
MOGOTES METALS INC.
CONDENSED INTERIM CONSOLIDATED FINANCIAL
STATEMENTS
THREE MONTHS ENDED FEBRUARY 28, 2025
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

Notice To Reader

The accompanying unaudited condensed interim consolidated financial statements of Mogotes Metals Inc. (the "Company") have been prepared by and are the responsibility of management.

The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditors.

Mogotes Metals Inc.

Condensed Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

Unaudited

	As at February 28, 2025	As at November 30, 2024
ASSETS		
Current assets		
Cash	\$ 8,034,492	\$ 10,037,610
Amounts receivable	16,276	136,878
Prepaid expenses	226,418	327,313
Total current assets	8,277,186	10,501,801
Non-current assets		
VAT recoverable	948,862	824,552
Total assets	\$ 9,226,048	\$ 11,326,353
SHAREHOLDERS' EQUITY AND LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (note 10)	\$ 440,829	\$ 458,852
Total liabilities	440,829	458,852
Shareholders' equity		
Share capital (note 4)	22,992,499	21,444,651
Share-based payments (notes 6 and 7)	725,189	648,960
Warrants (note 8)	4,654,644	4,773,677
Accumulated other comprehensive loss	(616,165)	(315,419)
Deficit	(18,970,948)	(15,684,368)
Total shareholders' equity	8,785,219	10,867,501
Total shareholders' equity and liabilities	\$ 9,226,048	\$ 11,326,353

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

Nature of operations and going concern (note 1)

Commitments and contingencies (notes 9 and 14)

Subsequent events (note 15)

Mogotes Metals Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

Unaudited

	Three Months Ended February 28, 2025	Three Months Ended February 28, 2024
Expenses		
Exploration and evaluation expenditures (notes 9 and 10)	\$ 3,202,248	\$ 810,529
Professional fees (note 10)	86,993	51,772
Consulting (note 10)	158,484	69,147
General and administrative	185,890	116,068
Regulatory fees	56,618	35,260
Share-based payments (notes 6, 7 and 10)	76,229	-
Investor relations	64,770	31,250
Directors' fees (note 10)	30,000	-
	(3,861,232)	(1,114,026)
Other income		
Foreign exchange gain	397,514	95,179
Interest income	58,105	18,718
Net loss for the period	(3,405,613)	(1,000,129)
Other comprehensive loss		
Items that will be reclassified subsequently to income		
Currency translation	(300,746)	(20,051)
Total comprehensive loss for the period	\$ (3,706,359)	\$ (1,020,180)
Basic and diluted net loss per share	\$ (0.01)	\$ (0.01)
Weighted average number of common shares outstanding	239,760,994	115,558,337

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

Mogotes Metals Inc.

Condensed Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

Unaudited

	Three Months Ended February 28, 2025	Three Months Ended February 28, 2024
Operating activities		
Net loss for the period	\$ (3,405,613)	\$ (1,000,129)
Adjustments for:		
Share-based payments	76,229	-
Shares issued for property acquisition	1,547,848	-
Changes in non-cash working capital items:		
Amounts receivable	120,602	(30,757)
Prepaid expenses	100,895	(47,001)
VAT recoverable	(124,310)	(4,686)
Accounts payable and accrued liabilities	(18,023)	(99,098)
Net cash used in operating activities	(1,702,372)	(1,181,671)
Financing activities		
Special warrants issued for cash	-	10,799,163
Special warrants issue costs	-	(531,621)
Net cash provided by financing activities	-	10,267,542
Net change in cash	(1,702,372)	9,085,871
Net effect of currency translation	(300,746)	(20,051)
Cash, beginning of period	10,037,610	1,398,254
Cash, end of period	\$ 8,034,492	\$ 10,464,074
Supplemental cash flow information		
Broker warrants	\$ -	\$ 157,168
Shares issued for debt settlements	\$ -	\$ 168,750
Taxes paid in cash	\$ -	\$ -

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

Mogotes Metals Inc.

Condensed Interim Consolidated Statements of Changes in Equity

(Expressed in Canadian Dollars)

Unaudited

	Share capital	Special warrants	Share-based payments	Warrants	Accumulated other comprehensive loss	Deficit	Total
Balance, November 30, 2023	\$ 9,465,087	\$ -	\$ 136,788	\$ 671,021	\$ (29,312)	\$ (9,132,159)	\$ 1,111,425
Special warrants issued for cash	-	10,799,163	-	-	-	-	10,799,163
Special warrants issued for services	-	145,164	-	-	-	-	145,164
Special warrants issue costs	-	(688,789)	-	157,168	-	-	(531,621)
Allocation to special warrant reserve	-	(54,449)	54,449	-	-	-	-
Shares issued for debt settlement	168,750	-	-	-	-	-	168,750
Comprehensive loss for the period	-	-	-	-	(20,051)	(1,000,129)	(1,020,180)
Balance, February 29, 2024	\$ 9,633,837	\$ 10,201,089	\$ 191,237	\$ 828,189	\$ (49,363)	\$ (10,132,288)	\$ 10,672,701
Balance, November 30, 2024	\$ 21,444,651	\$ -	\$ 648,960	\$ 4,773,677	\$ (315,419)	\$ (15,684,368)	\$ 10,867,501
Shares issued for property acquisition	1,547,848	-	-	-	-	-	1,547,848
Warrants expired	-	-	-	(119,033)	-	119,033	-
Share-based payments	-	-	76,229	-	-	-	76,229
Comprehensive loss for the period	-	-	-	-	(300,746)	(3,405,613)	(3,706,359)
Balance, February 28, 2025	\$ 22,992,499	\$ -	\$ 725,189	\$ 4,654,644	\$ (616,165)	\$ (18,970,948)	\$ 8,785,219

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

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

1. Nature of operations and going concern

Mogotes Metals Inc. (the "Company" or "Mogotes") is a company incorporated under the *Business Corporations Act (Ontario)* on August 12, 2022 and is engaged in the business of locating and exploring mineral properties. Substantially all of the efforts of the Company are devoted to these business activities. Its registered and head office is located at 217 Queen Street West, Suite 401, Toronto, Ontario, M5V 0R2. On June 12, 2024, the Company's common shares began trading on the TSX Venture Exchange ("TSX-V") under the symbol "MOG".

These unaudited condensed interim consolidated financial statements were prepared on a going concern basis of presentation, which assumes that the Company will continue operations for the foreseeable future and be able to realize the carrying value of its assets and discharge its liabilities and commitments in the normal course of business.

As at February 28, 2025, the Company had not yet achieved profitable operations and expects to incur further losses in the development of its business, all of which constitutes a material uncertainty which casts significant doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to raise future equity financing to fund its operations and advance the development of its business.

These unaudited condensed interim consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate. These adjustments could be material. Management is actively pursuing funding options, being financing and alternative funding options, required to meet the Company's requirements on an ongoing basis. To meet the challenges of the current climate in the financial markets, the Company is minimizing its expenditures.

2. Significant accounting policies

Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IFRS Interpretations Committee. These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRS issued and outstanding as of January 1, 2024. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the period ended November 30, 2024. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the period ending November 30, 2025 could result in restatement of these unaudited condensed interim consolidated financial statements. These adjustments could be material.

The unaudited condensed interim consolidated financial statements were approved by the Board of Directors of the Company on April 21, 2025.

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

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3. Critical accounting estimates and judgments

The preparation of the unaudited condensed interim consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of assets and liabilities at the date of the consolidated financial statements and the reported amounts of expenses during the reporting periods. Actual results could differ from those estimates and such differences could be significant. The following are the critical assumptions and estimates that the Company has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements.

Going concern

The preparation of these unaudited condensed interim consolidated financial statements requires management to make estimates regarding the going concern of the Company, as discussed in note 1.

Share-based payments

The fair value of share-based payments including the grant of warrants are estimated using the Black-Scholes option pricing model. There are a number of estimates used in the calculation, such as forfeiture rates, expected life, and share price volatility which can vary from actual future events. The factors applied in the calculation are management's best estimates based on historical information and future forecasts.

4. Share capital

(a) Authorized share capital

As at February 28, 2025, the authorized share capital of the Company is an unlimited number of shares, without par value.

(b) Common shares issued

	Number of common shares	Amount
Balance, November 30, 2023	113,063,832	\$ 9,465,087
Shares issued pursuant to an agreement (i)	2,500,000	-
Shares issued for debt settlement (ii)	1,125,000	168,750
Shares issued for property acquisition ((iii) and note 9)	4,000,000	-
Balance, February 29, 2024	120,688,832	\$ 9,633,837
Balance, November 30, 2024	236,795,768	\$ 21,444,651
Shares issued for property acquisition (iv)	10,674,815	1,547,848
Balance, February 28, 2025	247,470,583	\$ 22,992,499

- i) In connection with the Company's February 17, 2023 private placement, a certain shareholder entered into an agreement with the Company, whereby in the event the Company did not complete an initial public offering of at least \$5,000,000 gross proceeds or become listed on a recognized stock exchange by December 31, 2023, that the Company would issue an additional 2,500,000 common shares for \$nil consideration to the shareholder (issued in January 2024).

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

4. Share capital (continued)

(b) Common shares issued (continued)

- (ii) On February 13, 2024, the Company issued 1,125,000 common shares (valued at \$168,750) for debt settlement with a company associated with the Company's director.
- (iii) On February 13, 2024, the Company issued 4,000,000 additional common shares for \$nil consideration pursuant to a downside protection clause in the Filo Sur Option Agreement as described in note 9.
- (iv) On February 3, 2025, the Company issued 10,674,815 common shares (valued at \$1,547,848) in satisfaction of the CMP Option Agreement (see note 9).

5. Special warrants

	Number of special warrants	Amount
Balance, November 30, 2023	-	\$ -
Private placements (i)(ii)	71,994,417	10,799,163
Special warrants issued for finders' fees (i)	967,753	145,164
Special warrants issue costs (i)	-	(688,789)
Allocation to special warrant reserve (i)	-	(54,449)
Balance, February 29, 2024	72,962,170	\$ 10,201,089
Balance, November 30, 2024 and February 28, 2025	-	\$ -

- (i) On January 31, 2024, the Company closed a private placement pursuant to which it issued 71,875,017 special warrants (the "Special Warrants") at a price of \$0.15 per Special Warrant to raise gross proceeds of \$10,781,253. Each Special Warrant entitles the holder to acquire one unit upon the exchange of the Special Warrant. Each unit consists of one common share of the Company and one-half of one common share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.30 per share and expires in 3 years from the closing date. In connection with the private placement, the Company issued 967,753 Special Warrants were issued to satisfy finders' fees in the amount of \$145,164 payable by the Company as partial commission in connection with the private placement.

The Company also issued 1,770,501 finders' warrants to the agents. Each finders' warrant is exercisable for 2 years after the listing date with exercise price of \$0.15 per share. The 1,770,501 finders' warrants were assigned a value of \$157,168 using the Black-Scholes valuation model using the assumptions: expected life of 2.5 years, expected volatility of 100%, risk-free rate of 4.0%, and expected dividend yield of 0%.

- (ii) On February 15, 2024, the Company closed a private placement pursuant to which it issued 119,400 Special Warrants at a price of \$0.15 per Special Warrant to raise gross proceeds of \$17,910.

The Special Warrants were converted to units on June 12, 2024.

The 36,481,085 warrants were assigned a value of \$2,952,531 using the Black-Scholes valuation model using the weighted average assumptions: expected life of 2.6 years, expected volatility of 99%, risk-free rate of 3.5%, and expected dividend yield of 0%.

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

6. Stock options

On August 12, 2022, the Company adopted a stock option plan that authorizes the Company to issue up to a maximum of 10% of its issued common shares. The term, exercise price, and vesting conditions of the options are fixed by the Company's Board of Directors at the time of grant.

	Number of stock options	Weighted average exercise price
Balance, November 30, 2023 and February 29, 2024	600,000	\$ 0.30
Balance, November 30, 2024 and February 28, 2025	6,300,000	\$ 0.24

During the three months ended February 28, 2025, the total share-based payments for the stock options amounted to \$38,010 (2024 - \$nil).

The following table reflects the stock options issued and outstanding as of February 28, 2025:

Expiry date	Exercise price (\$)	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options exercisable
May 6, 2026	0.23	1.18	5,700,000	3,800,000
December 31, 2026	0.30	1.84	600,000	600,000
	0.24	1.25	6,300,000	4,400,000

7. Restricted Share Units ("RSUs")

On August 12, 2022, the Company adopted a RSU plan that authorizes the Company to issue up to a fixed maximum limit of 5,000,000 RSUs.

	RSUs outstanding
Balance, November 30, 2023 and February 29, 2024	-
Balance, November 30, 2024 and February 28, 2025	1,000,000

During the three months ended February 28, 2025, the total share-based payments for the RSUs amounted to \$38,219 (2024 - \$nil).

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

8. Warrants

	Number of warrants	Weighted average exercise price
Balance, November 30, 2023	14,898,676	\$ 0.11
Issued	1,770,501	0.15
Balance, February 29, 2024	16,669,177	0.11
Balance, November 30, 2024	63,957,177	\$ 0.28
Expired	(728,676)	0.30
Balance, February 28, 2025	63,228,501	\$ 0.28

The following table reflects the warrants outstanding as of February 28, 2025:

Expiry date	Exercise price (\$)	Number of warrants outstanding
March 16, 2025	0.30	70,000
June 12, 2026	0.15	1,770,501
June 12, 2026	0.17	682,598
March 26, 2026	0.14	36,000
January 31, 2027	0.30	54,669,402
October 7, 2027	0.10	6,000,000
	0.28	63,228,501

9. Exploration and evaluation expenditures

	Three Months Ended February 28, 2025	Three Months Ended February 28, 2024
Filo Sur Project		
Acquisition and claims maintenance	\$ 2,008,124	\$ 14,127
Geologists and consulting	279,116	168,885
Logistics and field assistants	204,070	67,459
Land access	110,428	-
Camp - Services, equipment and consumables	123,434	107,030
Rental and buildings	41,693	34,814
Camp infrastructure	-	70,147
Vehicle hire	65,992	108,292
Travel and accommodation	18,704	14,113
Analysis	51,589	3,829
Drilling	-	144,496
Geophysics	256,174	57,121
Environmental	42,924	20,216
	\$ 3,202,248	\$ 810,529

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

9. Exploration and evaluation expenditures (continued)

Filo Sur Project

The Company's principal property is the Filo Sur Project. The Filo Sur Project consists various claims located in the Province of San Juan, Argentina and in Chile. The Filo Sur Project is adjacent to the international border between Chile and Argentina and the Atacama region in Northern Chile.

Golden Argentina Properties

In September 2022, the Company entered into an agreement (the "Filo Sur Option Agreement") to earn up to 85% interest in the Filo Sur Project, located in the Province of San Juan, Argentina and in Chile.

Pursuant to the terms of the Filo Sur Option Agreement in order to earn an 80% interest the Filo Sur Project, the Company is required to:

- Issue 4,000,000 common shares Make a cash payment of \$150,000 and incur a sum of \$300,000 of expenditures on the property on or before May 4, 2023 (completed);
- Make a cash payment of \$250,000 and incur a further sum of \$500,000 of expenditures on the property on or before May 4, 2024 (completed);
- Make a cash payment of \$350,000 and incur a further sum of \$1,000,000 of expenditures on the property on or before May 4, 2025 (completed);
- Make a cash payment of \$450,000 and incur a further sum of \$1,500,000 of expenditures on the property on or before May 4, 2026 (completed); and
- Make a cash payment of \$550,000 and incur a further sum of \$1,700,000 of expenditures on the property on or before May 4, 2027.

Upon the Company exercising the Filo Sur option, a joint venture company ("JVco") will be incorporated, with 80% of JVco shares held by the Company and the remaining 20% to be held by the vendors. The Company may increase its interest to 85%, through the issue of additional shares of JVco to the Company at no cost to the Company, in the event that the board of directors of JVco determines to commence the development of a mine on the property in accordance with a feasibility study.

On April 19, 2023, the Company issued 4,000,000 common shares with a fair value of \$1,200,000 in satisfaction of the Filo Sur option payments due on or before May 4, 2023, 2024, 2025 and 2026 as per the amended option agreement.

The amended option agreement also contains a price adjustment clause, where in the event the company completes an initial public offering at a price per share less than \$0.30, then the company will issue additional common shares to the optionor to bring the total value of share consideration paid at the initial public offering price equal to \$1,200,000 as required per the option agreement. See note 4(b)(iii).

On February 10, 2025, the Company amended the Filo Sur Option Agreement to acquire a 100% interest in the Filo Sur Project by:

- Making a cash payment of US\$550,000 within five days of receiving conditional approval from the TSX-V (completed in March 2025);
- Investing \$450,000 in the vendor via a private placement, subscribing for units ("Units") priced at the greater of \$0.05 or the maximum discounted price permitted by the TSX-V. Each Unit will consist of one common share and one common share purchase warrant exercisable at \$0.08 for a 3 year term (completed in March 2025);
- Issuing 10,714,285 common shares of the Company to the vendor, on the date date it makes the cash payment and investment (completed in March 2025); and

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

9. Exploration and evaluation expenditures (continued)

- On or before the first anniversary of the closing date (the "Final Closing Date"), the Company will issue additional shares valued at \$1,500,000. The number of shares will be determined by the volume-weighted average trading price on the TSX-V, subject to a minimum price threshold. If the share price is below the threshold, the Company may pay the difference in cash or, with TSX-V approval, additional shares. The Company may also choose, at its discretion, to pay the entire \$1,500,000 in cash instead of issuing shares.

At the Final Closing Date, the Company will grant the vendor a 1.5% NSR on the properties. The Company retains the right to purchase 0.5% NSR for \$2,000,000.

The amendment was approved by TSX-V on March 26, 2025.

Mogotes 10 Property

In February 2023, the Company, through its subsidiary, entered into an option agreement (the "SJM Option Agreement") to acquire a 100% interest in the Mogotes 10 Property, located in the Province of San Juan, Argentina.

Pursuant to the terms of the SJM Option Agreement, the Company is required to:

- Make an aggregate payment of US\$45,000 (US\$15,000 paid); and
- Incur exploration expenses in the amount of US\$100,000, inclusive of expenses required in order to keep the property in good standing.

The vendor will retain 1.5% net smelter returns royalty ("NSR") from the property, provided that such NSR may not exceed US\$200,000.

Chile optioned properties

On September 27, 2023, the Company, through its subsidiary, entered into an option agreement (the "Vicuna Option Agreement") to earn a 100% interest in the Chile optioned properties. Pursuant to the terms of the Vicuna Option Agreement, as amended in January 2025, the Company acquired a 100% interest in the Chile optioned properties by:

- Making a cash payment of US\$25,000 on the date of entering into the Vicuna Option Agreement (completed);
- Making a cash payment of US\$50,000 on the earlier of (a) the 1st anniversary of the Vicuna Option Agreement, or (b) within 10 days after the Company begins first drilling on the properties (completed);
- Making a cash payment of US\$150,000 by January 15, 2025 (completed).

The vendor retains a 1% NSR from production from the Chile optioned properties.

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

9. Exploration and evaluation expenditures (continued)

CMP Option Agreement

In January 2025, the Company, through its subsidiary, entered into an option agreement with Compania Minera del Pacifico S.A ("CMP") to acquire up to an 80% ownership in a company that will hold the rights to the mining properties in the Vicuna copper-gold-silver District (the "CMP Option Agreement"). The option is contingent on fulfilling specific exploration, payments and reimbursement obligations:

- Making a cash payment of US\$150,000 and issuing Mogotes' shares valued at US\$1,000,000 on the date of entering into the CMP Option Agreement (completed, 10,674,815 shares issued);
- Making a cash payment of US\$100,000 and issuing Mogotes' shares valued at \$500,000 within one year of the signing of the CMP Option Agreement;
- Making a cash payment of US\$50,000 and issuing Mogotes' shares valued at \$500,000 within five years of the signing of the CMP Option Agreement; and
- Exploration commitments of:
 - US\$1,000,000 per year in exploration expenditure on the properties to maintain the option;
 - A total of US\$5,000,000 in aggregate over 5 years;
 - Expenditure done in advance can be applied as a credit to future years; and
 - Reimbursement of payment of all mining patent costs during the option period.

At the conclusion of the 5 year option period, the Company must contribute an NI 43-101 compliant resource estimate and all mining information into a special purpose company ("SPV") to be formed to hold the properties, and will be a 70% shareholder of this new company and will sole fund exploration from this point forward.

The Company may earn an additional 10% of the properties (via an increase in its shareholding in the SPV) by delivering (at its sole cost) a Preliminary Economic Assessment with a minimum internal rate of return (IRR) of 15% within a period of 12 months from the exercise of the option, or up to 36 months if it pays an additional penalty.

From the date that the Company's share of the SPV increases to 80%, CMP and the Company will contribute their pro rata share to ongoing project funding requirements. Any party that does not contribute will have their share diluted according to the agreement. If CMP's stake falls below 10% its equity share will be replaced by a 2% NSR on all products except any iron Ore. CMP will retain rights to iron ore throughout this option agreement including after exercise.

Mogotes Metals Inc.

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Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

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10. Related party transactions

Key management include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management consist of executive and non-executive members of the Company's Board of Directors and corporate officers and/or companies controlled by those individuals.

The remuneration attributed to key management during the three months ended February 28, 2025 can be summarized as follows:

	Three Months Ended February 28, 2025	Three Months Ended February 28, 2024
Consulting (i)(ii)(iii)	\$ 68,000	\$ 68,750
Exploration and evaluation expenditures (ii)	31,140	44,103
Professional fees (iv)	14,690	15,860
Directors' fees	30,000	-
Special warrants issue costs (ii)	-	193,552
Share-based payments	29,341	-
	\$ 173,171	\$ 322,265

- (i) During the three months ended February 28, 2025, the Company incurred consulting fees of \$50,000 (2024 - \$50,000) to a company associated with the Company's President and CEO. As at February 28, 2025, \$33,333 (November 30, 2024 - \$16,667) was due to the company, and is included in accounts payable and accrued liabilities. These amounts are unsecured, non-interest bearing, with no fixed terms of repayment.
- (ii) During the three months ended February 28, 2025, the Company incurred geological services fees of \$31,140 (2024 - \$44,103), consulting fees of \$nil (2024 - \$18,750), and special warrants issue costs of \$nil (2024 - \$193,552) to a consulting group associated with the Company's director. As at February 28, 2025, \$nil (November 30, 2024 - \$169,202) was due to the company, and is included in accounts payable and accrued liabilities. These amounts are unsecured, non-interest bearing, with no fixed terms of repayment.
- (iii) During the three months ended February 28, 2025, the Company incurred consulting fees of \$18,000 (2024 - \$nil) to a company associated with the Company's director. As at February 28, 2025, \$16,000 (November 30, 2024 - \$8,000) was due to the company, and is included in accounts payable and accrued liabilities. These amounts are unsecured, non-interest bearing, with no fixed terms of repayment.
- (iv) During the three months ended February 28, 2025, the Company incurred professional fees of \$14,690 (2024 - \$15,860) to Marrelli Support Services Inc. ("Marrelli") for an employee of Marrelli to act as the Chief Financial Officer of the Company. As at February 28, 2025, \$2,883 (November 30, 2024 - \$3,109) was due to Marrelli, and is included in accounts payable and accrued liabilities. These amounts are unsecured, non-interest bearing, with no fixed terms of repayment.

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

11. Financial risk factors

The Company's risk exposures and the impact on the Company's financial statements are summarized below.

Credit risk

The financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. The Company mitigates its exposure to credit loss by placing its cash with major financial institutions and believes that its amounts receivable credit risk exposure is limited.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with financial liabilities as they come due. Accounts payable and accrued liabilities are all current. The Company monitors its liquidity position and budgets future expenditures, in order to ensure that it will have sufficient capital to satisfy liabilities as they come due.

As at February 28, 2025, the Company has accounts payable and accrued liabilities of \$440,829 (November 30, 2024 - \$458,852) due within 12 months and has cash of \$8,034,492 (November 30, 2024 - \$10,037,610) to meet its current obligations.

The Company obtains its financing through private placements. Negative trends in the general equity market and the fall in commodity prices can adversely impact the Company's ability to obtain financing at favourable terms. If the Company cannot obtain the necessary financing to fund its operating and exploration activities, the Company might not be able to continue as a going concern entity. There can be no assurance that additional financing, if and when required, will be available or on terms acceptable to the Company.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and price risk.

Interest rate risk

The Company is exposed to interest rate risk to the extent that the cash maintained at the financial institution is subject to floating rates of interest. The interest rate risk on cash is not considered significant.

Foreign currency risk

Foreign currency risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate because of changes in foreign exchange rates. The Company's property interests in Argentina make it subject to foreign currency fluctuations and inflationary pressures which may adversely affect the Company's financial position, profit or loss and cash flows. The Company is affected by changes in exchange rates between the Canadian Dollar and foreign currencies. As at February 28, 2025, a portion of the Company's net assets were held in US Dollars (US\$791,815). A 10% change in the Canadian Dollar against the US Dollar would have not have a significant effect based on foreign currency balances.

Price risk

The Company has limited exposure to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's profit or loss due to movements in individual equity prices or general movements in the level of the stock market.

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

12. Capital risk management

Capital is comprised of the Company's shareholders' equity. As of February 28, 2025, the Company's shareholders' equity was \$8,785,219 (November 30, 2024 - \$10,867,501). The Company manages its capital structure to maximize its financial flexibility making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital. The Company is currently not subject to externally imposed capital requirements. There were no changes to the Company's capital management during the three months ended February 28, 2025.

13. Segment information

The Company primarily operates in one reportable operating segment, being the exploration and evaluation of mineral exploration properties in Argentina and Chile. The Company has administrative offices in Toronto, Canada. Geographical information is as follows:

February 28, 2025	Canada	Argentina	Chile	Total
Assets				
Current assets	\$ 7,829,215	\$ 375,323	\$ 72,648	\$ 8,277,186
Non-current assets	-	902,236	46,626	948,862
	\$ 7,829,215	\$ 1,277,559	\$ 119,274	\$ 9,226,048
Liabilities				
Current liabilities	\$ 187,218	\$ 253,590	\$ 20	\$ 440,828
November 30, 2024	Canada	Argentina	Chile	Total
Assets				
Current assets	\$ 9,517,230	\$ 967,983	\$ 16,588	\$ 10,501,801
Non-current assets	-	790,796	33,756	824,552
	\$ 9,517,230	\$ 1,758,779	\$ 50,344	\$ 11,326,353
Liabilities				
Current liabilities	\$ 260,779	\$ 198,059	\$ 14	\$ 458,852

Mogotes Metals Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended February 28, 2025

(Expressed in Canadian Dollars)

Unaudited

13. Segment information (continued)

Three months ended February 28, 2025	Canada	Argentina	Chile	Total
Expenses				
Exploration and evaluation expenditures	\$ -	\$ 1,025,498	\$ 2,176,750	\$ 3,202,248
Professional fees	86,993	-	-	86,993
Consulting	158,484	-	-	158,484
General and administrative	68,861	71,510	45,519	185,890
Regulatory fees	56,618	-	-	56,618
Share-based payments	76,229	-	-	76,229
Investor relations	64,770	-	-	64,770
Directors' fees	30,000	-	-	30,000
	(541,955)	(1,097,008)	(2,222,269)	(3,861,232)
Other income				
Foreign exchange gain (loss)	350,627	48,059	(1,172)	397,514
Interest income	58,105	-	-	58,105
Net loss for the period	\$ (133,223)	\$ (1,048,949)	(2,223,441)	\$ (3,405,613)
Three months ended February 29, 2024	Canada	Argentina	Chile	Total
Expenses				
Exploration and evaluation expenditures	\$ -	\$ 803,590	\$ 6,939	\$ 810,529
Professional fees	51,772	-	-	51,772
Consulting	69,147	-	-	69,147
General and administrative	52,959	42,273	20,836	116,068
Regulatory fees	35,260	-	-	35,260
Investor relations	31,250	-	-	31,250
	(240,388)	(845,863)	(27,775)	(1,114,026)
Other income				
Foreign exchange gain (loss)	136,179	(41,982)	982	95,179
Interest income	18,718	-	-	18,718
Net loss for the period	\$ (85,491)	\$ (887,845)	(26,793)	\$ (1,000,129)

14. Commitments and contingencies

Environmental contingencies

The Company's mineral exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

15. Subsequent events

On March 16, 2025, 70,000 warrants expired unexercised.