



ORESTONE MINING CORP.
(An Exploration Stage Company)

**Condensed Consolidated Interim Financial Statements
(Unaudited)**

**Nine months ended
October 31, 2023 and 2022**

Orestone Mining Corp.
Suite 407 – 325 Howe Street
Vancouver, British Columbia, Canada V6C 1Z7

Trading Symbol: ORS
Telephone: 604-629-1929



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**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

In accordance with National instrument 51-102, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the financial statements.

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

ORESTONE MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars)

	Note	October 31, 2023 (Unaudited)	January 31, 2023 (Audited)
ASSETS			
Current			
Cash		\$ 9,612	\$ 151,297
GST receivable		961	2,158
Prepaid expenses	8	4,475	6,229
		<u>15,048</u>	<u>159,684</u>
Non-current			
Exploration and evaluation assets	5	3,164,125	3,161,468
Reclamation bonds	5	25,900	25,900
		<u>3,190,025</u>	<u>3,187,368</u>
		<u>\$ 3,205,073</u>	<u>\$ 3,347,052</u>
LIABILITIES			
Current			
Trade and other payables		\$ 37,700	\$ 25,243
Due to related parties	8	104,294	59,478
		<u>141,994</u>	<u>84,721</u>
SHAREHOLDERS' EQUITY			
Share capital	6	9,408,395	9,408,395
Reserves	6	3,421,445	3,421,445
Deficit		(9,766,761)	(9,567,509)
		<u>3,063,079</u>	<u>3,262,331</u>
		<u>\$ 3,205,073</u>	<u>\$ 3,347,052</u>

Nature of Operations and Going Concern (Note 1)

These consolidated financial statements are authorized for issue by the Board of Directors on December 29, 2023. They are signed on the Company's behalf by:

"David Hottman"

David Hottman, Director

"Gary Nordin"

Gary Nordin, Director

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

ORESTONE MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
(Expressed in Canadian dollars; Unaudited)

	Note	Three months ended October 31,		Nine months ended October 31,	
		2023	2022	2023	2022
Expenses					
Filing fees		\$ 687	\$ 679	\$ 16,696	\$ 9,805
Marketing		-	5,698	28,964	7,946
Office, rent and miscellaneous	8	9,485	9,558	31,693	30,440
Professional fees	8	7,300	30,754	51,300	68,115
Salaries, benefits and consulting fees	8	3,571	41,429	60,616	133,460
Travel	8	-	-	6,350	3,649
		<u>21,043</u>	<u>88,118</u>	<u>195,619</u>	<u>253,415</u>
Other items					
Flow-through share premium reversal	12	-	(1,544)	-	(31,845)
Foreign exchange loss (gain)		(103)	(1,581)	3,637	(5,120)
Commission charges		-	-	-	20
Loss on sale of marketable securities	4	-	-	-	5
Interest income		(1)	-	(4)	(2)
		<u>(104)</u>	<u>(3,125)</u>	<u>3,633</u>	<u>(36,942)</u>
Net loss before income taxes		<u>20,939</u>	<u>84,993</u>	<u>199,252</u>	<u>216,473</u>
Total comprehensive loss for the period		<u>\$ 20,939</u>	<u>\$ 84,993</u>	<u>\$ 199,252</u>	<u>\$ 216,473</u>
Basic and diluted loss per share	7	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>
Weighted average number of common shares outstanding	7	<u>56,660,232</u>	<u>56,660,232</u>	<u>56,660,232</u>	<u>56,660,232</u>

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

ORESTONE MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian dollars)

	Share capital		Reserves				Total shareholders' equity
	Number of shares	Amount	Warrants	Agent's Warrants	Share-based payments	Deficit	
Balance as at January 31, 2022 (Audited)	56,660,232	\$ 9,408,395	\$ 2,131,096	\$ 98,399	\$ 1,191,950	\$ (9,348,052)	\$ 3,481,788
Net loss and comprehensive loss	-	-	-	-	-	(216,473)	(216,473)
Balance as at October 31, 2022 (Unaudited)	56,660,232	9,408,395	2,131,096	98,399	1,191,950	(9,564,525)	3,265,315
Net loss and comprehensive loss	-	-	-	-	-	(2,984)	(2,984)
Balance as at January 31, 2023 (Audited)	56,660,232	9,408,395	2,131,096	98,399	1,191,950	(9,567,509)	3,262,331
Net loss and comprehensive loss	-	-	-	-	-	(199,252)	(199,252)
Balance as at October 31, 2023 (Unaudited)	56,660,232	\$ 9,408,395	\$ 2,131,096	\$ 98,399	\$ 1,191,950	\$ (9,766,761)	\$ 3,063,079

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

ORESTONE MINING CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars; Unaudited)

		Nine months ended October 31,	
	Note	2023	2022
Cash provided by (used for):			
Operating activities			
Net loss		\$ (199,252)	\$ (216,473)
Items not involving cash:			
Loss on sale of marketable securities		-	5
Flow-through premium reversal	12	-	(31,845)
Changes in non-cash working capital items:			
GST receivable		1,197	5,994
Prepaid expenses		1,754	59,719
Trade and other payables		12,457	(167,412)
Due to related parties		44,816	(6,202)
Cash (used in) operating activities		<u>(139,028)</u>	<u>(356,214)</u>
Investing activities			
Exploration and evaluation assets	5	(4,061)	(170,509)
BC METC refund		1,404	-
Cash (used in) investing activities		<u>(2,657)</u>	<u>(170,509)</u>
Financing activities			
Proceeds from sale of marketable securities	4	-	15
Cash provided by financing activities		<u>-</u>	<u>15</u>
Net decrease in cash		(141,685)	(526,708)
Cash - beginning of the period		<u>151,297</u>	<u>753,796</u>
Cash - end of the period		<u>\$ 9,612</u>	<u>\$ 227,088</u>

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

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements
For the nine months ended October 31, 2023 and 2022
(Unaudited: expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Orestone Mining Corp. (the “Company” or “Orestone”) was incorporated under the Business Corporations Act (British Columbia) on April 30, 2007 and its principal business activity is the acquisition and exploration of mineral properties. The address of the Company’s registered and head office is 19th Floor, 885 West Georgia Street, Vancouver, BC V6C 3H4. The Company’s shares are listed on the TSX Venture Exchange and trade under the symbol “ORS”.

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to raise adequate financing to develop its exploration and evaluation assets, and to commence profitable operations in the future. To date, the Company has not generated any significant revenues and is considered to be in the exploration stage. These uncertainties may cast significant doubt about the Company’s ability to continue as a going concern.

Management’s plan includes continuing to pursue additional sources of financing through equity offerings, seeking joint venture partners to fund exploration, monitoring exploration activity and reducing overhead costs. Should the Company be unable to realize on its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded on the consolidated financial statements of financial position. These consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that may be necessary should the Company be unable to continue in existence.

		October 31, 2023	January 31, 2023
Deficit	\$	(9,766,761)	\$ (9,567,509)
Working capital (deficiency)	\$	(126,946)	\$ 74,963

2. BASIS OF PRESENTATION

(a) Statement of compliance

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance and compliance with International Accounting Standards (“IAS”) 34 “Interim Financial Reporting” (“IAS 34”) using accounting policies consistent with IFRS issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

(b) Basis of preparation

These condensed consolidated interim financial statements have been prepared on a historical cost basis except for marketable securities classified and measured at fair value through profit or loss. In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The preparation of these condensed consolidated interim financial statements in conformity with IAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements.

These condensed consolidated interim financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation.

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES

These unaudited condensed consolidated interim financial statements have been prepared in accordance with IFRS as issued by the IASB on a basis consistent with those followed in the Company's most recent annual financial statements for the year ended January 31, 2023.

These unaudited condensed consolidated interim financial statements do not include all note disclosures required by IFRS for annual financial statements, and therefore should be read in conjunction with the annual financial statements for the year ended January 31, 2023. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. Operating results for the nine months period ended October 31, 2023 are not necessarily indicative of the results that may be expected for the current fiscal year ending January 31, 2024.

4. MARKETABLE SECURITIES

During June 2022, the Company sold its 333 Milrock Resources Inc. shares for net proceeds of \$15, resulting in a realized loss on sale of marketable securities of \$5 recorded during the year ended January 31, 2023.

5. EXPLORATION AND EVALUATION ASSETS

Captain Property

The Company owns a 100% interest in certain mineral claims comprising the Captain Property located near Fort St. James, British Columbia. A portion of these claims are subject to a 1% net smelter return royalty on gold produced from these claims, of which 0.5% can be purchased by the Company at any time for \$500,000.

As at October 31, 2023, the Company had issued a \$25,900 reclamation bond (January 31, 2023 - \$25,900) to the Ministry of Energy, Mines and Petroleum Resources of British Columbia to guarantee reclamation of the environment on the Captain Property.

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS, (Continued)

	Captain Property
Property acquisition costs	
Balance, January 31, 2023	\$ 329,683
Permitting and licensing	707
Balance, October 31, 2023	<u>330,390</u>
Deferred exploration costs	
Balance, January 31, 2023	<u>3,192,161</u>
Assays	921
Travel and accommodation	2,433
Balance, October 31, 2023	<u>3,195,515</u>
Mining exploration tax credit	
Balance, January 31, 2023	(360,376)
Additions	(1,404)
Balance, October 31, 2023	<u>(361,780)</u>
Total	<u>\$ 3,164,125</u>

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS, (Continued)

	Captain Property
Property acquisition costs	
Balance, January 31, 2022	\$ 301,554
Permitting and licensing	500
Staking claims	27,629
Balance, January 31, 2023	<u>329,683</u>
Deferred exploration costs	
Balance, January 31, 2022	<u>2,956,498</u>
Assays	4,703
Core and core cutting	1,350
Drilling	54,979
Field supplies	365
Maps, drafting, reproductions	7,414
Geological consulting	92,431
Geophysics	49,490
Other exploration expenditures	5,107
Travel and accommodation	7,181
Meals	7,944
Truck rental	4,699
Balance, January 31, 2023	<u>3,192,161</u>
Mining exploration tax credit	
Balance, January 31, 2022	(360,376)
Additions	-
Balance, January 31, 2023	<u>(360,376)</u>
Total	<u>\$ 3,161,468</u>

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

6. SHARE CAPITAL

a. Authorized

There are an unlimited number of common shares without par value.

b. Share issuance

There was no share issuance during the nine months ended October 31, 2023 and during the fiscal year 2023.

c. Share purchase option compensation plan

The Company has adopted an incentive share option plan, which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the TSX Venture Exchange requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the common shares to be outstanding at closing. Such options will be exercisable for a period of up to 5 years from the date of grant. In connection with the foregoing, the number of common shares reserved for issuance to any individual director or officer will not exceed 5% of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed 2% of the issued and outstanding common shares.

The continuity of options is as follows:

Expiry date	Exercise price (\$)	January 31, 2022	Issued	Expired / cancelled	January 31, 2023	Issued	Expired / cancelled	October 31, 2023
November 22, 2022	0.15	350,000	-	(350,000)	-	-	-	-
April 28, 2023	0.15	400,000	-	-	400,000	-	(400,000)	-
October 4, 2023	0.15	150,000	-	-	150,000	-	(150,000)	-
June 3, 2024	0.15	915,000	-	-	915,000	-	-	915,000
August 29, 2024	0.20	290,000	-	-	290,000	-	-	290,000
June 8, 2025	0.12	1,150,000	-	-	1,150,000	-	-	1,150,000
April 1, 2026	0.12	1,615,000	-	-	1,615,000	-	-	1,615,000
Options outstanding		4,870,000	-	(350,000)	4,520,000	-	(550,000)	3,970,000
Options exercisable		4,870,000	-	(350,000)	4,520,000	-	(550,000)	3,970,000
Weighted average exercise price (\$)		\$ 0.14	\$Nil	\$ 0.15	\$ 0.13	\$Nil	\$ 0.15	\$ 0.13

At October 31, 2023, the weighted average remaining life of the outstanding and exercisable options is 1.65 years (January 31, 2023 – 2.15 years).

The assumptions used in the Black Scholes Option Pricing Model to estimate the fair value of options were:

	2023	2022
Risk-free interest rate	Nil	Nil
Expected stock price volatility	Nil	Nil
Expected option life in years	Nil	Nil
Expected dividend yield	Nil	Nil
Forfeiture rate	Nil	Nil

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable measure of the fair value of the Company's share purchase options.

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

6. SHARE CAPITAL, (Continued)

d. Warrants

Expiry date	Exercise price (\$)	January 31, 2022	Expired	January 31, 2023	Expired	October 31, 2023
March 23, 2022	0.15	10,228,556	(10,228,556)	-	-	-
May 29, 2022	0.12	10,625,000	(10,625,000)	-	-	-
Warrants outstanding		20,853,556	(20,853,556)	-	-	-
Weighted average exercise price (\$)		\$ 0.13	\$ 0.13	\$Nil	\$Nil	\$Nil

At October 31, 2023, the weighted average remaining life of the outstanding warrants is nil year (January 31, 2023 – nil year).

The assumptions used in the Black Scholes Option Pricing Model to estimate the fair value of warrants were:

	2023	2022
Risk-free interest rate	Nil	Nil
Expected stock price volatility	Nil	Nil
Expected option life in years	Nil	Nil
Expected dividend yield	Nil	Nil
Forfeiture rate	Nil	Nil

e. Reserves

The reserves account records items recognized as share-based payments expense and other share-based payments. When stock options are exercised, the corresponding amount will be transferred to share capital. Amounts recorded for forfeited or expired unexercised options remain in the reserves account. Amounts recorded for exercised, cancelled or expired warrants remain in the reserves account.

7. LOSS PER SHARE

Basic and diluted loss per share

The calculation of basic and diluted loss per share for the nine months ended October 31, 2023 was based on the loss attributable to common shareholders of \$199,252 (October 31, 2022 – \$216,473) and a weighted average number of common shares outstanding of 56,660,232 (October 31, 2022 – 56,660,232).

Diluted loss per share did not include the effect of 3,970,000 stock options (October 31, 2022 – 4,870,000 stock options) since they were anti-dilutive.

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

8. RELATED PARTY TRANSACTIONS

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

For the nine months ended October 31, 2023:

	Short-term employee benefits	Post-employment benefits	Other long-term benefits	Termination benefits	Share-based payments	Total
David Hottman Chief Executive Officer, Director	\$ 30,000	\$Nil	\$Nil	\$Nil	\$Nil	\$ 30,000
Mark T. Brown Chief Financial Officer ^(a)	\$ 54,050	\$Nil	\$Nil	\$Nil	\$Nil	\$ 54,050
Bruce Winfield President, Director ^(a)	\$ 20,750	\$Nil	\$Nil	\$Nil	\$Nil	\$ 20,750
Gary D. Nordin Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil
John Kanderka Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil
James Anderson Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil
Patrick Daniels Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil

(a) Mark T. Brown and Bruce Winfield receive payments for their services through private companies they control. Please refer to the above table.

For the nine months ended October 31, 2022:

	Short-term employee benefits	Post-employment benefits	Other long-term benefits	Termination benefits	Share-based payments	Total
David Hottman Chief Executive Officer, Director	\$ 50,400	\$Nil	\$Nil	\$Nil	\$Nil	\$ 50,400
Mark T. Brown Chief Financial Officer ^(a)	\$ 57,700	\$Nil	\$Nil	\$Nil	\$Nil	\$ 57,700
Bruce Winfield President, Director ^(a)	\$ 65,625	\$Nil	\$Nil	\$Nil	\$Nil	\$ 65,625
Gary D. Nordin Director	\$ 4,900	\$Nil	\$Nil	\$Nil	\$Nil	\$ 4,900
John Kanderka Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$ -
James Anderson Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$ -
Patrick Daniels Director	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$ -

(a) Mark T. Brown and Bruce Winfield receive payments for their services through private companies they control. Please refer to the above table.

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

8. RELATED PARTY TRANSACTIONS, (Continued)

Related party transactions and balances:

Amounts due to related parties:	Services for:	Nine months ended		As at	As at
		October 31,	October 31,	October 31,	January 31,
		2023	2022	2023	2023
David Hottman	Salaries and benefits	\$ 30,000	\$ 50,400	\$ -	\$ 4,078
David Hottman	Expenses Reimbursement	-	-	-	2,271
Gary Nordin	Geological consulting	-	4,900	40,000	40,000
Gary Nordin	Expenses Reimbursement	-	-	742	-
Bruce Winfield	Expenses Reimbursement	-	-	-	266
A private company with an officer in common with the Company	Accounting, management, financing and rent services	54,050	57,700	53,576	4,988
A private company controlled by President of the Company	Management services	20,750	65,625	9,975	7,875
Total		\$ 104,800	\$ 178,625	\$ 104,294	\$ 59,478

Amounts in prepaid expenses:	Services for:				
Bruce Winfield	Funds advanced	\$ -	\$ -	\$ 497	\$ -
David Hottman	Funds advanced	\$ -	\$ -	\$ 3,479	\$ 3,479
Total		\$ -	\$ -	\$ 3,975	\$ 3,479

Amounts owing to/from related parties are non-interest bearing, unsecured, and have no fixed terms of repayment. The changes during the period were measured by the exchange amount, which is the amount agreed upon by the transacting parties.

9. FINANCIAL INSTRUMENTS

The fair value of the Company's cash, receivables and trade and other payables approximate their carrying values.

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

Cash is measured using level 1 inputs. There were no transfers between levels 1, 2 and 3.

The Company's financial instruments are exposed to certain financial risks, including credit risk, liquidity risk, interest risk and market risk.

ORESTONE MINING CORP.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

9. FINANCIAL INSTRUMENTS, (Continued)

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to fulfil an obligation causing the other party to incur a financial loss. The Company is exposed to credit risks arising from its cash holdings, reclamation bonds and receivables (excluding GST). The Company manages credit risk by placing cash with major Canadian financial institutions. Management believes that credit risk related to these amounts is low.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient funds to meet its financial obligations when they are due. To manage liquidity risk, the Company reviews additional sources of capital to continue its operations and discharge its commitments as they become due.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash and cash equivalents, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. Liquidity risk is assessed as high.

(c) Interest rate risk

Interest rate risk is the risk that an investment's value will change due to a change in the level of interest rates. The Company's exposure to interest rate risk is minimal.

(d) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and price risk. The Company is not subject to currency risk as the functional currency is the Canadian dollar. The Company does not use any form of derivative or hedging instruments to reduce its foreign currency risk. The Company is not affected by price risk.

(e) Management of industry risk

The Company is engaged primarily in the mineral exploration field and manages related industry risk issues directly. The Company is potentially at risk for environmental reclamation and fluctuations in commodity based market prices associated with resource property interests. Management is of the opinion that the Company addresses environmental risk and compliance in accordance with industry standards and specific project environmental requirements.

(f) Currency risk

The Company's property interest in Chile made it subject to foreign currency fluctuations and inflationary pressures which may adversely affect the Company's financial position, results of operations and cash flows. The Company is affected by changes in exchange rates between the Canadian Dollar and foreign functional currency. The Company does not invest in foreign currency contracts to mitigate the risks. The Company has net monetary assets of \$1,496 dominated in US dollars.

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Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended October 31, 2023 and 2022

(Unaudited: expressed in Canadian dollars)

10. CAPITAL MANAGEMENT

The Company considers its capital structure to be shareholders' equity represented by assets over liabilities. The Company manages its capital structure based on the funds available to the Company, in order to support acquisition, maintenance, exploration, and development of exploration and evaluation assets.

The Board of Directors has not established any quantitative return on capital criteria for management, instead relying on the expertise of the Company's management to sustain future development of the business.

The properties in which the Company currently has interests are in the exploration stage so the Company is dependent on external financing to fund its activities. In order to carry out activities and administration, the Company will spend its existing working capital and raise additional amounts as needed.

The Company is not subject to externally imposed capital restrictions.

11. SEGMENTED FINANCIAL INFORMATION

The Company operates in one industry segment, being the acquisition, exploration and development of mineral property interests. Geographic information is as follows:

	October 31, 2023	January 31, 2023
Non-current assets		
Canada	\$ 3,190,025	\$ 3,187,368
	<u>\$ 3,190,025</u>	<u>\$ 3,187,368</u>

12. DEFERRED PREMIUM ON FLOW-THROUGH SHARES

	Nine months ended	
	October 31, 2023	October 31, 2022
Balance, beginning of period	\$ -	\$ 51,929
Deferred premium on flow-through shares issued	-	-
Reversal of deferred premium on flow-through shares	-	(31,845)
Balance, end of period	\$ -	\$ 20,084

Flow-through common shares require the Company to spend an amount equivalent to the proceeds of the issued flow-through common shares on Canadian qualifying exploration expenditures. The Company may be required to indemnify the holders of such shares for any tax and other costs payable by them in the event the Company has not made the required exploration expenditures.

During the year ended January 31, 2023, the Company incurred the remaining qualified expenditure commitment from the proceeds of flow-through shares issued on March 23, 2021.

Under the IFRS framework, the increase to share capital when flow-through shares are issued is measured based on the current market price of common shares. The incremental proceeds, or "premium", are recorded as deferred income. As at October 31, 2023, the Company had \$Nil remaining in qualifying expenditure commitments.