# PASINEX RESOURCES LIMITED

# CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

# THREE AND SIX MONTHS ENDED JUNE 30, 2022

# (EXPRESSED IN CANADIAN DOLLARS) (UNAUDITED)

### **Notice to Reader**

The accompanying unaudited condensed interim consolidated financial statements of Pasinex Resources Limited (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.

 ${\bf Condensed\ Interim\ Consolidated\ Statements\ of\ Financial\ Position}$ 

(Expressed in Canadian Dollars)

Unaudited

	As at	As at	
	June 30, 2022	Dece	mber 31, 2021
Assets			
Current Assets			
Cash	\$ 2,029,871	\$	100,031
Receivables	21,563		9,894
Due from related parties (note 3)	765,005		893,350
Prepaid expenses and deposits	65,116		33,937
Total current assets	2,881,555		1,037,212
Non-current assets			
Equipment	4,060		6,015
Value added tax receivable	24,327		27,319
Exploration and evaluation assets (note 5)	1,823,270		1,801,222
Total non-current assets	1,851,657		1,834,556
Total assets	\$ 4,733,212	\$	2,871,768
Shareholders' equity (deficiency) and liabilities			
Current liabilities			
Accounts payable and accrued liabilities (note 6)	\$ 644,501	\$	683,634
Due to related parties (note 13)	81,690		382,674
Shareholder loans (notes 7 and 13)	2,738,329		2,774,106
Loans payable (note 8)	136,880		153,466
Total current liabilities	3,601,400		3,993,880
Total liabilities	3,601,400		3,993,880
Shareholders' equity (deficiency)			
Share capital (note 9)	12,888,506		12,888,506
Reserves	2,157,117		2,100,117
Deficit	(9,601,496)		(12,049,182)
Accumuated other comprehensive loss	(4,312,315)		(4,061,553)
Total shareholders' equity (deficiency)	1,131,812		(1,122,112)
Total liabilities and shareholders' equity (deficiency)	\$ 4,733,212	\$	2,871,768

Basis of measurement and going concern (note 2(c))

Subsequent events (note 15)

# Approved on behalf of the Board:

"Larry Seeley"	Director	"Victor Wells"	Director

Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss) (Expressed in Canadian Dollars)

Unaudited

		Three	Three Months Ended			onths Ended
	-	June 30, 2022				June 30, 2022
		2022		2021	2022	2021
Equity gain from Horzum AS (note 4)	\$	_ ;	\$	- \$	- \$	32,232
Expenses						
Recovery of Horzum AS receivable		-		19,145	-	34,213
Exploration costs		(285,618)		(37,346)	(370,723)	(77,859)
General and administrative costs (note 12)		(301,381)		(208,538)	(550,294)	(370,481)
Interest expense (note 7)		(38,876)		(34,153)	(77,325)	(65,591)
Share-based payments (notes 10 and 13)		-		(323,000)	(57,000)	(323,000)
Total expenses		(625,875)		(583,892)	(1,055,342)	(802,718)
Other income (loss)						
Dividend income (note 3)		-		-	4,072,320	-
Other income		316		550	621	24,237
Foreign exchange gain (loss)		54,537		(12,274)	45,723	(59,013)
Loss on net monetary position		(319,323)		-	(319,323)	-
Total other (loss) income		(264,470)		(11,724)	3,799,341	(34,776)
Net (loss) income for the period		(890,345)		(595,616)	2,743,999	(805,262)
Other comprehensive Income (loss) Item that will be reclassified subsequently to profit a	and lo	oss:				
Currency translation adjustment		98,883		(1,541)	(250,762)	34,859
Total comprehensive (loss) income for the period	1 \$	(791,462)	\$	(597,157) \$	2,493,237 \$	(770,403)
Net (loss) income per share						
- basic and diluted (note 11)	\$	(0.01)	\$	(0.01) \$	0.02 \$	(0.01)
basis and unated (note 11)	Ψ	(0.01)	Ψ	(0.01) \$	υ.υ2 ψ	(0.01)
Weighted average number of shares outstanding		444 554 074		111 551 271	444 554 274	144 554 074
- basic and diluted (note 11)		144,554,371		144,554,371	144,554,371	144,554,371

Condensed Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

Unaudited

		Six Months Ende			
	_	Jı	une 30, 2022		
		2022	2021		
Operating activities	_		()		
Net income (loss) for the period	\$	2,743,999 \$	(805,262)		
Dividend and other receivables collected from Horzum AS (note 3)		3,401,084	32,232		
Adjustments for items not involving cash:					
Recovery of Horzum AS receivable		-	(34,213)		
Interest accrual (note 7)		77,325	65,591		
Share-based payments (notes 10 and 13)		57,000	323,000		
Equity gain from Horzum AS		-	(32,232)		
Foreign exchange		(26,814)	-		
Loss on net monetary position		319,323	-		
Other		888	2,138		
Changes in non-cash working capital items:					
Prepaid expenses and deposits		(18,675)	7,176		
Accounts payable and accrued liabilities		17,559	57,585		
Due to related parties		(401,767)	(78,314)		
Dividend receivable		(4,072,320)	-		
Other		(14,264)	6,299		
Net cash provided by (used in) operating activities		2,083,338	(456,000)		
Investing activities					
Equipment acquisiton		-	(2,642)		
Net cash used in investing activities		-	(2,642)		
Financing activities		(400.000)	0.40.000		
Cash (paid) received (on) from shareholders loans (note 7)		(129,688)	340,000		
Net cash (used in) provided by financing activities		(129,688)	340,000		
Net change in cash		1,953,650	(118,642)		
Effect of foreign currencies on cash		(23,810)	116,611		
Cash, beginning of period		100,031	46,028		
Cash, end of period	\$	2,029,871 \$	43,997		

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity (Deficiency) (Expressed in Canadian Dollars)

Unaudited

	Number of Shares (note 8)	Share Capital (note 8)	Reserves	Deficit	Co	Accumulated Other omprehensive Loss	Total
Balance as at December 31, 2020 Share-based payments (note 10 and 13) Currency translation adjustment	144,554,371 - -	\$ 12,888,506 - -	\$ <b>1,777,117</b> 323,000	\$ (11,919,504) - -	\$	<b>(4,086,540)</b> - 34,859	\$ (1,340,421) 323,000 34,859
Net loss for the period	-	-	-	(805,262)		-	(805,262)
Balance as at June 30, 2021	144,554,371	\$ 12,888,506	\$ 2,100,117	\$ (12,724,766)	\$	(4,051,681)	\$ (1,787,824)
Balance as at December 31, 2021 Impact of hyperinflation adjustment	144,554,371 -	\$ 12,888,506	\$ 2,100,117	\$ <b>(12,049,182)</b> (296,313)	\$	<b>(4,061,553)</b> 296,313	\$ (1,122,112)
Balance as at January 1, 2022 Share-based payments (note 10 and 13)	144,554,371	\$ 12,888,506 -	\$ <b>2,100,117</b> 57,000	\$ (12,345,495)	\$	(3,765,240)	\$ <b>(1,122,112)</b> 57,000
Currency translation adjustment Net income for the period	- -	-	- -	- 2,743,999		(547,075) -	(547,075) 2,743,999
Balance as at June 30, 2022	144,554,371	\$ 12,888,506	\$ 2,157,117	\$ (9,601,496)	\$	(4,312,315)	\$ 1,131,812

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 1. Corporate information and nature of operations

Pasinex Resources Limited ("Pasinex" or the "Company") is a publicly listed company incorporated in British Columbia. The Company's shares are listed on the Canadian Securities Exchange ("CSE") under the symbol "PSE" and on the Frankfurt Stock Exchange ("FSE") under the symbol "PNX". The head office, principal address and registered and records office of the Company are located at 82 Richmond Street East, Toronto, Ontario, Canada, M5C 1P1.

Pasinex owns 50% of Horzum Maden Arama ve Isletme Anonim Sirketi ("Horzum AS") which holds the producing Pinargozu high grade zinc mine, through its 100% owned subsidiary Pasinex Arama ve Madencilik Anonim Sirketi ("Pasinex Arama"). The other 50% owner is Akmetal Madencilik Sanayi ve Ticaret A.S. ("Akmetal"), a private Turkish company. Horzum AS sells directly to zinc smelters and refiners or through commodity brokers. The Company also holds an option to acquire 80% of the Gunman high grade zinc exploration project in Nevada ("Gunman Project" - formerly the "Spur Zinc Project") through its wholly owned subsidiary Pasinex Resources Nevada Limited ("Pasinex Nevada").

These unaudited condensed interim consolidated financial statements were approved and authorized for issuance by the Audit Committee and Board of Directors on August 29, 2022.

Since March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 pandemic is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operating subsidiaries in future periods.

While operations were not materially impacted by COVID-19 in the six months of 2022, uncertainty remains surrounding COVID-19 and the extent and duration of the impacts that it may have on the Company's ability to operate, on prices for zinc, on logistics and supply chains, on the Company's employees and on global financial markets. In Turkey, all employees have been vaccinated against COVID-19 by Horzum AS medical staff with approved vaccines and have been able to continue running two shifts throughout 2022, notwithstanding the restrictions and negative impacts caused by COVID-19.

Similar to COVID-19, the Company has not been materially impacted by the ongoing conflict in Ukraine, but uncertainty remains surrounding the conflict and the extent and duration of the impacts that it may have on the Company's ability to operate, on prices for zinc, on logistics and supply chains, on the Company's employees and on global financial markets.

#### 2. Basis of presentation and accounting policies

#### (a) Statement of compliance

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC") in effect for the fiscal period beginning January 1, 2022.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 2. Basis of presentation and accounting policies (continued)

#### (a) Statement of compliance (continued)

These unaudited condensed interim consolidated financial statements have been prepared on a historical basis and compliance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements, including IAS 34 Interim Financial Reporting. These unaudited condensed interim consolidated financial statements do not include all the information required for full annual financial statements and should be read in conjunction with the Company's December 31, 2021, audited annual consolidated financial statements.

#### (b) Principles of consolidation

The consolidated financial statements include the financial statements of Pasinex and its subsidiaries from their respective dates of control, as listed below:

			Inte	rest
	Location	Nature of Operation	2022	2021
Pasinex Arama	Turkey	Mineral exploration	100%	100%
Pasinex Nevada	United States	Mineral exploration	100%	100%

Pasinex and its subsidiaries are collectively referred to as the "Company". All intercompany transactions, balances and unrealized gains and losses from intercompany transactions have been eliminated upon consolidation.

In addition, the Company, through Pasinex Arama, holds a joint venture interest which is equity accounted in the consolidated financial statements, as follows:

			Inte	rest
	Location	Nature of Operation	2022	2021
Horzum AS	Turkey	Mining	50%	50%

#### (c) Basis of measurement and going concern

These unaudited condensed interim consolidated financial statements have been prepared on a going concern basis, under the historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss and fair value of stock-based compensations which, are measured at their fair value. These unaudited condensed interim consolidated financial statements are presented in Canadian dollars except where otherwise indicated. In addition, these unaudited condensed interim consolidated financial statements have been prepared using the accrual basis of accounting.

The application of the going concern concept assumes that the Company will continue in operation for at least the next twelve months and will be able to realize its assets and discharge its liabilities in the normal course of operations. As at June 30, 2022, the Company has a net equity deficit of \$9,601,496 (December 31, 2021 – \$12,049,182) and has a working capital deficiency position of \$719,845 (December 31, 2021 – working capital deficiency position of \$2,956,668). The Company had a net loss of \$890,345 for the three months ended June 30, 2022, and a net income of \$2,743,999 for the six months ended June 30, 2022 (three and six months ended June 30, 2021 – net losses of \$595,616 and \$805,262, respectively) and positive cash flows from operations of \$2,083,338 for the six months ended June 30, 2022 (six months ended June 30, 2021 – negative cash flows from operations of \$456,00).

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 2. Basis of presentation and accounting policies (continued)

#### (c) Basis of measurement and going concern (continued)

Subsequent to the quarter end the Company reported that T.C. Maden ve Petrol Iserl Genel Mudurlugu ("MAPEG"), the mining ministry in Turkey, had not extended the principal mining operational license of Horzum AS beyond April 15, 2023, and the Akkaya operational exploration license of Pasinex Arama at that time. As a result, both Pasinex Arama and Horzum AS each filed a court action in Adana, Turkey challenging the denial of the license extensions. The actions were filed on July 1, 2022, in order to meet the legal statute of limitations in the mining law. Since the filing of the actions, representatives of Horzum AS and Pasinex Arama have met with MAPEG and the Ministry of Energy and Natural Resources. The meetings have been constructive and both agencies continue to work with Horzum AS and Pasinex Arama to arrive at a negotiated solution for the benefit of all.

Notwithstanding the above action by MAPEG at this stage, Horzum continues its profitable operations. Pasinex Arama received approximately TRY 42 million (approximately \$3.4 million using the exchange rates on the dates of the various transfers from Horzum AS) in dividend and other receivable collections from Horzum AS in the six months ended June 30, 2022, compared with TRY 200,000 (approximately \$32,232 using the exchange rate on the date of the transfer from Horzum AS) for the same period in 2021. Pasinex Arama also received TRY 10 million (approximately \$0.72 million using the exchange rates on the dates of the various transfers from Horzum AS) (see note 15), subsequent to June 30, 2022. Pasinex Arama has collected the full amount of the dividend that was declared in 2022, as of the date of these financial statements.

Approximately TRY 38.75 million (approximately \$3.13 million using the exchange rates on the dates of the transfers) has been transferred to Pasinex Canada by Pasinex Arama in the first six months of 2022. Both Pasinex Canada and Pasinex Arama now have sufficient cash on hand to fund their ongoing activities for the next 12 months, but the Company does not have enough cash on hand to repay all of its outstanding obligations.

As at June 30, 2022, Horzum AS has a receivable owing from Akmetal of approximately \$42.5 million (see note 4(a)). Management continues to work with Akmetal and the Kurmel family to resolve the collectability of this debt. Until strong credit worthiness is demonstrated by Akmetal, accounting principles require Pasinex to maintain an expected credit loss equivalent to the full balance of the receivable (note 4(a)). Receipt of the Akmetal receivable would provide significant cash flow to Pasinex through additional dividends. See note 3 for a discussion on the most recently declared dividend by Horzum AS.

Horzum AS's operations have generated substantial positive cash flow in the first six months of 2022, however in the absence of the receipt of additional dividends from Horzum AS, the Company would need to secure funding from either equity financing or additional related party loans to fund its ongoing activities. There can be no assurance that the Company will be able to generate either sufficient dividends from Horzum AS or be able to generate funds from other sources.

Accordingly, until Akmetal makes significant payments, these conditions represent a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. The unaudited condensed interim consolidated financial statements do not include adjustments to the carrying values of recorded assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

#### (d) Accounting policies not yet effective

#### Amendments to IAS 1: Classification of Liabilities as Current of Non-Current

The amendments only affect the presentation of liabilities in the statement of financial position — not the amount or timing of recognition of any asset, liability income or expenses, or the information that entities disclose about those items. In October 2020, the IASB amended the adoption date by one year to annual reporting periods beginning on or after January 1, 2023, with early application permitted. The Company is currently evaluating the potential impact of these amendments on the Company's unaudited condensed interim consolidated financial statements.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 2. Basis of presentation and accounting policies (continued)

#### (e) Newly adopted accounting policy - IAS 29 - Financial Reporting in Hyperinflationary Economies

Due to various qualitative factors and developments with respect to the economic environment in Turkey during 2022, including, but not limited to, the acceleration of multiple local inflation indices, the three-year cumulative inflation rate of the Turkish Statistical Institute exceeded 100% in March 2022 and the significant devaluation of the Turkish Lira, Turkey was designated a hyper-inflationary economy in the second quarter of 2022 for accounting purposes.

Accordingly, IAS 29, Financial Reporting in Hyper-Inflationary Economies, has been applied to these unaudited condensed interim consolidated financial statements as the Company's Turkish wholly owned subsidiary, Pasinex Arama, uses the Turkish Lira as its functional currency. The Company also followed the interpretive guidance for first time adoption of IAS 29 included within IFRIC 7. The unaudited condensed interim consolidated financial statements are based on the historical cost approach in IAS 29.

The application of hyperinflation accounting requires restatement of an entity's nonmonetary 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 at the end of the reporting period before being included in the unaudited condensed interim consolidated financial statements. To measure the impact of inflation on its financial position and results, the Company has elected to use the Consumer Price Index issued by the Turkish Statistical Institute.

Monetary assets and liabilities are not restated because they are already expressed in terms of the monetary unit current as at June 30, 2022. Non-monetary assets, liabilities, equity, and expenses (items that are not already expressed in terms of the monetary unit as at June 30, 2022) are restated by applying the index at the end of the reporting period. The effect of inflation on Pasinex Arama's net monetary position is included in the Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss) as a net monetary loss. In a period of inflation, an entity holding an excess of monetary assets over monetary liabilities loses purchasing power, which results in a loss on the net monetary position.

As per IAS 21, The Effects of Changes in Foreign Exchange Rates, all amounts (i.e. assets, liabilities, equity and expenses) are translated at the closing foreign exchange rate at the date of the most recent consolidated balance sheet, except that comparative amounts are not adjusted for subsequent changes in the price level or subsequent changes in exchange rates. Similarly, in the period during which the functional currency of a foreign subsidiary becomes hyperinflationary and applies IAS 29 for the first time, the parent's consolidated financial statements for the comparative period are not restated for the effects of hyperinflation.

The opening equity adjustment of \$296,313 relates to the hyperinflation adjustments for non-monetary assets, liabilities and equity items in the consolidated balance sheet as at January 1, 2022.

### 3. Due from Related Parties

Horzum AS declared a dividend during the first quarter of 2022, totalling approximately TRY 60.3 million of which Pasinex Arama is entitled to TRY 30.15 million as a result of its 50% ownership in Horzum AS. In addition, Akmetal has assigned to Pasinex Arama, 20% of its entitlement to the declared dividend. The value of the assignment of the dividend was approximately TRY 12 million. This amount has been deducted from the value of the Akmetal receivable.

Therefore, Pasinex Arama's total entitlement from the declared dividend is TRY 42.2 million (approximately \$4.1 million using the exchange rate on the date the dividend was declared). As at June 30, 2022 approximately TRY 32.2 million (approximately \$2.6 million using the exchange rates on the dates the amounts were collected) of this dividend was collected with the remaining TRY 10.0 million (approximately \$0.77 million using the exchange

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 3. Due from Related Parties (continued)

rate on June 30, 2022) having been collected subsequent to the end of the period (see note 15(b)). The exchange rates on the dates payments (for the 2022 dividend) were made, were lower than the exchange rate in effect on the date the dividend was declared. This resulted in an exchange loss of approximately \$0.56 million for the amounts received up to June 30, 2022.

The amount due from related parties at the end of December 31, 2021, of \$893,350, which related to the dividend declared in 2018 and other receivables relating to expenditures incurred by Pasinex Arama that were charged to Horzum AS, was collected in full in the first quarter of 2022. The actual Canadian dollar value of the amount received was approximately \$838,000.

The combination of the above items received, which includes dividends and other receivables collected, resulted in cash inflows totaling approximately \$3.4 million during the six months ended June 30, 2022.

#### 4. Investment in Horzum AS

On January 17, 2013, the Company, through its wholly owned Turkish subsidiary, Pasinex Arama, entered into a joint venture agreement with Turkey based miner, Akmetal, to explore for zinc and other associated commodities in the region between and around Horzum and Tufanbeyli, Adana Province, Turkey. A joint venture company was formed, Horzum AS, held 50% by each joint venture partner. Horzum AS is controlled by a board consisting of equal representatives of both Pasinex and Akmetal.

In 2013, Horzum AS acquired the Pinargozu mine in Turkey. The property is located within the Turkish Provinces of Adana and has been in operation since 2016 producing high grade zinc. The investment in Horzum AS is considered a joint venture for accounting purposes and accordingly is accounted for using the equity method.

Horzum AS can distribute its profits based on terms under the joint venture agreement, which requires approval from Horzum AS's Board of Directors.

#### **Summarized Financial Statements for Horzum AS**

As discussed in note 2(e), Turkey was designated as a hyperinflationary economy in the second quarter of 2022 and as a result IAS 29, Financial Reporting in Hyper-Inflationary Economies, has been applied to the summarized financial information for Horzum AS. The effect of inflation on Horzum AS's net monetary position for the current period is included in the statement of operations presented below as a net monetary gain. In addition, Horzum AS recorded an opening equity adjustment of approximately \$2.4 million related to the hyperinflation adjustments for non-monetary assets, liabilities and equity items in the balance sheet as at January 1, 2022. The opening equity adjustment includes a \$0.43 million increase to share capital, a \$0.74 million increase to lease assets and a \$1.2 million increase to plant and equipment. Horzum AS's financial results are set out below.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

# 4. Investment in Horzum AS (continued)

Statement of Financial Position			
		As at	As at
(100% basis - Canadian dollars)		June 30, 2022	December 31, 2021
Current assets			
Cash and prepaid expenses	\$	1,610,902	\$ 9,324
Akmetal receivable (note 4(a))		42,480,655	40,064,449
Less - discount and allowance on Akmetal receivable (note 4(a))		(42,480,655)	(40,064,449)
Trade receivables		11,642	1,630
Other receivables		498,637	346,353
Inventories		1,153,439	602,015
Total current assets		3,274,620	959,322
Non-current assets			
Lease asset		1,676,445	716,086
Plant and equipment		1,693,712	262,757
Other non-current assets		19,919	197,347
Total non-current assets		3,390,076	1,176,190
Total assets	\$	6,664,696	\$ 2,135,512
Current Liabilities			
Trade payable and other current liabilities	\$	278,926	
Amounts due to shareholders and related parties (note 4(b))		764,845	893,345
Lease liabilities		615,967	821,146
Deferred revenue		2,879,276	-
Income taxes payable		1,415,603	2,404,404
Total current liabilities		5,954,617	4,386,807
Non-current liabilities			
Employee benefits and other liabilities		82,001	101,724
Income taxes payable		686,758	1,351,218
Total liabilities		6,723,376	5,839,749
Shareholders' deficiency			
Share capital		716,660	237,400
Deficit		(3,946,455)	(6,554,008)
Foreign exchange difference		3,171,116	2,612,371
Total liabilities and shareholders' deficiency	\$	6,664,696	\$ 2,135,512
Pasinex ownership interest		50%	50%
Net equity above	\$	(58,680)	
Pasinex ownership interest in Horzum AS	\$	(29,340)	
Unpaid dividend	т	764,845	840,791
(Unrecorded equity value) impairment in excess of equity value		(735,505)	1,011,328
Pasinex investment in Horzum AS	\$		\$ -

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 4. Investment in Horzum AS (continued)

Statement of Operations							
	Thi	ee N	Ionths Ended		•	Six N	Months Ended
_			June 30,	_			June 30,
(100% basis - Canadian dollars)	2022		2021		2022		2021
Revenue \$	5,849,308	\$	1,662,460	\$	10,458,651	\$	2,995,419
Cost of sales	(914,866)		(796,579)		(2,208,090)		(1,836,327)
Selling, marketing and other distibution	(111,964)		(36,318)		(127,968)		(91,949)
Operating income	4,822,478		829,563		8,122,593		1,067,143
Impairment of Akmetal receivable							
(note 4 (a))	(7,296,857)		(1,919,183)		(13,014,374)		(5,627,070)
General and administrative expenses	(138,031)		(54,019)		(306,994)		(118,300)
Foreign exchange gain	6,128,621		2,032,978		10,665,937		6,467,555
Finance expense	(36,187)		(14,477)		(78,160)		(31,785)
Other	(2)		11,981		15,229		32,638
Current income tax expense	-		(214,338)		-		(272,857)
Gain on net monetary position	629,006		-		629,006		-
Net income \$	4,109,028	\$	672,505	\$	6,033,237	\$	1,517,324
Pasinex ownership interest	50%		50%		50%		50%
Share of net income \$	2,054,514	\$	336,252	\$	3,016,619		758,662
Recognition of prior year equity		-	•	•	, , , ,	•	•
losses (note 4(d))	(2,054,514)		(336,252)		(3,016,619)		(758,662)
Dividend received	-				-		32,232
Equity gain for Horzum AS \$	-	\$ ~	_	\$	-	\$	32,232

(a) Akmetal has been facing liquidity issues since 2018. This combined with nonpayment of the Akmetal receivable led management to assess the probability of credit losses to be high. As a result, as required under IFRS 9, the Company took a full impairment charge of the receivables at December 31, 2018.

The total receivable from Akmetal is approximately \$42.5 million as at the end of June 30, 2022, compared with \$40.1 million at the end of December 31, 2021. The receivable consists of a number of items including joint venture sales proceeds received and withheld by Akmetal, the value of zinc product mined at the joint venture used by Akmetal, foreign currency gains on USD denominated amounts and the value of certain loan payments made to a customer on behalf of Akmetal (note 4(c)); less the value of any operating expenses paid by Akmetal. See also note 3 for a discussion on the reduction of the receivable by the assigned portion of Akmetal's dividend entitlement.

As a result of not having collected the Akmetal receivable, Horzum AS has not been able to pay its liabilities in the normal course of operations. Horzum AS currently has approximately \$6.0 million in current liabilities (approximately \$4.4 million at December 31, 2021) and a working capital deficiency of approximately \$2.7 million (\$3.4 million at December 31, 2021). Included within the total current liabilities are \$0.3 million owed in trade payables (\$0.3 million at December 31, 2021), \$0.76 million owed to the Company's wholly owned subsidiary in Turkey (\$0.9 million at December 31, 2021), approximately \$2.9 million in amounts collected for which the sales have not been completed (nil at December 31, 2021), and \$1.4 million in various taxes payable (\$2.4 million at December 31, 2021). Approximately \$0.69 million of the taxes payable has been classified as non-current (\$1.4 million at December 31, 2021). See note 3 for a discussion related to amounts paid to Pasinex Arama by Horzum AS.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 4. Investment in Horzum AS (continued)

Due to Akmetal's continued liquidity issues and continued nonpayment of the receivable, management has continued to assess the probability of credit losses to be high. As a result, the receivable remains written down to zero. See note 2(c) Basis of Measurement and Going Concern for additional discussion on the collectability of the Akmetal receivable.

- (b) Amounts due to shareholders and related parties include a portion of the recently declared dividend payable to Pasinex Arama (see note 3).
- (c) Akmetal entered into a loan facility with one of its customers for overpayments received on advanced provisional invoice payments received in 2018. Akmetal did not make payments against the loan facility, but Horzum AS has paid a total of approximately US\$1.75 million (approximately \$2.25 million using the June 30, 2022, spot rate) to this customer, as at June 30, 2022. This amount is included as part of the receivable from Akmetal.
- (d) In 2022 and 2021, the equity loss from Horzum AS was greater than its investment value so the loss was capped as the investment could not be less than zero. The unrecognized loss will be applied against future equity gains. In the six months ended June 30, 2022, the Company's share of net income after tax of approximately \$3 million reduced the carry forward losses.
- (e) In December 2020, Horzum AS restructured its tax liabilities that were due as at August 31, 2020, as allowed by the Turkish taxation department. Horzum AS is scheduled to make instalments of its various tax debts, with each tax debt under its own schedule of 18 equal instalments. The total amount paid to June 30, 2022, was approximately TRY 18.8 million (approximately \$2.11 million using the exchange rates on the dates of the payments). As part of the tax restructuring agreements the joint venture is permitted to miss two instalments, per each restructuring agreement, during each year of the restructuring agreements three-year life. Horzum AS missed two instalments in 2021 for each of the restructuring agreements. As of the date of these financial statements, Horzum AS has made payments for the missed instalments and is now current on its instalments. An additional requirement to remain in compliance with the restructuring agreements is that all current taxes from September 1, 2020, onward must be paid when they become due. As of the date of these financial statements, Horzum AS made all of these required payments.

#### 5. Exploration and evaluation assets

	Horzum Gunman Properties Project				Total
Balance as at December 31, 2020 Additions during the year:	\$ 594,664	\$	1,343,194	\$	1,937,858
Acquisition costs - cash	-		25,679		25,679
Expense capitalized costs	(78,320)				(78,320)
Foreign exchange adjustment	(59,023)		(24,972)		(83,995)
Balance as at December 31, 2021	\$ 457,321	\$	1,343,901	\$	1,801,222
Foreign exchange adjustment	-		22,048		22,048
Balance as at June 30, 2022	\$ 457,321	\$	1,365,949	\$	1,823,270

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 5. Exploration and evaluation assets (continued)

#### (a) Horzum Properties

See discussion in note 2(c) regarding the licenses held by Horzum AS and Pasinex Arama.

#### (b) Gunman Project

Pasinex through its wholly-owned subsidiary Pasinex Nevada, entered into an option agreement with Cypress Development Corp ("Cypress") and Caliber Minerals Inc. ("Caliber") (formerly named Silcom Systems Inc.) to earn up to an 80% interest in the Gunman Project (formerly the "Spur Zinc Project") located in White Pine County, Nevada ("Option Agreement"). The Option Agreement's total consideration to acquire an 80% interest is a combination of cash and Pasinex common shares. The Company must incur minimum exploration expenditures totalling US\$2,950,000.

On September 12, 2019, the Company announced they reached an agreement with Cypress and Caliber to change the terms relating to the earn in option agreement by changing the date of the US\$100,000 option payment to December 11, 2019 (paid) and deferred the 2019 exploration obligations to 2020.

On November 27, 2020, the Company entered into an additional amending agreement with Cypress and Caliber to extend the deadline for completion of the minimum exploration expenditures to December 31, 2022. Also, the deadline to acquire the additional 29% interest, as outlined below, has been extended to December 31, 2024. As part of the amending agreement the Company changed the name of the project to Gunman Project, agreed to pay US\$15,000 to Cypress and was required to spend a minimum of US\$200,000 by December 31, 2021, as a condition precedent for the effectiveness of the amending agreement.

On December 14, 2021, the Company entered into an additional amending agreement with Cypress and Caliber to extend the deadline to complete the minimum of US \$200,000.00 of qualified exploration expenditures to on or before June 30, 2022. The Company agreed to pay US\$20,000 for this extension. The Company satisfied the US\$200,000 spending obligation in the first quarter of 2022.

The spending and associated ownership is as follows:

To acquire an initial 51% of the Gunman Project:

- In December 2017, a cash payment was made to Caliber of US\$125,000 (\$158,897) and 2.2 million Pasinex Common Shares (value of \$484,000) were issued to Caliber and Cypress.
- In September 2018, a cash payment of US\$200,000 (\$258,960) and issuance of 2.2 million Pasinex Common Shares (value of \$264,000) were made to Caliber and Cypress.
- In December 2019, a payment of US\$100,000 cash and issuance of 200,000 Pasinex Common Shares (valued at \$6,000) to Cypress.
- In addition, minimum exploration expenditures as defined in the Option Agreement must be spent as follows:
  - US\$250,000 prior to December 5, 2018 (paid);
  - US\$800,000 prior to December 5, 2019 (deferred to December 31, 2022 paid);
  - US\$800,000 prior to December 5, 2020 (deferred to December 31, 2022 spent approximately US\$289,000 to June 30, 2022).

If the 51% option is exercised, Pasinex will enter into a joint venture agreement with Cypress. Total consideration to acquire the 51% interest includes US\$460,000 in cash payments, (including US\$35,000 in payments relating to the amending agreements), the issuance of 4.6 million Pasinex Common Shares and minimum exploration expenditures of US\$1,850,000.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 5. Exploration and evaluation assets (continued)

#### (b) Gunman Project (continued)

To acquire an additional 29% of the Gunman Project:

- Prior to December 5, 2021 (deferred to December 31, 2024) a payment of US\$250,000 cash and issuance of 200,000 Pasinex Common Shares to Cypress.
- Spend an additional US\$1.1 million in exploration expenditures as defined in the Option Agreement.

The underlying licenses are in good standing until September 2022.

#### 6. Accounts payable and accrued liabilities

	As at June 30, 2022	As at December 31, 2021
Trade payables	\$ 490,501	\$ 619,067
Accrued liabilities	154,000	64,567
Total accounts payable and accrued liabilities	\$ 644,501	\$ 683,634

#### 7. Shareholder loans

On August 1, 2018, the Company entered into loans with certain shareholders and directors of the Company (the "lenders") in the form of promissory notes. The promissory notes are payable on demand by the lenders and bear interest at 6% per annum, payable quarterly in arrears commencing September 15, 2018. The promissory notes are secured by all the property and assets of the Company.

The Company received \$165,000 and \$340,000 in additional shareholder loans during the three and six months ended June 30, 2021, respectively. No amounts were received in 2022. The Company recorded interest expense of \$37,448 and \$74,485 during the three and six months ended June 30, 2022, compared with \$32,725 and \$62,751 for the same periods in 2021. The Company paid \$110,262 during the three months ended June 30, 2022, of the accrued interest owing on the shareholder loans. No cash payments were made in 2021. As at June 30, 2022, the shareholder loans and accrued interest thereon totalled \$2,738,329 (December 31, 2021 - \$2,774,106).

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 8. Loan payable

	As at June 30, 2022	As at December 31, 2021
CEBA loan	\$ 40,000	\$ 40,000
Loan to unrelated party	96,880	113,466
	\$ 136,880	\$ 153,466

On April 24, 2020, the Company applied for the Canada Emergency Business Account ("CEBA") interest-free loan. To date the Company has drawn \$40,000. The loan balance must be repaid on or before December 31, 2023. Outstanding loans at December 31, 2023 would be converted to two-year loans with interest of five percent per annum commencing on January 1, 2024. Those loans would be fully due by December 31, 2025.

One of the shareholder loans was reclassified to loan payable from shareholder loans during 2021. Interest accrued on this loan during the three and six months ended June 30, 2022, was \$1,428 and \$2,840, compared with \$1,428 and \$2,840 for the same periods in 2021. The Company paid \$19,426 during the three months ended June 30, 2022, of the accrued interest owing on this loan. No cash payments were made in 2021.

#### 9. Share capital

- (a) Authorized: Unlimited common shares with no par value.
- (b) Issued and outstanding common shares:

	Number of Shares	Amount	
Balance as at December 31, 2020 and June 30, 2021	144,554,371	\$	12,888,506
Balance as at December 31, 2021 and June 30, 2022	144,554,371	\$	12,888,506

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 10. Stock options

The Company has a stock option plan (the "Plan") in place under which it is authorized to grant options of up to 10% of its outstanding shares to officers, directors, employees and consultants. The exercise price of each option is to be determined by the Board of Directors but shall not be less than the discounted market price as defined by the CSE. The expiry date for each option should be for a maximum term of five years. The Plan was most recently approved at the Company's 2015 Annual General Meeting.

The following table reflects the continuity of stock options for the periods presented:

	Number of Options	•	d Average cise Price
Balance as at December 31, 2020	3,250,000	\$	0.13
Granted (a)	8,500,000	\$	0.04
Balance as at June 30, 2021	11,750,000	\$	0.06
Balance as at December 31, 2021	10,750,000	\$	0.05
Expired	(1,500,000)	\$	0.04
Granted (b)	1,500,000	\$	0.04
Balance as at June 30, 2022	10,750,000	\$	0.05

- (a) On April 30, 2021, 8,500,000 stock options were granted to officers, directors, employees and consultants of the Company at an exercise price of \$0.04 per stock option, expiring April 30, 2026. The stock options vested immediately. The fair value of the stock options at the date of grant of \$323,000 was estimated using the Black-Scholes valuation model with the following assumptions: a five-year expected term; a 184% expected volatility based on historical trends; risk-free interest rate of 0.93%; share price at the date of grant of \$0.04; and an expected dividend yield of 0%. The Company expensed the full amount of \$323,000 in the second quarter of 2021.
- (b) On March 24, 2022, 1,500,000 stock options were granted to the CFO of the Company at an exercise price of \$0.04 per stock option, expiring March 24, 2027. The stock options vested immediately. The fair value of the stock options at the date of grant of \$57,000 was estimated using the Black-Scholes valuation model with the following assumptions: a five-year expected term; a 183% expected volatility based on historical trends; risk-free interest rate of 2.27%; share price at the date of grant of \$0.04; and an expected dividend yield of 0%. The Company expensed the full amount of \$57,000 in the first guarter of 2022.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

# 10. Stock options (continued)

The Company had the following stock options outstanding as of June 30, 2022:

				We	eighted Average Remaining
	Number o	f Options	Ex	cercise	Contractual
Expiry Date	Outstanding	Exercisable		Price	Life (Years)
August 14, 2022	200,000	200,000	\$	0.25	0.12
January 24, 2023	50,000	50,000	\$	0.20	0.57
July 25, 2024	500,000	500,000	\$	0.09	2.07
April 30, 2026	8,500,000	8,500,000	\$	0.04	3.84
March 24, 2027	1,500,000	1,500,000	\$	0.04	4.73
Total	10,750,000	10,750,000	\$	0.05	3.80

#### 11. Net income (loss) per common share

Basic and diluted net loss per share are as follows for the periods presented:

	Three Months Ended June 30,			;	Months Ended June 30,		
	2022		2021		2022		2021
Numerator Net (loss) income	\$ (890,345)	\$	(595,616)	\$	2,743,999	\$	(805,262)
<b>Denominator</b> Weighted average number of common shares - basic and diluted	144,554,371		144,554,371		144,554,371		144,554,371
Net (loss) income per share - basic and diluted	\$ (0.01)	\$	(0.01)	\$	0.02	\$	(0.01)

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 12. General and administrative costs

General and administration costs are as follows:

		Three Months Ended				Six Months Ended				
				June 30,				June 30,		
		2022		2021		2022		2021		
Consulting fees (note 13)	\$	91,333	\$	42,965	\$	184,605	\$	88,352		
Investor relations	•	3,015		13,323	•	9,719		13,323		
Management fees and salaries (note 13)		53,859		35,204		107,869		69,818		
Director fees		24,000		6,000		48,000		12,000		
Office and general		9,765		18,063		20,847		28,998		
Professional fees		86,985		81,329		124,832		127,935		
Transfer agent and regulatory fees		5,960		3,787		13,446		11,984		
Travel and meals		26,713		6,867		40,780		15,933		
Other		(249)		1,000		196		2,138		
Total general and adminstrative costs	\$	301,381	\$	208,538	\$	550,294	\$	370,481		

#### 13. Related party balances and transactions

Related parties and related party transactions impacting the accompanying consolidated financial statements are summarized below and include transactions with key management personnel, which includes 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 personnel consist of non-executive members of the Company's Board of Directors and corporate officers. A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of these entities. A number of these entities had transactions with the Company during the year. The terms and conditions of these transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, or similar transactions to non-key management personnel related entities on an arm's length basis.

A summary of the related party transactions and balances is as follows:

	Three Months Ended June 30,				Six Months Ended June 30,			
	2022		2021		2022		2021	
Management fees and salaries	\$ 53,850	\$	34,850	\$	107,850	\$	69,050	
Consulting fees	47,992		33,417		93,096		68,928	
Director fees	24,000		6,000		48,000		12,000	
Share-based payments	-		285,000		57,000		285,000	
Interest expense on shareholder loans	37,448		34,153		74,485		65,591	
	\$ 163,290	\$	393,420	\$	380,431	\$	500,569	

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 13. Related party balances and transactions (continued)

Amounts payable to related parties were as follows:

	Due to Re	ed Parties	Shareholder Loans					
	 As at		As at		As at		As at	
	June 30, 2022		December 31, 2021		June 30, 2022		December 31, 2021	
Larry Seeley (1)	\$ 6,000	\$	129,354	\$	-	\$	-	
Joachim Rainer <sup>(1)</sup>	6,000		2,000		-		-	
Jonathan Challis (1)	11,000		17,772		-		-	
Victor Wells (1)	46,000		86,000		-		-	
1514341 Ontario Inc. <sup>(2)</sup>	-		17,961		2,093,776		2,038,186	
Soner Koldas (3)	-		97,303		-		-	
Seeley Holdings Ltd. (4)	-		-		559,604		640,882	
Rainer Beteiligungsgesellschaft (5)	-		-		84,949		95,038	
2192640 Ontario Inc. (6)	12,690		32,284		<u>-</u>		-	
	\$ 81,690	\$	382,674	\$	2,738,329	\$	2,774,106	

<sup>(1)</sup> Larry Seeley, Joachim Rainer, Jonathan Challis and Victor Wells were directors of the Company at June 30, 2022 and December 31, 2021.

These transactions are in the normal course of operations and have been valued in these consolidated financial statements at the amount of consideration established and agreed to by the related parties. Amounts due to related parties are unsecured, non-interest bearing and due on demand.

To the knowledge of the directors and officers of the Company, as at June 30, 2022, no person or corporation beneficially owns or exercises control or direction over common shares of the Company carrying more than 10% of the common shares of the Company other than set out below:

	Number of Common Shares	Percentage of Outstanding Common Shares
Larry Seeley	30,000,591	20.75%

<sup>(2) 1514341</sup> Ontario Inc. is a company controlled by Larry Seeley, a director of the Company.

<sup>(3)</sup> Soner Koldas is the General Manager of Pasinex AS and Managing Director of Horzum AS.

<sup>(4)</sup> Seeley Holdings Ltd. is a company controlled by a family member of Larry Seeley, a director of the Company.

<sup>(5)</sup> Rainer Beteiligungsgesellschaft is owned by Joachim Rainer a director of the Company.

<sup>(6) 2192640</sup> Ontario Inc. is a company controlled by Andrew Gottwald, the CFO of the Company.

Notes to Condensed Interim Consolidated Financial Statements Three and Six Months Ended June 30, 2022 (Expressed in Canadian Dollars, unless otherwise indicated) Unaudited

#### 14. Segmented information

The Company has one operating segment, acquisition, exploration and development of mineral properties. The table below shows consolidated data by geographic segment based on the location:

					June	As at 30, 2022	-	As at December 31, 2021
Non-current assets by geographic seg	yment							
Turkey				\$		485,708	\$	490,656
United States					1,	365,949		1,343,900
				\$	1,	851,657	\$	1,834,556
Total assets by geographic segment								
Canada				\$	1,	909,235	\$	108,054
Turkey					1,	458,028		1,419,814
United States					1,	365,949		1,343,900
				\$	4,	733,212	\$	2,871,768
		Thi	ree	Months Ended				Six Months Ended
				June 30,				June 30,
		2022		2021			202	2 2021
Equity gain from joint venture								
Canada	\$	-	\$	-	\$			- \$ -
Turkey		-		-				32,232
United States		-		-			•	-
Total equity gain from joint venture	\$	-	\$	-	\$			- \$ 32,232
Net income (loss)								
Canada	\$	(256,190)	\$	(537,024)	\$	(630	,459)	(767,760)
Turkey		(348,537)		(21,246)		3,745	,181	40,357
United States		(285,618)		(37,346)		(370	,723)	(77,859)
Total net income (loss)	\$	(890,345)	\$	(595,616)	\$	2,743	3,999	\$ (805,262)

#### 15. Subsequent events

- (a) As discussed in note 2(c), MAPEG did not extended the principal mining operational license of Horzum AS beyond April 15, 2023, and the Akkaya operational exploration license of Pasinex Arama. As a result, both Pasinex Arama and Horzum AS each filed a court action in Adana, Turkey challenging the denial of the license extensions. The actions were filed on July 1, 2022, in order to meet the legal statute of limitations in the mining law. Since the filing of the actions, representatives of Horzum AS and Pasinex Arama have met with MAPEG and the Ministry of Energy and Natural Resources. The meetings have been constructive and both agencies continue to work with Horzum AS and Pasinex Arama to arrive at a negotiated solution for the benefit of all.
- (b) Subsequent to June 30, 2022, Pasinex Arama received TRY 10 million (approximately \$0.72 million using the exchange rates on the dates of the various transfers from Horzum AS), in dividend payments from Horzum AS. Of this amount TRY 9.4 million (approximately \$0.67 million using the exchange rates on the dates the various transfers) was transferred from Pasinex Arama to Pasinex Canada.