.73	40.0	7.65
and incl.	430.2	432.4	2.2	1.7	5.76	1.16	62.5	7.16
and incl.	479.3	480.0	0.7	0.6	15.30	12.80	92.0	25.44
plus	587.4	767.0	179.6	147.3	0.81	0.38	17.8	1.24
incl.	660.7	662.0	1.3	1.1	7.24	3.33	128.0	10.79
and incl.	696.0	718.1	22.1	18.1	2.45	0.76	40.3	3.36
incl.	698.8	701.9	3.1	2.5	6.20	1.82	150.1	8.85
incl.	708.5	710.3	1.8	1.5	12.61	3.49	119.0	16.20
plus	730.0	746.1	16.1	13.2	2.76	1.44	81.0	4.53
incl.	732.8	745.0	12.2	10.1	3.36	1.67	102.5	5.48
DPDH018	171.6	177.7	6.1	4.1	0.74	1.46	155.0	3.17
plus	301.4	419.0	117.6	78.8	0.54	0.52	7.5	0.99
incl.	413.3	419.0	5.7	3.8	7.32	3.67	44.0	10.38
plus	461.0	475.0	14.0	9.4	4.33	1.63	32.5	5.80
plus	506.0	516.5	10.5	7.0	1.13	0.91	15.3	1.92
plus	738.0	1,167.4	429.4	300.6	1.41	0.67	46.6	2.31
incl.	741.3	844.0	102.7	71.9	1.89	1.43	150.6	4.26
incl.	741.3	742.9	1.6	1.1	10.65	3.93	151.8	14.84
and incl.	752.0	753.6	1.6	1.1	2.64	2.46	443.0	8.34
and incl.	787.5	841.1	53.6	37.5	2.69	2.21	247.9	6.48
incl.	827.9	841.1	13.2	9.2	6.08	5.96	661.6	16.24
and incl.	896.4	899.5	3.1	2.2	12.57	4.43	83.8	16.54
and incl.	951.1	956.8	5.7	4.0	4.42	0.72	32.4	5.23

and incl.	971.0	973.4	2.4	1.7	4.45	2.46	192.2	7.94
and incl.	1,034.0	1,048.0	14.0	9.9	2.59	1.93	31.5	4.27
and incl.	1,125.2	1,162.9	37.7	26.7	3.26	0.73	29.5	4.05
incl.	1,142.0	1,153.0	11.0	7.8	6.51	1.36	63.5	8.06
incl.	1,159.4	1,162.9	3.5	2.5	8.89	1.30	53.4	10.31

<sup>1</sup> True widths are estimated based on a preliminary geological interpretation and are subject to change as more information is acquired and the geological interpretation is refined.

<sup>2</sup> CuEq for drill intersections is calculated based on US\$ 3.00/lb Cu, US\$ 1,500/oz Au and US\$ 18/oz Ag, with 80% metallurgical recoveries assumed for all metals. The formula is:  $CuEq \% = Cu \% + (0.7292 * Au \text{ g/t}) + (0.0088 * Ag \text{ g/t})$ .

With drilling complete for the season, the Company has now accomplished a safe and orderly demobilization of equipment and personnel from the field, and is focused on expediting the remaining 5,309 metres of core from holes DPDH017, and DPDH019 through DPDH023 through laboratory assay. The remaining assay results will be released once received, analyzed and confirmed by the Company. In addition, the Company will look to update its the geological interpretation at Lunahuasi, which will be incorporated into planning of a 2024-2025 campaign to begin in or around early in the fourth quarter of this year.

## Q1 2024 CORPORATE HIGHLIGHTS

### *Common Shares Trading on the TSX & OTCQX*

The Company's common shares traded on the TSX Venture Exchange (the "TSXV") under the symbol "NGEX" until February 21, 2024, at which point it was voluntarily delisted in order for the Company's common shares to trade on the Toronto Stock Exchange (the "TSX") under the same symbol effective February 22, 2024. In addition, the Company's common shares began trading on the OTCQX in the United States on March 8, 2024.

## RESULTS FROM OPERATIONS

NGEx Minerals is an exploration company and, as such, its net losses are largely driven by its exploration and project investigation activities and there is no expectation of generating operating profits until it identifies and develops a commercially viable mineral deposit.

Key financial results for the last eight quarters are provided in the table below.

Three Months Ended	Mar-24	Dec-23	Sep-23	Jun-23	Mar-23	Dec-22	Sep-22	Jun-22
Exploration costs (\$000's)	22,519	9,795	4,469	10,898	15,122	6,038	4,539	9,765
Operating loss (\$000's)	24,378	11,714	8,675	12,116	16,483	8,384	6,243	10,497
Net loss (\$000's)	19,744	8,614	4,218	9,719	15,167	8,020	6,068	9,651
Net loss per share, basic and diluted (\$)	0.11	0.04	0.02	0.06	0.09	0.04	0.04	0.06

NGEx Minerals incurred a net loss of \$19.7 million for the three months ended March 31, 2024 (2023: \$15.2 million), including an operating loss of \$24.4 million (2023: \$16.5 million). As a result of the Company's accounting policy to expense its exploration costs through the consolidated statement of comprehensive loss, except for mineral property option payments and mineral property acquisition costs, exploration and project investigation costs are the most significant expenditure category of the Company and for the three months ended March 31, 2024, accounted for approximately 92% of the operating loss (2023: 92%). Due to the geographic location of the Company's mineral properties, the Company's business activities generally fluctuate with the seasons, through increased exploration activities during the summer months in South America. As a result, a general recurring trend is the increase in exploration expenditures, and therefore net losses, for the fourth quarter and first quarter of a fiscal year, relative to the second and third quarters. In addition, other relevant factors, such as the financial position of the Company, other corporate initiatives, as well as the type and scope of planned exploration or project work, could affect the level of exploration activities and net loss in a particular period.

Exploration and project investigation costs for the three months ended March 31, 2024, were \$22.5 million (2023: \$15.1 million). While the Company undertook field and drill programs of comparable size in both periods, the higher exploration and project investigation costs for the three months ended March 31, 2024, is due to the activity and related expenditures predominantly occurring in Argentina for the Lunahuasi Project, as discussed in the "Q1 2024 Operating Highlights and Outlook" section above. By comparison, during the comparative 2023 period, the Company only conducted a small maiden drill program at Lunahuasi, and the majority of drilling was completed at the Los Helados Project, located in Chile.

Operating in Argentina, relative to Chile, generally results in higher reported costs for financial reporting purposes due to the country's high inflation, which increases Argentine peso-denominated costs, and restrictions placed on the official exchange rates, which value the Argentine peso at artificially high levels. In addition, costs incurred by the Company's Argentine operating subsidiaries are subject to hyperinflation accounting adjustments, which increase transactions recorded during the period into a measuring unit current as of the period end. During the three months ended March 31, 2024, exploration and project investigation costs included a hyperinflation adjustment of \$2.2 million as a result of the Company's exploration activity in Argentina (2023: \$0.4 million). Further details on the Company's application of hyperinflation accounting, and the methods by which it manages the deployment of capital into Argentina through the use of alternate funding mechanisms, refer to the Company's condensed interim consolidated financial statements and related notes therein.

Excluding share-based compensation, administration costs for the three months ended March 31, 2024, totaled \$1.2 million (2023: \$0.9 million). Share-based compensation, a non-cash cost, reflects the amortization of the estimated fair value of options over their vesting period and is based to a large degree on the Company's share price and its volatility. The actual future value to the option holders may differ materially from these estimates as it depends on the trading price of the Company's common shares if and when the options are exercised. In addition, as the granting of options and their vesting is at the discretion of the Board, the related expense is unlikely to be uniform across quarters or financial years.

Administration costs, exclusive of share-based compensation costs, for the three months ended March 31, 2024, were higher than the 2023 comparative period primarily due to higher promotion and public relations costs and general office expenses. The increase in promotion and public relations costs during the three months ended March 31, 2024, is the result of an increase in scope in the Company's investor relations initiatives to coincide with the recent increase in the Company's market capitalization and profile. General office costs have increased during the three months ended March 31, 2024, due to additional fees paid in connection with the commencement of trading of the Company's common shares on the TSX and OTCQX as noted in the "Q1 2024 Corporate Highlights" section above.



The Company recognized a net monetary loss of \$84,645 during the three months ended March 31, 2024 (2023: gain of \$117,379), in relation to the application of hyperinflationary accounting for the Company's Argentine subsidiaries. The monetary gain recognized is the result of changes in the Argentine price indices and changes to the net monetary position of the Company's Argentine operating subsidiaries during the period. Further discussion regarding the application of hyperinflationary accounting has been provided in the notes to the unaudited condensed interim consolidated financial statements.

From time to time, the Company acquires and transfers marketable securities as a mechanism to facilitate intragroup funding transfers between its Canadian parent and its Argentine operating subsidiaries. During the three months ended March 31, 2024, the Company recognized a gain of \$3.7 million (2023: \$1.2 million) on the use of marketable securities for this purpose, which represents the net benefit of having used this funding mechanism over traditional methods. Despite a broad decrease to the net benefit of using this funding mechanism since late 2023, the gain realized for the three months ended March 31, 2024, has increased relative to the comparative 2023 period, which is the result of more funding provided to its Argentine subsidiaries during the current period, a reflection of the significantly larger scope of the 2023-2024 Lunahuasi Program relative to the maiden Lunahuasi drill campaign undertaken in early 2023.

No tax recovery is recognized as a result of the nature of the Company's activities and the lack of reasonably expected taxable profits in the near term.

In other comprehensive income, the Company reported a foreign currency translation loss of \$356,315 for the three months ended March 31, 2024 (2023: gain of \$137,967) on translation of subsidiary company accounts from their functional currency to the Canadian dollar presentation currency. For the three months ended March 31, 2024, the loss is primarily the result of fluctuations of the Canadian dollar relative to the Chilean peso over the period. In addition, for the three months ended March 31, 2024, the impacts of hyperinflation amounted a gain of \$1,709,154 (2023: loss of \$14,993), which consists of adjustments recognized on the continuing inflation of opening non-monetary balances during the period and the ongoing translation of the Company's Argentine subsidiaries into the Canadian dollar presentation currency for consolidation.

## **LIQUIDITY AND CAPITAL RESOURCES**

As at March 31, 2024, the Company had cash of \$53.2 million and net working capital of \$52.9 million compared to cash of \$59.5 million and net working capital of \$69.7 million as at December 31, 2023. The Company's cash and net working capital decreased during the three months ended March 31, 2024, due primarily to funds used in operations, including mineral property option payments, and for general corporate purposes. The cash outflows have been partially offset by \$5.1 million in proceeds received on the redemption of short-term investments (2023: \$nil), and \$375,096 in gross proceeds received pursuant to the exercise of stock options (2023: \$27,200).

## **RELATED PARTY TRANSACTIONS**

Under the normal course of operations, the Company may undertake transactions or hold balances with related parties. Other than those related party transactions identified elsewhere in this MD&A, from time to time, the Company may also engage with Filo with respect to the sharing of services.

### ***Related party services***

The Company has cost sharing arrangements with Filo. Under the terms of these arrangements, the Company may, from time to time, provide management, technical, administrative and/or financial services (collectively, "Management Services") to Filo, and vice versa. These transactions were incurred in the normal course of operations, and are summarized as follows:

	<b>Three months March 31,</b>	
	<b>2024</b>	<b>2023</b>
Management Services to Filo	53,201	106,580
Management Services from Filo	(49,123)	(149,439)

### ***Related party balances***

The amounts due from (to) related parties, and the components of the consolidated statement of financial position in which they are included, are as follows:

	<b>Related Party</b>	<b>March 31, 2024</b>	<b>December 31, 2023</b>
Receivables and other assets	Filo	56,766	67,466
Accounts payable and accrued liabilities	Filo	(56,354)	(52,858)

### ***Key management compensation***

The Company's key management personnel have the authority and responsibility for overseeing, planning, directing and controlling its activities and consist of the Board of Directors and members of the executive management team. Total compensation expense for key management personnel, and the composition thereof, is as follows:

	<b>Three months ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
Salaries and other payments	277,650	203,750
Short-term employee benefits	8,288	6,352
Directors fees	24,250	24,250
Stock-based compensation	603,076	382,198
	<b>913,264</b>	<b>616,550</b>

## **MATERIAL ACCOUNTING POLICIES**

The Company continues to follow the accounting policies described in Note 3 to the consolidated financial statements for the year ended December 31, 2023, as filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) on March 22, 2024.

## **CRITICAL ACCOUNTING ESTIMATES**

The preparation of the consolidated financial statements in accordance with IFRS Accounting Standards, including the condensed interim consolidated financial statements for the three months ended March 31, 2024, requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and expenditures. These estimates and assumptions are based on management's best knowledge of the relevant facts and circumstances taking into account previous experience. Actual results could differ from those estimates and such differences could be material. Estimates are reviewed on an ongoing basis and are based on historical experience and other facts and circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively. There have been no material changes to the critical accounting estimates discussed in the annual MD&A for the year ended December 31, 2023, as filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) on March 22, 2024.

## FINANCIAL INSTRUMENTS

As at March 31, 2024, the Company's financial instruments consist of cash, receivables and other assets, short-term investments, trade payables and accrued liabilities, and the amounts due to its exploration partner, NCR. Other than for the amounts due to its exploration partner, the carrying values of the Company's financial instruments are considered to be reasonable approximations of fair value due to their short-term nature. For amounts due to its exploration partner, the Company revalues the liability from time to time based on revisions to the timing and amounts of expected future settlement, which the Company believes is a reasonable approximation of fair value. Between revaluations, the liability is accreted.

As at March 31, 2024, the Company's financial instruments are exposed to the following financial risks, including credit, liquidity and currency risks:

- (i) Credit risks associated with cash is mitigated by the Company's practice of holding the majority of its cash with Canadian financial institutions that have been accorded a strong investment grade rating by a primary rating agency or received adequate deposit insurance coverage.
- (ii) Liquidity risks associated with the inability to meet obligations as they become due are minimized through the management of its capital structure and by maintaining good relationships with significant shareholders and creditors, such as Nemesia S.à.r.l. ("Nemesia"). Nemesia is a private company controlled by a trust settled by the late Adolf H. Lundin (the "Lundin Family Trusts"), which together with other private entities controlled by the Lundin Family Trusts report their respective security holdings in the Company as joint actors, as the term is defined by Canadian securities regulations, and are related parties of the Company by virtue of their combined shareholding in the Company in excess of 20%. The Company also closely monitors and reviews its costs to date and actual cash flows on a monthly basis.

The maturities of the Company's financial liabilities as at March 31, 2024 are as follows:

	<b>Total</b>	<b>Less than 1 year</b>	<b>1-5 years</b>	<b>More than 5 years</b>
Accounts payable and accrued liabilities	13,425,936	13,425,936	-	-
Due to exploration partner	4,527,330	-	-	4,527,330
<b>Total</b>	<b>17,953,266</b>	<b>13,425,936</b>	<b>-</b>	<b>4,527,330</b>

In accordance with the terms of a Joint Exploration Agreement between the Company and the partner, NCR, the Company is required to fund NCR's share of exploration expenditures related to the La Rioja properties (the "Obligation"). The undiscounted value of the Obligation remained US\$ 3.4 million as of March 31, 2024, and has no defined timeline for settlement. The Obligation has been discounted at an annual effective rate of 8%, and recorded at its present value having the Canadian dollar equivalent of \$650,276 at March 31, 2024 (2023: \$634,740). The figure provided in the preceding table represents the Canadian dollar equivalent of the liability on an undiscounted basis.

- (iii) Foreign currency risk can arise when the Company or its subsidiaries transact or have net financial assets or liabilities which are denominated in currencies other than their respective functional currencies.

As at March 31, 2024, the Company's largest foreign currency risk exposure existed at the level of its Canadian headquarters, where the Company held a net financial asset position denominated in US dollars having a Canadian dollar equivalent of approximately \$2.7 million. A 10% change in the foreign exchange rate between the US dollar, and the Canadian dollar, NGEx Minerals' functional currency, would give rise to increases/decreases of approximately \$269,000 in financial position/comprehensive loss.

## **OUTSTANDING SHARE DATA**

As at May 13, 2024, the Company had 187,774,325 common shares outstanding and 11,741,665 share options outstanding under its share-based incentive plan.

## **DISCLOSURE CONTROLS AND INTERNAL CONTROLS OVER FINANCIAL REPORTING**

### *Disclosure controls and procedures ("DC&P")*

DC&P are designed to provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation. They include controls and procedures designed to ensure that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Company's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure.

There have not been any material changes in the Company's DC&P during the three months ended March 31, 2024.

### *Internal controls over financial reporting ("ICFR")*

The Company's ICFR are designed to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with IFRS Accounting Standards. The design of the Company's ICFR is the responsibility of its management.

The Company's ICFR include policies and procedures that: pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and disposition of assets; provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with IFRS Accounting Standards; that receipts and expenditures are being made only in accordance with authorization of management and directors of the Company; and provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of assets that could have a material effect on the financial statements. Any system, no matter how well conceived or operated, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable, not absolute, assurance with respect to financial statement preparation and presentation and will not prevent all, or detect all, misstatements and frauds. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any control system also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design

will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

Management uses the Internal Control – Integrated Framework (2013 Framework) issued by the Committee of Sponsoring Organizations for the Treadway Commission (COSO) in order to assess the effectiveness of the Company's ICFR.

There have not been any material changes in the Company's internal controls during the three months ended March 31, 2024, that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

## **RISKS AND UNCERTAINTIES**

The operations of the Company are speculative due to the high-risk nature of its business, which includes the acquisition, financing, exploration, development and operation of mineral and mining properties. There are a number of factors that could negatively affect the Company's business and the value of its common shares, and these risk factors could materially affect the Company's future operations and financial position and could cause actual events to differ materially from those described in forward-looking statements relating to the Company. There have been no material changes in the risks and uncertainties affecting the Company that were discussed in the Company's annual MD&A and most recent annual information form (AIF) for the year ended December 31, 2023, as filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) on March 22, 2024.

## **QUALIFIED PERSON AND TECHNICAL INFORMATION**

The scientific and technical disclosure included in this MD&A have been reviewed and approved by Bob Carmichael, P. Eng. (BC). Mr. Carmichael is the Company's Vice-President of Exploration and a Qualified Person under National Instrument 43-101 Standards of Disclosure for Mineral Projects. ("NI 43-101").

Mineral Resource Estimates for the Los Helados Project have an effective date of October 31, 2023. The key assumptions, parameters, and methods used to estimate this Mineral Resource Estimate are contained in the 43-101 technical report entitled "*Technical Report on the Los Helados and Lunahuasi Projects, Chile and Argentina*", dated December 13, 2023 (the "Technical Report"), prepared by Luke Evans, M.Sc., P.Eng., SLR Consulting (Canada) Ltd., and Giovanni Di-Prisco, Ph.D., P.Geo., Terra Mineralogical Services Inc. This report is available on the Company's website at [www.ngexminerals.com](http://www.ngexminerals.com) or under the Company's profile at [www.sedarplus.ca](http://www.sedarplus.ca)

Mineral Resources are reported using a CuEq cutoff grade. Copper equivalent is calculated using US\$ 3.90/lb copper, US\$ 1,800/oz gold and US\$ 20/oz silver, and includes a provision for selling costs and metallurgical recoveries corresponding to three zones defined by depth below surface. The formulas used are:  $CuEq\% = Cu\% + 0.681008 * Au (g/t) + 0.002989 * Ag (g/t)$  for the Upper Zone (surface to ~ 250 m);  $Cu\% + 0.692039 * Au (g/t) + 0.004877 * Ag (g/t)$  for the Intermediate Zone (~250 m to ~600 m);  $Cu\% + 0.688852 * Au (g/t) + 0.006068 * Ag (g/t)$  for the Deep Zone (> ~600 m).

Copper equivalent values reported for the 2023-2024 Lunahuasi Program were based on US\$ 3.00/lb Cu, US\$ 1,500/oz Au and US\$ 18/oz Ag. Respective assumed metal recoveries and CuEq formulae are as presented in the footnote to the associated tables of summarized drill results (see "Q1 2024 Operating Highlights and Outlook" section above).

The Company's Mineral Resources as reported in this MD&A have been prepared in accordance with the CIM Definition Standards that are incorporated by reference in NI 43-101.

## CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain statements made and information contained herein in the MD&A constitutes "forward-looking information" and forward-looking statements" within the meaning of applicable securities legislation (collectively, "forward-looking information" or "forward-looking statements") concerning the business, operations, financial performance and condition of NEX Minerals. The forward-looking information contained in this MD&A is based on information available to the Company as of the date of this MD&A. Except as required under applicable securities legislation, the Company does not intend, and does not assume, any obligation, to update this forward-looking information. Generally, any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance, (often, but not always, identified by words or phrases such as "plans", "expects" or "does not expect", "is expected", "budgets", "scheduled", "estimates", "forecasts", "intends", "projects", "targets", "assumes", "strategy", "goals", "objectives", "potential", "possible", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events, conditions or results "will", "may", "could", "would", "should", "might" or "will be taken", "will occur" or "will be achieved" or the negative connotations thereof and similar expressions) are not statements of historical fact and may be forward-looking statements.

All statements other than statements of historical fact may be forward-looking statements. Forward-looking information is necessarily based on estimates and assumptions that are inherently subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to: risks and uncertainties relating to, among other things, the inherent uncertainties regarding Mineral Resource Estimates, cost estimates, changes in commodity prices, currency fluctuation, financings, changes in share price; unanticipated resource grades, infrastructure, results of exploration activities, cost overruns, availability of materials and equipment, timeliness of government approvals, taxation, political risk and related economic risk and unanticipated environmental impact on operations as well as other risks, and uncertainties and other factors, including, without limitation, those referred to in the "Risks and Uncertainties" section of this MD&A, if any, and elsewhere, such as in the Company's most recent AIF, as filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca), which may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information.

The Company believes that the expectations reflected in the forward-looking statements and information included in this MD&A are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements and information should not be unduly relied upon. This statement and information is as of the date of the MD&A. In particular, this MD&A contains forward-looking statements or information pertaining to: the assumptions used in the Mineral Resources estimates for the Los Helados Project, including, but not limited to, geological interpretation and grades; assumptions made in the interpretation of drill results, geology, grade and continuity of mineral deposits; expectations regarding access and demand for equipment, skilled labour and services needed for exploration and development of mineral properties; and that activities will not be adversely disrupted or impeded by exploration, development, operating, regulatory, political, community, economic and/or environmental risks. In addition, this MD&A may contain forward-looking statements or information pertaining to: exploration and development plans and expenditures, including the size, scope, nature, timing and foci of the Company's future exploration programs, particularly at Lunahuasi; whether current interpretation of the exploration and/or drill results to date at Lunahuasi will be confirmed by future work, including statements regarding prospectivity of exploration properties or specific targets, the accuracy of a geological model or geological interpretation, the ability of future drilling to convert exploration potential to a Mineral Resource Estimate, the scale, grade, or significance of the system that is the source of the high-grade mineralization intersected at Lunahuasi, or the Company's ability to locate it; the future uses of the Company's cash and working capital; the success of future exploration activities; potential for the discovery of new mineral deposits or expansion of existing mineral deposits; ability to build shareholder value; expectations with regard to adding to Mineral Resources through exploration; expectations with respect to the conversion of Inferred Resources to an Indicated Resource classification, or the conversion of Indicated Resources to a Measured Resource classification; ability to execute the planned work programs; estimation of commodity prices, Mineral Resources, estimations of costs, and permitting time lines; ability to obtain surface rights and property

interests; currency exchange rate fluctuations; requirements for additional capital; government regulation of mining activities; environmental risks; unanticipated reclamation expenses; title disputes or claims; limitations on insurance coverage; assumptions that the Company will be able to carry out exploration program at Lunahuasi as planned; fluctuations in the current price of and demand for commodities; material adverse changes in general business and economic conditions, particularly in Argentina with respect to uncertainty around exchange rate and other economic policies potentially affecting the Company, as well as other factors associated with ongoing financial instability in Argentina; and other risks and uncertainties.

Forward-looking information is based on certain assumptions that the Company believes are reasonable, including that the current price of and demand for commodities will be sustained or will improve, the supply of commodities will remain stable, that the general business and economic conditions will not change in a material adverse manner, that financing will be available if and when needed on reasonable terms and that the Company will not experience any material labour dispute, accident, or failure of plant or equipment. These factors are not, and should not be construed as being, exhaustive. Although the Company has attempted to identify important factors that would cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated, or intended. There can be no assurance that such statements will prove to be accurate, as the Company's actual results and future events could differ materially from those anticipated in such statements, as a result of the factors discussed in the "Risk and Uncertainties" section of this MD&A, and elsewhere. All of the forward-looking information contained in this document is qualified by these cautionary statements. Readers are cautioned not to place undue reliance on forward-looking information due to the inherent uncertainty thereof.

Statements relating to "Mineral Resources" are deemed to be forward-looking information, as they involve the implied assessment, based on certain estimates and assumptions, that the Mineral Resources described can be profitably produced in the future.

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Financial Position**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>March 31, 2024</b>	<b>December 31, 2023</b>
<b>ASSETS</b>			
Current assets:			
Cash		\$ 53,235,842	\$ 59,502,617
Receivables and other assets	4	2,796,170	2,140,961
Short-term investments		10,292,664	15,229,918
		<u>66,324,676</u>	<u>76,873,496</u>
Non-current assets:			
Receivables and other assets	4	292,171	413,267
Equipment	5	171,326	191,028
Mineral properties	6	3,635,983	3,815,124
		<u>4,099,480</u>	<u>4,419,419</u>
<b>TOTAL ASSETS</b>		<u>70,424,156</u>	<u>81,292,915</u>
<b>LIABILITIES</b>			
Current liabilities:			
Trade payables and accrued liabilities		13,425,936	7,189,838
Non-current liabilities:			
Due to exploration partner	7	650,276	634,740
<b>TOTAL LIABILITIES</b>		<u>14,076,212</u>	<u>7,824,578</u>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	8	183,446,466	183,002,098
Contributed surplus		9,205,395	8,379,116
Deficit		(133,120,482)	(113,376,603)
Accumulated other comprehensive loss		(3,183,435)	(4,536,274)
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<u>56,347,944</u>	<u>73,468,337</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<u>\$ 70,424,156</u>	<u>\$ 81,292,915</u>

Subsequent event (Note 6)

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

On behalf of the Board:

/s/Alessandro Bitelli  
Director

/s/Wojtek A. Wodzicki  
Director



**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Comprehensive Loss**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>2024</b>	<b>Three months ended March 31, 2023</b>
<b>Expenses</b>			
Exploration and project investigation	<i>10</i>	\$ 22,518,504	\$ 15,122,367
General and administration:			
Salaries and benefits		458,920	403,043
Share-based compensation	<i>9c</i>	679,925	460,162
Management fees		63,000	53,595
Professional fees		51,868	46,154
Travel		21,983	57,004
Promotion and public relations		249,837	160,039
Office and general		334,051	180,965
<b>Operating loss</b>		<b>24,378,088</b>	<b>16,483,329</b>
<b>Other expenses (income)</b>			
Interest income		(889,213)	(36,644)
Financing costs		13,390	19,646
Foreign exchange loss (gain)		(161,907)	7,016
Net monetary loss (gain)	<i>3</i>	84,645	(117,379)
Gain on use of marketable securities, net	<i>13</i>	(3,681,124)	(1,189,059)
<b>Net loss</b>		<b>19,743,879</b>	<b>15,166,909</b>
<b>Other comprehensive loss (income)</b>			
Items that may be reclassified subsequently to net loss:			
Foreign currency translation adjustment		356,315	(137,967)
Impact of hyperinflation	<i>3</i>	(1,709,154)	14,993
<b>Comprehensive loss</b>		<b>\$ 18,391,040</b>	<b>\$ 15,043,935</b>
<b>Basic and diluted loss per common share</b>		<b>\$ 0.11</b>	<b>\$ 0.09</b>
<b>Weighted average common shares outstanding</b>		<b>187,579,826</b>	<b>172,159,974</b>

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

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Cash Flows**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>2024</b>	<b>Three months ended March 31, 2023</b>
<b>Cash flows used in operating activities</b>			
Net loss for the period		\$ (19,743,879)	\$ (15,166,909)
Adjustments to reconcile net loss to net operating cash flows:			
Depreciation		7,325	2,628
Share-based compensation	<i>9c</i>	895,551	566,244
Finance costs		13,390	19,646
Foreign exchange loss (gain)		50,453	(51,003)
Net monetary loss		1,856,358	203,395
Interest income from short-term investment		(195,929)	-
Net changes in working capital and other items:			
Receivables and other		(617,829)	(3,647,319)
Trade payables and accrued liabilities		6,467,020	6,021,240
		<u>(11,267,540)</u>	<u>(12,052,078)</u>
<b>Cash flows from (for) financing activities</b>			
Proceeds from option exercises		375,096	27,200
Payments made on behalf of exploration partner		(13,404)	(13,135)
		<u>361,692</u>	<u>14,065</u>
<b>Cash flows from (used in) investing activities</b>			
Redemption of short-term investment		5,133,183	-
Mineral properties and related expenditures	<i>6</i>	(135,081)	(133,923)
		<u>4,998,102</u>	<u>(133,923)</u>
<b>Effect of exchange rate change on cash</b>		<u>(359,029)</u>	<u>(62,852)</u>
<b>Decrease in cash during the period</b>		<u>(6,266,775)</u>	<u>(12,234,788)</u>
<b>Cash, beginning of the period</b>		\$ 59,502,617	\$ 23,249,241
<b>Cash, end of the period</b>		<u>\$ 53,235,842</u>	<u>\$ 11,014,453</u>

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

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Changes in Equity**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>Number of Shares</b>	<b>Share Capital</b>	<b>Contributed Surplus</b>	<b>Deficit</b>	<b>Accumulated Other Comprehensive Loss</b>	<b>Total Shareholders' Equity</b>
<b>Balance, January 1, 2023</b>		172,123,530	\$ 97,613,481	\$ 4,347,722	\$ (75,658,411)	\$ (2,288,246)	\$ 24,014,546
Share-based compensation		-	-	566,244	-	-	566,244
Shares issued pursuant to stock option exercises		40,000	27,200	-	-	-	27,200
Net loss and other comprehensive loss		-	-	-	(15,166,909)	122,974	(15,043,935)
<b>Balance, March 31, 2023</b>		<b>172,163,530</b>	<b>\$ 97,640,681</b>	<b>\$ 4,913,966</b>	<b>\$ (90,825,320)</b>	<b>\$ (2,165,272)</b>	<b>\$ 9,564,055</b>
<b>Balance, January 1, 2024</b>		187,081,991	\$ 183,002,098	\$ 8,379,116	\$ (113,376,603)	\$ (4,536,274)	\$ 73,468,337
Share-based compensation	<i>9c</i>	-	-	895,551	-	-	895,551
Shares issued pursuant to stock option exercises	<i>9b</i>	595,667	444,368	(69,272)	-	-	375,096
Net loss and other comprehensive loss		-	-	-	(19,743,879)	1,352,839	(18,391,040)
<b>Balance, March 31, 2024</b>		<b>187,677,658</b>	<b>\$ 183,446,466</b>	<b>\$ 9,205,395</b>	<b>\$ (133,120,482)</b>	<b>\$ (3,183,435)</b>	<b>\$ 56,347,944</b>

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

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three months ended March 31, 2024 and 2023**  
**(Presented in Canadian Dollars, unless otherwise stated)**  
**(Unaudited)**

**1. NATURE OF OPERATIONS**

NGEx Minerals Ltd. (the "Company" or "NGEx Minerals") was incorporated on February 21, 2019, under the laws of the Canada Business Corporations Act in connection with a plan of arrangement, which was completed on July 17, 2019.

The Company's principal business activities are the acquisition, exploration and development of mineral properties located in South America. The Company's registered office is located at Suite 2800, Four Bentall Centre, 1055 Dunsmuir Street, Vancouver, British Columbia, V7X 1L2, Canada. The Company's common shares trade on the Toronto Stock Exchange under the symbol "NGEX", and on the OTCQX under the symbol "NGXXF".

**2. BASIS OF PRESENTATION**

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), applicable to the preparation of interim financial statements, including IAS 34, *Interim Financing Reporting*. Accordingly, certain disclosures included in the annual financial statements prepared in accordance with IFRS have been condensed or omitted, and these condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2023. In preparation of these condensed interim consolidated financial statements, the Company has consistently applied the same accounting policies as disclosed in Note 3 to the audited consolidated financial statements for the year ended December 31, 2023.

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on May 13, 2024.

**3. HYPERINFLATION**

Argentina was designated a hyperinflationary economy as of July 1, 2018, for accounting purposes.

Accordingly, the application of hyperinflation accounting has been applied to the Company's Argentine subsidiaries' non-monetary assets and liabilities, shareholders' equity and comprehensive loss items from the transaction date when they were first recognized into the current purchasing power, which reflects a price index current at the end of the reporting period before being included in the consolidated financial statements. To measure the impact of inflation on its financial position and results, the Company has elected to use the Wholesale Price Index (*Indice de Precios Mayoristas* or "*IPIM*") for periods up to December 31, 2016, and the Retail Price Index (*Indice de Precios al Consumidor* or "*IPC*") thereafter. These price indices have been recommended by the Government Board of the Argentine Federation of Professional Councils of Economic Sciences.

As the consolidated financial statements of the Company have been previously presented in Canadian dollars, a stable currency, the comparative period amounts do not require restatement.

**NGEx Minerals Ltd.**  
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The Company recognized a gain of \$1,709,154 for the three months ended March 31, 2024 (2023: loss of \$14,993) in relation to the impact of hyperinflation within other comprehensive income. The hyperinflationary gains and losses are generally the impact of two opposing factors:

- Gains are driven by the hyperinflationary impacts on capital injected into the Argentine subsidiaries during the period ("Gain on Capital Injected").
- Losses are largely the result of depreciation of the Argentine peso relative to the Canadian dollar during the period, and its impact upon translation of the Argentine subsidiaries' accounts into the Canadian dollar reporting currency ("Loss on Translation").

For the three months ended March 31, 2024, Gains on Capital Injected were the dominant factor due to capital injected into the Company's Argentine subsidiaries in support of operations, which resulted in net hyperinflationary gains during the period.

As a result of changes in the IPC and changes to the Company's net monetary position, the Company recognized a net monetary loss of \$84,645 for the three months ended March 31, 2024 (2023: gain of \$117,379), to adjust transactions recorded during the period into a measuring unit current as of March 31, 2024.

The level of the IPC at March 31, 2024, was 5,357,09 (December 31, 2023: 3,533,19), which represents an increase of approximately 52% over the IPC at December 31, 2023, and an approximate 11% increase over the average level of the IPC during the three months ended March 31, 2024.

**4. RECEIVABLES AND OTHER ASSETS**

	<b>March 31, 2024</b>	<b>December 31, 2023</b>
<b>Current</b>		
Taxes receivable	49,392	45,872
Other receivables and advances	1,110,214	885,670
Other prepaid expenses and deposits	1,636,564	1,209,419
	<b>2,796,170</b>	<b>2,140,961</b>
<b>Non-current</b>		
Deferred surface access rights	292,171	413,267
	<b>292,171</b>	<b>413,267</b>

Receivable from Exploration Partner

As at March 31, 2024, current other receivables and advances includes \$366,135 (2023: \$137,077) receivable from the Company's exploration partner at the Los Helados properties (Note 6).

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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Deferred Surface Access Rights

The Company does not own the surface rights covering the Los Helados properties (the "Los Helados Surface Rights"). Historically, the Company has had various contractual agreements with the owners of the Los Helados Surface Rights, which have allowed it to access, explore and develop the property in exchange for cash payments.

Since 2021, the Company's access at Los Helados has been based on a limited access agreement, whereby, in exchange for certain upfront and committed cash payments, the Company is permitted to access the property for limited purposes, such as site visits, environmental data collection and monitoring, and property maintenance. This agreement was amended on November 22, 2022, and its term was extended to January 26, 2026 (collectively, the "Limited Access Extension Agreement").

Consideration for the Limited Access Extension Agreement consisted of three contractual payments of US\$250,000, and as of March 31, 2024, only the third and final amount payable on November 22, 2024, is outstanding. Accordingly, this third and final payment, which has a Canadian dollar equivalent of approximately \$338,750 as at March 31, 2024 (2023: \$330,650), has been recognized within current trade payables and accrued liabilities.

As the contractual amounts paid or payable by the Company pursuant to the Limited Access Extension Agreement provide the Company the benefit of access for the period ending January 26, 2026, the total contract value was initially deferred and has been amortized over the life of the agreement ending January 26, 2026. The pro rata portion of deferred amounts relating to the 12 months ending March 31, 2025, have been classified as a current asset.

The foregoing notwithstanding, during the term of the Limited Access Extension, the Company and the holders of the Los Helados Surface Rights may, from time to time, negotiate the reinstatement of additional surface access rights, which would allow for the Company to conduct drilling or other field work at Los Helados, in exchange for incremental compensation. Most recently, the holders of the Los Helados Surface Rights restored the Company's access at Los Helados allowing for the undertaking of drilling and exploration activities during the year ended December 31, 2023, in exchange for an incremental cash payment of US\$450,000. As at March 31, 2024, no such arrangement remains in effect.

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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**5. EQUIPMENT**

<b>Cost</b>	<b>Mobile Equipment</b>	<b>Exploration Equipment</b>	<b>Total</b>
<b>As at January 1, 2023</b>	<b>51,031</b>	-	<b>51,031</b>
Additions	-	189,419	<b>189,419</b>
Adjustment for the impacts of inflation	(17,053)	-	<b>(17,053)</b>
<b>As at December 31, 2023</b>	<b>33,978</b>	<b>189,419</b>	<b>223,397</b>
Effect of foreign currency translation	-	(15,329)	<b>(15,329)</b>
Adjustment for the impacts of inflation	15,684	-	<b>15,684</b>
<b>As at March 31, 2024</b>	<b>49,662</b>	<b>174,090</b>	<b>223,752</b>
<b>Accumulated depreciation</b>			
<b>As at January 1, 2023</b>	<b>(32,308)</b>	-	<b>(32,308)</b>
Amortization	(13,169)	(4,062)	<b>(17,231)</b>
Adjustment for the impacts of inflation	17,170	-	<b>17,170</b>
<b>As at December 31, 2023</b>	<b>(28,307)</b>	<b>(4,062)</b>	<b>(32,369)</b>
Amortization	(2,483)	(4,842)	<b>(7,325)</b>
Effect of foreign currency translation	-	334	<b>334</b>
Adjustment for the impacts of inflation	(13,066)	-	<b>(13,066)</b>
<b>As at March 31, 2024</b>	<b>(43,856)</b>	<b>(8,570)</b>	<b>(52,426)</b>
<b>Net book value</b>			
<b>As at December 31, 2023</b>	<b>5,671</b>	<b>185,357</b>	<b>191,028</b>
<b>As at March 31, 2024</b>	<b>5,806</b>	<b>165,520</b>	<b>171,326</b>

**NGEx Minerals Ltd.**  
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**6. MINERAL PROPERTIES**

	<b>Los Helados Project</b>
<b>January 1, 2023</b>	<b>\$ 3,902,697</b>
Additions	133,923
Effect of foreign currency translation	(221,496)
<b>December 31, 2023</b>	<b>\$ 3,815,124</b>
Additions	135,081
Effect of foreign currency translation	(314,222)
<b>March 31, 2024</b>	<b>\$ 3,635,983</b>

Los Helados Project

The Company holds interests in the Los Helados properties and the La Rioja properties (together, the "Los Helados Project"), which are comprised of adjacent mineral titles in Region III, Chile, and the San Juan Province in Argentina. As at March 31, 2024, the Company held an approximate 69% interest in the underlying Los Helados properties and a 60% interest in the La Rioja properties.

The Company is the majority partner and operator of the Los Helados Project, which is subject to a Joint Exploration Agreement ("JEA") with its exploration partner, Nippon Caserones Resources LLC ("NCR"). NCR is a subsidiary of JX Metals Corporation, a Tokyo-based mining and smelting company that also has an indirect 49% ownership interest in the Caserones Mine, located approximately 17 kilometres from the Los Helados Project. The 51% controlling interest in the Caserones Mine is held by Lundin Mining Corporation.

The Company had sole funded 100% of the expenditures related to the Los Helados properties for the period from September 1, 2015, to August 31, 2022, as a result of elections by the exploration partner pursuant to the JEA not to fund its share of expenditures. The sole funding of expenditures at the Los Helados properties during this period resulted in dilution of NCR's interest, and corresponding increases to the Company's interest, as noted above.

The foregoing notwithstanding, NCR elected to exercise its right to fund its pro rata share of qualifying expenditures related to the Los Helados properties since September 1, 2022. Amounts contributed or contributable by NCR with respect to its funding commitment for the Los Helados properties are recorded as reductions to exploration and project investigation costs and total \$224,672 for the three months ended March 31, 2024 (2023: \$3,891,316).

While the Los Helados concessions are not subject to royalties, back-in rights, or other obligations in favour of third parties, pursuant to the terms of the JEA, a party's interest is automatically converted to a 0.5% net smelter return ("NSR") royalty if it is diluted to below 5%. In addition to a specific tax on mining activities, the Chilean government also levies royalties in the form of a mining tax on dividends paid by a Chilean mining company.



**NGEx Minerals Ltd.**  
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Lunahuasi Project

The Company holds a 100% interest in the Lunahuasi Project, a high-grade copper-gold-silver deposit located on the Nacimiento I concession in San Juan Province, Argentina. Lunahuasi lies along the same major north-northeast structural trend that controls the Filo del Sol deposit located approximately 6 km to the south and the Los Helados deposit located approximately 9 km to the north.

The Nacimiento I concession was subject to a 3% NSR royalty, held by Filo Corp. ("Filo"), a related party by way of directors, officers and shareholders in common. The Company had a right to buy back two thirds of the royalty (i.e. a 2% NSR royalty) and on May 13, 2024, the Company exercised that right for cash consideration totaling US\$ 1.5 million, reducing Filo's NSR royalty on Lunahuasi to 1%.

The Nacimiento I concession is also subject to an additional third-party NSR royalty of 0.5% covering the first 10 years of production. The same third party is also entitled to a one-time payment of US\$ 2.0 million upon commencement of production at Nacimiento I.

Valle Ancho Properties

In November 2022, the Company secured a 100% interest in the Valle Ancho and Interceptor properties (collectively, the "Valle Ancho Properties"), located in Catamarca, Argentina, by making its formal submissions to the Province of Catamarca to evidence its completion of the US\$8.0 million minimum expenditure requirement.

**7. DUE TO EXPLORATION PARTNER**

The Company has an obligation to fund a partner's share of exploration expenditures related to the La Rioja properties (the "Obligation"). In accordance with the terms of the JEA between the Company and the partner, NCR, the Company has elected to settle the Obligation through funding NCR's share of exploration expenditures, which remained US\$3.4 million as at March 31, 2024, and has no defined timeline for settlement.

The Company considered the estimated timeframe required to expend the remaining US\$3.4 million on behalf of NCR at the La Rioja properties and has presented the remaining obligation as a non-current liability, discounted to its present value at an annual effective rate of 8%.

**8. SHARE CAPITAL**

The Company has authorized an unlimited number of voting common shares without par value.

**9. SHARE OPTIONS**

**a) Share option plan**

The Company has a share option plan, adopted by the Board of Directors on May 7, 2019, and amended May 19, 2022, which reserves an aggregate of 10% of the issued and outstanding shares of the Company for issuance upon the exercise of options granted. The granting, vesting and terms of the share options are at the discretion of the Board of Directors.

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**b) Share options outstanding**

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

	<b>Number of shares issuable pursuant to share options</b>	<b>Weighted average exercise price per share</b>
Balance at January 1, 2023	12,714,000	\$ 1.06
Options granted	1,500,000	6.21
Exercised	(1,780,001)	0.86
Balance at December 31, 2023	12,433,999	\$ 1.71
Exercised	(595,667)	0.63
Balance at March 31, 2024	11,838,332	\$ 1.76

The weighted average share price on the exercise date for the share options exercised during the three months ended March 31, 2024, was \$8.00.

The following table details the share options outstanding and exercisable as at March 31, 2024:

Exercise price	Outstanding options			Exercisable options		
	Options outstanding	Weighted average remaining contractual life (Years)	Weighted average exercise price	Options exercisable	Weighted average remaining contractual life (Years)	Weighted average exercise price
\$0.475	2,290,000	0.49	\$0.475	2,290,000	0.49	\$0.475
\$0.54	2,205,000	1.67	\$0.54	2,205,000	1.67	\$0.54
\$0.68	1,799,999	2.42	\$0.68	1,125,003	2.42	\$0.68
\$1.65	1,386,666	2.78	\$1.65	913,334	2.78	\$1.65
\$2.08	2,446,667	3.44	\$2.08	1,619,997	3.44	\$2.08
\$3.16	210,000	3.66	\$3.16	140,000	3.66	\$3.16
\$6.20	1,425,000	4.41	\$6.20	475,001	4.41	\$6.20
\$6.36	75,000	4.43	\$6.36	-	4.43	\$6.36
	<u>11,838,332</u>	2.43	\$1.76	<u>8,768,335</u>	2.08	\$1.29

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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**c) Share-based compensation**

	<b>Three months ended</b>	
	<b>2024</b>	<b>March 31, 2023</b>
Exploration and project investigation	215,626	106,082
General and administration	679,925	460,162
	<b>895,551</b>	<b>566,244</b>

**10. EXPLORATION AND PROJECT INVESTIGATION**

The Company expensed the following exploration and project investigation costs for the three months ended March 31, 2024 and 2023:

**NGEx Minerals Ltd.**  
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Three months ended March 31,		Los Helados Project	Lunahuasi	Valle Ancho	Other	Total
<b>2024</b>	Land holding and access costs	290,069	616	2,176	-	292,861
	Drilling, fuel, camp costs and field supplies	31,994	12,935,157	-	-	12,967,151
	Roadwork, travel and transport	14,794	2,519,927	1,693	-	2,536,414
	Engineering and conceptual studies	-	-	-	-	-
	Consultants, geochemistry and geophysics	37,961	423,270	-	-	461,231
	Environmental and community relations	2,314	94,191	-	18,427	114,932
	VAT and other taxes	19,945	4,792,060	4,440	9,324	4,825,769
	Office, field and administrative salaries, overhead and other administrative costs	143,533	926,297	29,077	5,613	1,104,520
	Share-based compensation	5,274	209,666	361	325	215,626
	COVID related health and safety	-	-	-	-	-
	<b>Total</b>	<b>545,884</b>	<b>21,901,184</b>	<b>37,747</b>	<b>33,689</b>	<b>22,518,504</b>
<b>2023</b>	Land holding and access costs	254,232	8,128	4,706	4,830	271,896
	Drilling, fuel, camp costs and field supplies	5,217,965	3,805,374	-	-	9,023,339
	Roadwork, travel and transport	830,538	547,050	-	4	1,377,592
	Engineering and conceptual studies	121,292	-	-	-	121,292
	Consultants, geochemistry and geophysics	652,487	146,824	1,622	-	800,933
	Environmental and community relations	34,106	13,172	-	-	47,278
	VAT and other taxes	1,216,792	985,492	9,103	4,997	2,216,384
	Office, field and administrative salaries, overhead and other administrative costs	474,386	642,912	33,098	6,494	1,156,890
	Share-based compensation	62,498	43,130	339	115	106,082
	COVID related health and safety	-	681	-	-	681
	<b>Total</b>	<b>8,864,296</b>	<b>6,192,763</b>	<b>48,868</b>	<b>16,440</b>	<b>15,122,367</b>

**NGEx Minerals Ltd.**  
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**11. RELATED PARTY TRANSACTIONS**

Under the normal course of operations, the Company may undertake transactions or hold balances with related parties. Other than those related party transactions identified elsewhere in these condensed interim consolidated financial statements, from time to time, the Company may also engage with Filo with respect to the sharing of services.

**a) Related party services**

The Company has a cost sharing arrangement with Filo. Under the terms of this arrangement, the Company may, from time to time, provide management, technical, administrative and/or financial services (collectively, "Management Services") to Filo, and vice versa. These transactions were incurred in the normal course of operations, and are summarized as follows:

	<b>Three months ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
Management Services to Filo	53,201	106,580
Management Services from Filo	(49,123)	(149,439)

**b) Related party balances**

The amounts due from (to) related parties, and the components of the consolidated statements of financial position in which they are included, are as follows:

	<b>Related Party</b>	<b>March 31, 2024</b>	<b>December 31, 2023</b>
Receivables and other assets	Filo	56,766	67,466
Accounts payable and accrued liabilities	Filo	(56,354)	(52,858)

**c) Key management compensation**

The Company's key management personnel have the authority and responsibility for overseeing, planning, directing and controlling its activities and consist of the Board of Directors and members of the executive management team. Total compensation expense for key management personnel, and the composition thereof, is as follows:

	<b>Three months ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
Salaries and other payments	277,650	203,750
Short-term employee benefits	8,288	6,352
Directors fees	24,250	24,250
Stock-based compensation	603,076	382,198
	<b>913,264</b>	<b>616,550</b>

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**12. SEGMENTED INFORMATION**

The Company is principally engaged in the acquisition, exploration and development of mineral properties in South America. The information regarding mineral properties and exploration and project investigation costs presented in Notes 6 and 10, respectively, represent the manner in which management reviews its business performance. Materially all of the Company's mineral properties and exploration and project investigation costs relate to South America, particularly Chile and Argentina. The net gains on the use of marketable securities are allocated to the underlying projects for which the funding was provided. Materially all of the Company's administrative costs are incurred by the Canadian parent, where materially all of the Company's cash is held in the normal course of business until it is required to be deployed to the Company's South American subsidiaries in support of ongoing and planned work programs.

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The following are summaries of the Company's current and non-current assets, current liabilities, and net losses by segment:

		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Total</b>
<b>As at March 31, 2024</b>	Current assets	1,454,993	937,872	63,931,811	66,324,676
	Non-current receivables and other assets	292,171	-	-	292,171
	Equipment	165,521	5,805	-	171,326
	Mineral properties	3,635,983	-	-	3,635,983
	Total assets	5,548,668	943,677	63,931,811	70,424,156
	Current liabilities	1,259,829	10,730,750	1,435,357	13,425,936
	Due to exploration partner	-	-	650,276	650,276
	Total liabilities	1,259,829	10,730,750	2,085,633	14,076,212
		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Total</b>
<b>As at December 31, 2023</b>	Current assets	1,089,494	1,077,345	74,706,657	76,873,496
	Non-current receivables and other assets	413,267	-	-	413,267
	Equipment	185,358	5,670	-	191,028
	Mineral properties	3,815,124	-	-	3,815,124
	Total assets	5,503,243	1,083,015	74,706,657	81,292,915
	Current liabilities	768,887	5,670,081	750,870	7,189,838
	Due to exploration partner	-	-	634,740	634,740
	Total liabilities	768,887	5,670,081	1,385,610	7,824,578

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<b>Three months ended March 31,</b>		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Other</b>	<b>Total</b>
<b>2024</b>	Exploration and project investigation	545,884	21,938,931	-	33,689	22,518,504
	Gain on use of marketable securities	-	(3,681,124)	-	-	(3,681,124)
	General and administration and other items	23,228	93,179	790,092	-	906,499
	<b>Net loss</b>	<b>569,112</b>	<b>18,350,986</b>	<b>790,092</b>	<b>33,689</b>	<b>19,743,879</b>
		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Other</b>	<b>Total</b>
<b>2023</b>	Exploration and project investigation	8,864,296	6,241,631	-	16,440	15,122,367
	Gain on use of marketable securities	-	(1,189,059)	-	-	(1,189,059)
	General and administration and other items	21,529	(115,182)	1,327,254	-	1,233,601
	<b>Net loss</b>	<b>8,885,825</b>	<b>4,937,390</b>	<b>1,327,254</b>	<b>16,440</b>	<b>15,166,909</b>



**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three months ended March 31, 2024 and 2023**  
**(Presented in Canadian Dollars, unless otherwise stated)**  
**(Unaudited)**

**13. USE OF MARKETABLE SECURITIES**

From time to time, the Company may acquire and transfer marketable securities to facilitate intragroup funding transfers between the Canadian parent and its Argentine operating subsidiaries.

The Company does not acquire marketable securities or engage in these transactions for speculative purposes. In this regard, under this strategy, the Company generally uses marketable securities of large and well-established companies, with high trading volumes and low volatility. Nonetheless, as the process to acquire, transfer and ultimately sell the marketable securities occurs over several days, some fluctuations are unavoidable.

As the marketable securities are acquired with the intention of a near term sale, they are considered financial instruments that are held for trading. Accordingly, all changes in the fair value of the instruments, between acquisition and disposition, are recognized through profit or loss.

As a result of having utilized this mechanism for intragroup funding for the three months ended March 31, 2024, the Company realized a net gain of \$3,681,124 (2023: \$1,189,059). The net gain for the three months ended March 31, 2024, was comprised of a favorable foreign currency impact of \$4,706,730 (2023: \$1,431,840) and a trading loss of \$1,025,606 (2023: \$242,781), including the impact of fees and commissions.

## NGEx Minerals Corporate Directory

<p><b>Corporate Head Office</b>  Suite 2800, Four Bentall Centre  1055 Dunsmuir Street,  Vancouver, B.C. V7X 1L2 Canada  Phone: +1 604 689 7842  Fax: +1 604 689 4250</p>	<p><b>Registered and Records Office</b>  Cassels Brock &amp; Blackwell LLP  2200 – 885 West Georgia Street  Vancouver, B.C. V6C 3E8 Canada</p>
<p><b>Auditors</b>  Pricewaterhouse Coopers LLP  Vancouver, B.C. Canada</p>	<p><b>Registrar and Transfer Agent</b>  Computershare Trust Company of Canada  Vancouver, B.C. Canada  Phone: +1 604 661 9400</p>
<p><b>Officers</b>  Wojtek Wodzicki  <i>President and CEO</i></p> <p>Jeff Yip  <i>Chief Financial Officer</i></p> <p>Bob Carmichael  <i>Vice President, Exploration</i></p> <p>Brent Bonney  <i>Vice President, Corporate Development &amp; Investor Relations</i></p> <p>Judy McCall  <i>Corporate Secretary</i></p>	<p><b>Directors</b>  William Rand (Chair)  Wojtek Wodzicki  Adam I. Lundin  Alessandro Bitelli  Cheri Pedersen  Neil O'Brien  Axel Lundin</p> <p><b>Company Information</b>  Brent Bonney Investor Relations  Email: <a href="mailto:info@ngexminerals.com">info@ngexminerals.com</a> Phone: +1 604 689 7842</p>
<p><b>Solicitors</b>  Cassels Brock &amp; Blackwell LLP  Vancouver, B.C. Canada</p>	<p><b>Share Listing</b>  TSX: NGEX  OTCQX: NGXXF  CUSIP: 65343P103</p>

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Financial Position**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>March 31, 2024</b>	<b>December 31, 2023</b>
<b>ASSETS</b>			
Current assets:			
Cash		\$ 53,235,842	\$ 59,502,617
Receivables and other assets	4	2,796,170	2,140,961
Short-term investments		10,292,664	15,229,918
		<u>66,324,676</u>	<u>76,873,496</u>
Non-current assets:			
Receivables and other assets	4	292,171	413,267
Equipment	5	171,326	191,028
Mineral properties	6	3,635,983	3,815,124
		<u>4,099,480</u>	<u>4,419,419</u>
<b>TOTAL ASSETS</b>		<u>70,424,156</u>	<u>81,292,915</u>
<b>LIABILITIES</b>			
Current liabilities:			
Trade payables and accrued liabilities		13,425,936	7,189,838
Non-current liabilities:			
Due to exploration partner	7	650,276	634,740
<b>TOTAL LIABILITIES</b>		<u>14,076,212</u>	<u>7,824,578</u>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	8	183,446,466	183,002,098
Contributed surplus		9,205,395	8,379,116
Deficit		(133,120,482)	(113,376,603)
Accumulated other comprehensive loss		(3,183,435)	(4,536,274)
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<u>56,347,944</u>	<u>73,468,337</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<u>\$ 70,424,156</u>	<u>\$ 81,292,915</u>

Subsequent event (Note 6)

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

On behalf of the Board:

/s/Alessandro Bitelli  
Director

/s/Wojtek A. Wodzicki  
Director

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Comprehensive Loss**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>2024</b>	<b>Three months ended March 31, 2023</b>
<b>Expenses</b>			
Exploration and project investigation	<i>10</i>	\$ 22,518,504	\$ 15,122,367
General and administration:			
Salaries and benefits		458,920	403,043
Share-based compensation	<i>9c</i>	679,925	460,162
Management fees		63,000	53,595
Professional fees		51,868	46,154
Travel		21,983	57,004
Promotion and public relations		249,837	160,039
Office and general		334,051	180,965
<b>Operating loss</b>		<b>24,378,088</b>	<b>16,483,329</b>
<b>Other expenses (income)</b>			
Interest income		(889,213)	(36,644)
Financing costs		13,390	19,646
Foreign exchange loss (gain)		(161,907)	7,016
Net monetary loss (gain)	<i>3</i>	84,645	(117,379)
Gain on use of marketable securities, net	<i>13</i>	(3,681,124)	(1,189,059)
<b>Net loss</b>		<b>19,743,879</b>	<b>15,166,909</b>
<b>Other comprehensive loss (income)</b>			
Items that may be reclassified subsequently to net loss:			
Foreign currency translation adjustment		356,315	(137,967)
Impact of hyperinflation	<i>3</i>	(1,709,154)	14,993
<b>Comprehensive loss</b>		<b>\$ 18,391,040</b>	<b>\$ 15,043,935</b>
<b>Basic and diluted loss per common share</b>		<b>\$ 0.11</b>	<b>\$ 0.09</b>
<b>Weighted average common shares outstanding</b>		<b>187,579,826</b>	<b>172,159,974</b>

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

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Cash Flows**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>Three months ended March 31, 2024</b>	<b>2023</b>
<b>Cash flows used in operating activities</b>			
Net loss for the period		\$ (19,743,879)	\$ (15,166,909)
Adjustments to reconcile net loss to net operating cash flows:			
Depreciation		7,325	2,628
Share-based compensation	<i>9c</i>	895,551	566,244
Finance costs		13,390	19,646
Foreign exchange loss (gain)		50,453	(51,003)
Net monetary loss		1,856,358	203,395
Interest income from short-term investment		(195,929)	-
Net changes in working capital and other items:			
Receivables and other		(617,829)	(3,647,319)
Trade payables and accrued liabilities		6,467,020	6,021,240
		<u>(11,267,540)</u>	<u>(12,052,078)</u>
<b>Cash flows from (for) financing activities</b>			
Proceeds from option exercises		375,096	27,200
Payments made on behalf of exploration partner		(13,404)	(13,135)
		<u>361,692</u>	<u>14,065</u>
<b>Cash flows from (used in) investing activities</b>			
Redemption of short-term investment		5,133,183	-
Mineral properties and related expenditures	<i>6</i>	(135,081)	(133,923)
		<u>4,998,102</u>	<u>(133,923)</u>
<b>Effect of exchange rate change on cash</b>		<u>(359,029)</u>	<u>(62,852)</u>
<b>Decrease in cash during the period</b>		<u>(6,266,775)</u>	<u>(12,234,788)</u>
<b>Cash, beginning of the period</b>		\$ 59,502,617	\$ 23,249,241
<b>Cash, end of the period</b>		<u>\$ 53,235,842</u>	<u>\$ 11,014,453</u>

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

**NGEx Minerals Ltd.**  
**Condensed Interim Consolidated Statements of Changes in Equity**  
**(Presented in Canadian Dollars)**  
**(Unaudited)**

	<i>Note</i>	<b>Number of Shares</b>	<b>Share Capital</b>	<b>Contributed Surplus</b>	<b>Deficit</b>	<b>Accumulated Other Comprehensive Loss</b>	<b>Total Shareholders' Equity</b>
<b>Balance, January 1, 2023</b>		172,123,530	\$ 97,613,481	\$ 4,347,722	\$ (75,658,411)	\$ (2,288,246)	\$ 24,014,546
Share-based compensation		-	-	566,244	-	-	566,244
Shares issued pursuant to stock option exercises		40,000	27,200	-	-	-	27,200
Net loss and other comprehensive loss		-	-	-	(15,166,909)	122,974	(15,043,935)
<b>Balance, March 31, 2023</b>		<b>172,163,530</b>	<b>\$ 97,640,681</b>	<b>\$ 4,913,966</b>	<b>\$ (90,825,320)</b>	<b>\$ (2,165,272)</b>	<b>\$ 9,564,055</b>
<b>Balance, January 1, 2024</b>		187,081,991	\$ 183,002,098	\$ 8,379,116	\$ (113,376,603)	\$ (4,536,274)	\$ 73,468,337
Share-based compensation	<i>9c</i>	-	-	895,551	-	-	895,551
Shares issued pursuant to stock option exercises	<i>9b</i>	595,667	444,368	(69,272)	-	-	375,096
Net loss and other comprehensive loss		-	-	-	(19,743,879)	1,352,839	(18,391,040)
<b>Balance, March 31, 2024</b>		<b>187,677,658</b>	<b>\$ 183,446,466</b>	<b>\$ 9,205,395</b>	<b>\$ (133,120,482)</b>	<b>\$ (3,183,435)</b>	<b>\$ 56,347,944</b>

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

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three months ended March 31, 2024 and 2023**  
**(Presented in Canadian Dollars, unless otherwise stated)**  
**(Unaudited)**

**1. NATURE OF OPERATIONS**

NGEx Minerals Ltd. (the "Company" or "NGEx Minerals") was incorporated on February 21, 2019, under the laws of the Canada Business Corporations Act in connection with a plan of arrangement, which was completed on July 17, 2019.

The Company's principal business activities are the acquisition, exploration and development of mineral properties located in South America. The Company's registered office is located at Suite 2800, Four Bentall Centre, 1055 Dunsmuir Street, Vancouver, British Columbia, V7X 1L2, Canada. The Company's common shares trade on the Toronto Stock Exchange under the symbol "NGEX", and on the OTCQX under the symbol "NGXXF".

**2. BASIS OF PRESENTATION**

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), applicable to the preparation of interim financial statements, including IAS 34, *Interim Financing Reporting*. Accordingly, certain disclosures included in the annual financial statements prepared in accordance with IFRS have been condensed or omitted, and these condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2023. In preparation of these condensed interim consolidated financial statements, the Company has consistently applied the same accounting policies as disclosed in Note 3 to the audited consolidated financial statements for the year ended December 31, 2023.

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on May 13, 2024.

**3. HYPERINFLATION**

Argentina was designated a hyperinflationary economy as of July 1, 2018, for accounting purposes.

Accordingly, the application of hyperinflation accounting has been applied to the Company's Argentine subsidiaries' non-monetary assets and liabilities, shareholders' equity and comprehensive loss items from the transaction date when they were first recognized into the current purchasing power, which reflects a price index current at the end of the reporting period before being included in the consolidated financial statements. To measure the impact of inflation on its financial position and results, the Company has elected to use the Wholesale Price Index (*Indice de Precios Mayoristas* or "*IPIM*") for periods up to December 31, 2016, and the Retail Price Index (*Indice de Precios al Consumidor* or "*IPC*") thereafter. These price indices have been recommended by the Government Board of the Argentine Federation of Professional Councils of Economic Sciences.

As the consolidated financial statements of the Company have been previously presented in Canadian dollars, a stable currency, the comparative period amounts do not require restatement.

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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The Company recognized a gain of \$1,709,154 for the three months ended March 31, 2024 (2023: loss of \$14,993) in relation to the impact of hyperinflation within other comprehensive income. The hyperinflationary gains and losses are generally the impact of two opposing factors:

- Gains are driven by the hyperinflationary impacts on capital injected into the Argentine subsidiaries during the period ("Gain on Capital Injected").
- Losses are largely the result of depreciation of the Argentine peso relative to the Canadian dollar during the period, and its impact upon translation of the Argentine subsidiaries' accounts into the Canadian dollar reporting currency ("Loss on Translation").

For the three months ended March 31, 2024, Gains on Capital Injected were the dominant factor due to capital injected into the Company's Argentine subsidiaries in support of operations, which resulted in net hyperinflationary gains during the period.

As a result of changes in the IPC and changes to the Company's net monetary position, the Company recognized a net monetary loss of \$84,645 for the three months ended March 31, 2024 (2023: gain of \$117,379), to adjust transactions recorded during the period into a measuring unit current as of March 31, 2024.

The level of the IPC at March 31, 2024, was 5,357,09 (December 31, 2023: 3,533,19), which represents an increase of approximately 52% over the IPC at December 31, 2023, and an approximate 11% increase over the average level of the IPC during the three months ended March 31, 2024.

**4. RECEIVABLES AND OTHER ASSETS**

	<b>March 31, 2024</b>	<b>December 31, 2023</b>
<b>Current</b>		
Taxes receivable	49,392	45,872
Other receivables and advances	1,110,214	885,670
Other prepaid expenses and deposits	1,636,564	1,209,419
	<b>2,796,170</b>	<b>2,140,961</b>
<b>Non-current</b>		
Deferred surface access rights	292,171	413,267
	<b>292,171</b>	<b>413,267</b>

Receivable from Exploration Partner

As at March 31, 2024, current other receivables and advances includes \$366,135 (2023: \$137,077) receivable from the Company's exploration partner at the Los Helados properties (Note 6).



**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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Deferred Surface Access Rights

The Company does not own the surface rights covering the Los Helados properties (the “Los Helados Surface Rights”). Historically, the Company has had various contractual agreements with the owners of the Los Helados Surface Rights, which have allowed it to access, explore and develop the property in exchange for cash payments.

Since 2021, the Company’s access at Los Helados has been based on a limited access agreement, whereby, in exchange for certain upfront and committed cash payments, the Company is permitted to access the property for limited purposes, such as site visits, environmental data collection and monitoring, and property maintenance. This agreement was amended on November 22, 2022, and its term was extended to January 26, 2026 (collectively, the “Limited Access Extension Agreement”).

Consideration for the Limited Access Extension Agreement consisted of three contractual payments of US\$250,000, and as of March 31, 2024, only the third and final amount payable on November 22, 2024, is outstanding. Accordingly, this third and final payment, which has a Canadian dollar equivalent of approximately \$338,750 as at March 31, 2024 (2023: \$330,650), has been recognized within current trade payables and accrued liabilities.

As the contractual amounts paid or payable by the Company pursuant to the Limited Access Extension Agreement provide the Company the benefit of access for the period ending January 26, 2026, the total contract value was initially deferred and has been amortized over the life of the agreement ending January 26, 2026. The pro rata portion of deferred amounts relating to the 12 months ending March 31, 2025, have been classified as a current asset.

The foregoing notwithstanding, during the term of the Limited Access Extension, the Company and the holders of the Los Helados Surface Rights may, from time to time, negotiate the reinstatement of additional surface access rights, which would allow for the Company to conduct drilling or other field work at Los Helados, in exchange for incremental compensation. Most recently, the holders of the Los Helados Surface Rights restored the Company’s access at Los Helados allowing for the undertaking of drilling and exploration activities during the year ended December 31, 2023, in exchange for an incremental cash payment of US\$450,000. As at March 31, 2024, no such arrangement remains in effect.

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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**5. EQUIPMENT**

<b>Cost</b>	<b>Mobile Equipment</b>	<b>Exploration Equipment</b>	<b>Total</b>
<b>As at January 1, 2023</b>	<b>51,031</b>	-	<b>51,031</b>
Additions	-	189,419	<b>189,419</b>
Adjustment for the impacts of inflation	(17,053)	-	<b>(17,053)</b>
<b>As at December 31, 2023</b>	<b>33,978</b>	<b>189,419</b>	<b>223,397</b>
Effect of foreign currency translation	-	(15,329)	<b>(15,329)</b>
Adjustment for the impacts of inflation	15,684	-	<b>15,684</b>
<b>As at March 31, 2024</b>	<b>49,662</b>	<b>174,090</b>	<b>223,752</b>
<b>Accumulated depreciation</b>			
<b>As at January 1, 2023</b>	<b>(32,308)</b>	-	<b>(32,308)</b>
Amortization	(13,169)	(4,062)	<b>(17,231)</b>
Adjustment for the impacts of inflation	17,170	-	<b>17,170</b>
<b>As at December 31, 2023</b>	<b>(28,307)</b>	<b>(4,062)</b>	<b>(32,369)</b>
Amortization	(2,483)	(4,842)	<b>(7,325)</b>
Effect of foreign currency translation	-	334	<b>334</b>
Adjustment for the impacts of inflation	(13,066)	-	<b>(13,066)</b>
<b>As at March 31, 2024</b>	<b>(43,856)</b>	<b>(8,570)</b>	<b>(52,426)</b>
<b>Net book value</b>			
<b>As at December 31, 2023</b>	<b>5,671</b>	<b>185,357</b>	<b>191,028</b>
<b>As at March 31, 2024</b>	<b>5,806</b>	<b>165,520</b>	<b>171,326</b>

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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**6. MINERAL PROPERTIES**

	<b>Los Helados Project</b>
<b>January 1, 2023</b>	<b>\$ 3,902,697</b>
Additions	133,923
Effect of foreign currency translation	(221,496)
<b>December 31, 2023</b>	<b>\$ 3,815,124</b>
Additions	135,081
Effect of foreign currency translation	(314,222)
<b>March 31, 2024</b>	<b>\$ 3,635,983</b>

Los Helados Project

The Company holds interests in the Los Helados properties and the La Rioja properties (together, the "Los Helados Project"), which are comprised of adjacent mineral titles in Region III, Chile, and the San Juan Province in Argentina. As at March 31, 2024, the Company held an approximate 69% interest in the underlying Los Helados properties and a 60% interest in the La Rioja properties.

The Company is the majority partner and operator of the Los Helados Project, which is subject to a Joint Exploration Agreement ("JEA") with its exploration partner, Nippon Caserones Resources LLC ("NCR"). NCR is a subsidiary of JX Metals Corporation, a Tokyo-based mining and smelting company that also has an indirect 49% ownership interest in the Caserones Mine, located approximately 17 kilometres from the Los Helados Project. The 51% controlling interest in the Caserones Mine is held by Lundin Mining Corporation.

The Company had sole funded 100% of the expenditures related to the Los Helados properties for the period from September 1, 2015, to August 31, 2022, as a result of elections by the exploration partner pursuant to the JEA not to fund its share of expenditures. The sole funding of expenditures at the Los Helados properties during this period resulted in dilution of NCR's interest, and corresponding increases to the Company's interest, as noted above.

The foregoing notwithstanding, NCR elected to exercise its right to fund its pro rata share of qualifying expenditures related to the Los Helados properties since September 1, 2022. Amounts contributed or contributable by NCR with respect to its funding commitment for the Los Helados properties are recorded as reductions to exploration and project investigation costs and total \$224,672 for the three months ended March 31, 2024 (2023: \$3,891,316).

While the Los Helados concessions are not subject to royalties, back-in rights, or other obligations in favour of third parties, pursuant to the terms of the JEA, a party's interest is automatically converted to a 0.5% net smelter return ("NSR") royalty if it is diluted to below 5%. In addition to a specific tax on mining activities, the Chilean government also levies royalties in the form of a mining tax on dividends paid by a Chilean mining company.

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
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Lunahuasi Project

The Company holds a 100% interest in the Lunahuasi Project, a high-grade copper-gold-silver deposit located on the Nacimiento I concession in San Juan Province, Argentina. Lunahuasi lies along the same major north-northeast structural trend that controls the Filo del Sol deposit located approximately 6 km to the south and the Los Helados deposit located approximately 9 km to the north.

The Nacimiento I concession was subject to a 3% NSR royalty, held by Filo Corp. ("Filo"), a related party by way of directors, officers and shareholders in common. The Company had a right to buy back two thirds of the royalty (i.e. a 2% NSR royalty) and on May 13, 2024, the Company exercised that right for cash consideration totaling US\$ 1.5 million, reducing Filo's NSR royalty on Lunahuasi to 1%.

The Nacimiento I concession is also subject to an additional third-party NSR royalty of 0.5% covering the first 10 years of production. The same third party is also entitled to a one-time payment of US\$ 2.0 million upon commencement of production at Nacimiento I.

Valle Ancho Properties

In November 2022, the Company secured a 100% interest in the Valle Ancho and Interceptor properties (collectively, the "Valle Ancho Properties"), located in Catamarca, Argentina, by making its formal submissions to the Province of Catamarca to evidence its completion of the US\$8.0 million minimum expenditure requirement.

**7. DUE TO EXPLORATION PARTNER**

The Company has an obligation to fund a partner's share of exploration expenditures related to the La Rioja properties (the "Obligation"). In accordance with the terms of the JEA between the Company and the partner, NCR, the Company has elected to settle the Obligation through funding NCR's share of exploration expenditures, which remained US\$3.4 million as at March 31, 2024, and has no defined timeline for settlement.

The Company considered the estimated timeframe required to expend the remaining US\$3.4 million on behalf of NCR at the La Rioja properties and has presented the remaining obligation as a non-current liability, discounted to its present value at an annual effective rate of 8%.

**8. SHARE CAPITAL**

The Company has authorized an unlimited number of voting common shares without par value.

**9. SHARE OPTIONS**

**a) Share option plan**

The Company has a share option plan, adopted by the Board of Directors on May 7, 2019, and amended May 19, 2022, which reserves an aggregate of 10% of the issued and outstanding shares of the Company for issuance upon the exercise of options granted. The granting, vesting and terms of the share options are at the discretion of the Board of Directors.

**NGEx Minerals Ltd.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three months ended March 31, 2024 and 2023**  
**(Presented in Canadian Dollars, unless otherwise stated)**  
**(Unaudited)**

**b) Share options outstanding**

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

	<b>Number of shares issuable pursuant to share options</b>	<b>Weighted average exercise price per share</b>
Balance at January 1, 2023	12,714,000	\$ 1.06
Options granted	1,500,000	6.21
Exercised	(1,780,001)	0.86
Balance at December 31, 2023	12,433,999	\$ 1.71
Exercised	(595,667)	0.63
Balance at March 31, 2024	11,838,332	\$ 1.76

The weighted average share price on the exercise date for the share options exercised during the three months ended March 31, 2024, was \$8.00.

The following table details the share options outstanding and exercisable as at March 31, 2024:

Exercise price	Outstanding options			Exercisable options		
	Options outstanding	Weighted average remaining contractual life (Years)	Weighted average exercise price	Options exercisable	Weighted average remaining contractual life (Years)	Weighted average exercise price
\$0.475	2,290,000	0.49	\$0.475	2,290,000	0.49	\$0.475
\$0.54	2,205,000	1.67	\$0.54	2,205,000	1.67	\$0.54
\$0.68	1,799,999	2.42	\$0.68	1,125,003	2.42	\$0.68
\$1.65	1,386,666	2.78	\$1.65	913,334	2.78	\$1.65
\$2.08	2,446,667	3.44	\$2.08	1,619,997	3.44	\$2.08
\$3.16	210,000	3.66	\$3.16	140,000	3.66	\$3.16
\$6.20	1,425,000	4.41	\$6.20	475,001	4.41	\$6.20
\$6.36	75,000	4.43	\$6.36	-	4.43	\$6.36
	<u>11,838,332</u>	2.43	\$1.76	<u>8,768,335</u>	2.08	\$1.29

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**c) Share-based compensation**

	<b>Three months ended</b>	
	<b>2024</b>	<b>March 31, 2023</b>
Exploration and project investigation	215,626	106,082
General and administration	679,925	460,162
	<b>895,551</b>	<b>566,244</b>

**10. EXPLORATION AND PROJECT INVESTIGATION**

The Company expensed the following exploration and project investigation costs for the three months ended March 31, 2024 and 2023:

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<b>Three months ended March 31,</b>		<b>Los Helados Project</b>	<b>Lunahuasi</b>	<b>Valle Ancho</b>	<b>Other</b>	<b>Total</b>
<b>2024</b>	Land holding and access costs	290,069	616	2,176	-	292,861
	Drilling, fuel, camp costs and field supplies	31,994	12,935,157	-	-	12,967,151
	Roadwork, travel and transport	14,794	2,519,927	1,693	-	2,536,414
	Engineering and conceptual studies	-	-	-	-	-
	Consultants, geochemistry and geophysics	37,961	423,270	-	-	461,231
	Environmental and community relations	2,314	94,191	-	18,427	114,932
	VAT and other taxes	19,945	4,792,060	4,440	9,324	4,825,769
	Office, field and administrative salaries, overhead and other administrative costs	143,533	926,297	29,077	5,613	1,104,520
	Share-based compensation	5,274	209,666	361	325	215,626
	COVID related health and safety	-	-	-	-	-
	<b>Total</b>	<b>545,884</b>	<b>21,901,184</b>	<b>37,747</b>	<b>33,689</b>	<b>22,518,504</b>
<b>2023</b>	Land holding and access costs	254,232	8,128	4,706	4,830	271,896
	Drilling, fuel, camp costs and field supplies	5,217,965	3,805,374	-	-	9,023,339
	Roadwork, travel and transport	830,538	547,050	-	4	1,377,592
	Engineering and conceptual studies	121,292	-	-	-	121,292
	Consultants, geochemistry and geophysics	652,487	146,824	1,622	-	800,933
	Environmental and community relations	34,106	13,172	-	-	47,278
	VAT and other taxes	1,216,792	985,492	9,103	4,997	2,216,384
	Office, field and administrative salaries, overhead and other administrative costs	474,386	642,912	33,098	6,494	1,156,890
	Share-based compensation	62,498	43,130	339	115	106,082
	COVID related health and safety	-	681	-	-	681
	<b>Total</b>	<b>8,864,296</b>	<b>6,192,763</b>	<b>48,868</b>	<b>16,440</b>	<b>15,122,367</b>

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**11. RELATED PARTY TRANSACTIONS**

Under the normal course of operations, the Company may undertake transactions or hold balances with related parties. Other than those related party transactions identified elsewhere in these condensed interim consolidated financial statements, from time to time, the Company may also engage with Filo with respect to the sharing of services.

**a) Related party services**

The Company has a cost sharing arrangement with Filo. Under the terms of this arrangement, the Company may, from time to time, provide management, technical, administrative and/or financial services (collectively, "Management Services") to Filo, and vice versa. These transactions were incurred in the normal course of operations, and are summarized as follows:

	<b>Three months ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
Management Services to Filo	53,201	106,580
Management Services from Filo	(49,123)	(149,439)

**b) Related party balances**

The amounts due from (to) related parties, and the components of the consolidated statements of financial position in which they are included, are as follows:

	<b>Related Party</b>	<b>March 31, 2024</b>	<b>December 31, 2023</b>
Receivables and other assets	Filo	56,766	67,466
Accounts payable and accrued liabilities	Filo	(56,354)	(52,858)

**c) Key management compensation**

The Company's key management personnel have the authority and responsibility for overseeing, planning, directing and controlling its activities and consist of the Board of Directors and members of the executive management team. Total compensation expense for key management personnel, and the composition thereof, is as follows:

	<b>Three months ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
Salaries and other payments	277,650	203,750
Short-term employee benefits	8,288	6,352
Directors fees	24,250	24,250
Stock-based compensation	603,076	382,198
	<b>913,264</b>	<b>616,550</b>



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**12. SEGMENTED INFORMATION**

The Company is principally engaged in the acquisition, exploration and development of mineral properties in South America. The information regarding mineral properties and exploration and project investigation costs presented in Notes 6 and 10, respectively, represent the manner in which management reviews its business performance. Materially all of the Company's mineral properties and exploration and project investigation costs relate to South America, particularly Chile and Argentina. The net gains on the use of marketable securities are allocated to the underlying projects for which the funding was provided. Materially all of the Company's administrative costs are incurred by the Canadian parent, where materially all of the Company's cash is held in the normal course of business until it is required to be deployed to the Company's South American subsidiaries in support of ongoing and planned work programs.

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The following are summaries of the Company's current and non-current assets, current liabilities, and net losses by segment:

		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Total</b>
<b>As at March 31, 2024</b>	Current assets	1,454,993	937,872	63,931,811	66,324,676
	Non-current receivables and other assets	292,171	-	-	292,171
	Equipment	165,521	5,805	-	171,326
	Mineral properties	3,635,983	-	-	3,635,983
	Total assets	5,548,668	943,677	63,931,811	70,424,156
	Current liabilities	1,259,829	10,730,750	1,435,357	13,425,936
	Due to exploration partner	-	-	650,276	650,276
	Total liabilities	1,259,829	10,730,750	2,085,633	14,076,212
		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Total</b>
<b>As at December 31, 2023</b>	Current assets	1,089,494	1,077,345	74,706,657	76,873,496
	Non-current receivables and other assets	413,267	-	-	413,267
	Equipment	185,358	5,670	-	191,028
	Mineral properties	3,815,124	-	-	3,815,124
	Total assets	5,503,243	1,083,015	74,706,657	81,292,915
	Current liabilities	768,887	5,670,081	750,870	7,189,838
	Due to exploration partner	-	-	634,740	634,740
	Total liabilities	768,887	5,670,081	1,385,610	7,824,578

**NGEx Minerals Ltd.**  
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<b>Three months ended March 31,</b>		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Other</b>	<b>Total</b>
<b>2024</b>	Exploration and project investigation	545,884	21,938,931	-	33,689	22,518,504
	Gain on use of marketable securities	-	(3,681,124)	-	-	(3,681,124)
	General and administration and other items	23,228	93,179	790,092	-	906,499
	<b>Net loss</b>	<b>569,112</b>	<b>18,350,986</b>	<b>790,092</b>	<b>33,689</b>	<b>19,743,879</b>
		<b>Los Helados Project</b>	<b>Lunahuasi &amp; Valle Ancho</b>	<b>Corporate</b>	<b>Other</b>	<b>Total</b>
<b>2023</b>	Exploration and project investigation	8,864,296	6,241,631	-	16,440	15,122,367
	Gain on use of marketable securities	-	(1,189,059)	-	-	(1,189,059)
	General and administration and other items	21,529	(115,182)	1,327,254	-	1,233,601
	<b>Net loss</b>	<b>8,885,825</b>	<b>4,937,390</b>	<b>1,327,254</b>	<b>16,440</b>	<b>15,166,909</b>

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**13. USE OF MARKETABLE SECURITIES**

From time to time, the Company may acquire and transfer marketable securities to facilitate intragroup funding transfers between the Canadian parent and its Argentine operating subsidiaries.

The Company does not acquire marketable securities or engage in these transactions for speculative purposes. In this regard, under this strategy, the Company generally uses marketable securities of large and well-established companies, with high trading volumes and low volatility. Nonetheless, as the process to acquire, transfer and ultimately sell the marketable securities occurs over several days, some fluctuations are unavoidable.

As the marketable securities are acquired with the intention of a near term sale, they are considered financial instruments that are held for trading. Accordingly, all changes in the fair value of the instruments, between acquisition and disposition, are recognized through profit or loss.

As a result of having utilized this mechanism for intragroup funding for the three months ended March 31, 2024, the Company realized a net gain of \$3,681,124 (2023: \$1,189,059). The net gain for the three months ended March 31, 2024, was comprised of a favorable foreign currency impact of \$4,706,730 (2023: \$1,431,840) and a trading loss of \$1,025,606 (2023: \$242,781), including the impact of fees and commissions.

# NGEx Minerals Corporate Directory

## Corporate Head Office

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1055 Dunsmuir Street,  
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Phone: +1 604 689 7842  
Fax: +1 604 689 4250

## Auditors

Pricewaterhouse Coopers LLP  
Vancouver, B.C. Canada

## Officers

Wojtek Wodzicki  
*President and CEO*

Jeff Yip  
*Chief Financial Officer*

Bob Carmichael  
*Vice President, Exploration*

Brent Bonney  
*Vice President, Corporate Development & Investor Relations*

Judy McCall  
*Corporate Secretary*

## Solicitors

Cassels Brock & Blackwell LLP  
Vancouver, B.C. Canada

## Registered and Records Office

Cassels Brock & Blackwell LLP  
2200 – 885 West Georgia Street  
Vancouver, B.C. V6C 3E8 Canada

## Registrar and Transfer Agent

Computershare Trust Company of Canada  
Vancouver, B.C. Canada  
Phone: +1 604 661 9400

## Directors

William Rand (Chair)  
Wojtek Wodzicki  
Adam I. Lundin  
Alessandro Bitelli  
Cheri Pedersen  
Neil O'Brien  
Axel Lundin

## Company Information

Brent Bonney, Investor Relations  
Email: [info@ngexminerals.com](mailto:info@ngexminerals.com)  
Phone: +1 604 689 7842

## Share Listing

TSX: NGEX  
OTCQX: NGXXF  
CUSIP: 65343P103