CORDOBA MINERALS CORP.

Condensed Interim Consolidated Financial Statements

For the three months ended March 31, 2023 and 2022

(Unaudited)

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited)
(Stated in thousands of Canadian dollars)

	Notes		March 31, 2023		December 31, 2022
ASSETS					
Current assets					
Cash		$	**1,145**	$	10,981
Other receivables			**106**		73
Prepaid expenses and deposits	3		**1,527**		1,065
Total current assets			**2,778**		12,119
Non-current assets					
Colombian value added tax receivable	4		**5,403**		4,750
Property, plant and equipment	5		**2,415**		2,160
Financial assets	6		**686**		371
TOTAL ASSETS		$	**11,282**	$	19,400
LIABILITIES					
Current liabilities					
Accounts payable and accrued liabilities		$	**3,239**	$	4,712
Due to related parties	13(a)		**21,720**		21,647
Lease liability	7(b)		**392**		237
Total current liabilities			**25,351**		26,596
Non-current liabilities					
Due to related parties	13(a)		**13,947**		13,558
Lease liability	7(b)		**259**		185
TOTAL LIABILITIES		$	**39,557**	$	40,339
SHAREHOLDERS' DEFICIT					
Share capital	8	$	**208,272**	$	208,272
Equity reserves	8,9		**21,068**		20,853
Accumulated other comprehensive income			**763**		494
Deficit			**(258,378)**		(250,558)
Shareholders' deficit attributable the Company			**(28,275)**		(20,939)
Non-controlling interest			**-**		-
TOTAL SHAREHOLDERS' DEFICIT		$	**(28,275)**	$	(20,939)
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIT		$	**11,282**	$	19,400

Description of business and going concern (Note 1)
Subsequent events (Notes 13(a) and 16)

Approved and authorized for issue on behalf of the Board on May 10, 2023:

/s/ William Orchow
William Orchow, Director

See accompanying notes to the condensed interim consolidated financial statements.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Unaudited)

(Stated in thousands of Canadian dollars, except for share and per share amounts)

	Notes	Three months ended March 31, **2023**	2022 (Note 2(d))
Operating expenses			
Exploration and evaluation expenditures	10	**$ 5,791**	$ 4,522
Corporate administration	11	**829**	643
Depreciation	5	**164**	79
Loss from operations		**6,784**	5,244
Other expense			
Interest expense		**1,239**	12
Foreign exchange gain		**(203)**	(208)
Loss before income taxes		**7,820**	5,048
Income taxes		**-**	-
Net loss for the period		**$ 7,820**	$ 5,048
Other comprehensive loss (income)			
Items that may be reclassified subsequently to loss:			
Currency translation adjustment		**46**	60
Items that will not be reclassified subsequently to loss:			
Change in fair value of marketable securities	6	**(315)**	(900)
Total other comprehensive income		**(269)**	(840)
Total comprehensive loss for the period		**$ 7,551**	$ 4,208
Net loss attributable to:			
Owners of Cordoba Minerals Corp.		**$ 7,820**	$ 5,048
Non-controlling interest		**-**	-
Net loss for the period		**$ 7,820**	$ 5,048
Total comprehensive loss attributable to:			
Owners of Cordoba Minerals Corp.		**$ 7,551**	$ 4,208
Non-controlling interest		**-**	-
Total comprehensive loss for the period		**$ 7,551**	$ 4,208
Loss per share attributable to common shareholders (basic and diluted)		**$ 0.09**	$ 0.06
Weighted average number of basic and diluted common shares outstanding		**89,237,671**	89,120,708

See accompanying notes to the condensed interim consolidated financial statements.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)
(Stated in thousands of Canadian dollars)

	Notes		Three months ended March 31, 2023		2022
Operating activities					
Net loss for the period		**$**	**(7,820)**	$	(5,048)
Adjustments for non-cash items:					
Share-based payments	10,11		**215**		87
Depreciation	5		**164**		79
Interest expense			**1,239**		12
Unrealized foreign exchange gain			**(483)**		(220)
Changes in non-cash working capital items:					
Receivables			**(471)**		(250)
Prepaid expenses and deposits			**(462)**		397
Accounts payable and accrued liabilities			**(1,685)**		427
Due to related parties			**(230)**		344
Cash used in operating activities		**$**	**(9,533)**	$	(4,172)
Investing activities					
Acquisition of property, plant and equipment	5		**(116)**		(32)
Cash used in investing activites		**$**	**(116)**	$	(32)
Financing activities					
Proceeds from short-term loan from related party	13(a)(ii)		**3,161**		-
Settlement of short-term loan from related party	13(a)(ii)		**(3,391)**		-
Payments of lease liabilities	7(b)		**(109)**		(54)
Interest paid	7(b)		**(25)**		(10)
Cash used in financing activities		**$**	**(364)**	$	(64)
Effect of changes in foreign exchange rates on cash			**177**		6
Decrease in cash			**(9,836)**		(4,262)
Cash, beginning of period			**10,981**		4,951
Cash, end of period		**$**	**1,145**	$	689

See accompanying notes to the condensed interim consolidated financial statements.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' (DEFICIT) EQUITY

(Unaudited)
(Stated in thousands of Canadian dollars, except for share amounts)

			Equity reserves							
	Number of common shares (Note 8(a))	Share capital	Warrants reserve	Broker warrants reserve	Share-based payments reserve	Accumulated other comprehensive income	Deficit (Note 2(d))	Shareholders' (deficit) equity attributable to owners of Cordoba Minerals Corp. (Note 2(d))	Non-controlling interest (Note 2(d))	Total
Balance at December 31, 2022	**89,237,671**	**$ 208,272**	**$ 14,231**	**$ 48**	**$ 6,574**	**$ 494**	**$ (250,558)**	**$ (20,939)**	**$ -**	**$ (20,939)**
Net loss for the period	-	-	-	-	-	-	**(7,820)**	**(7,820)**	-	**(7,820)**
Share-based payments (Notes 10 & 11)	-	-	-	-	**215**	-	-	**215**	-	**215**
Other comprehensive income	-	-	-	-	-	**269**	-	**269**	-	**269**
Balance at March 31, 2023	**89,237,671**	**$ 208,272**	**$ 14,231**	**$ 48**	**$ 6,789**	**$ 763**	**$ (258,378)**	**$ (28,275)**	**$ -**	**$ (28,275)**
Balance at December 31, 2021	89,120,708	$ 208,034	$ 14,231	$ 48	$ 5,910	$ 290	$ (218,947)	$ 9,566	$ -	$ 9,566
Net loss for the period	-	-	-	-	-	-	(5,048)	(5,048)	-	(5,048)
Share-based payments (Notes 10 & 11)	-	-	-	-	87	-	-	87	-	87
Other comprehensive income	-	-	-	-	-	840	-	840	-	840
Balance at March 31, 2022	89,120,708	$ 208,034	$ 14,231	$ 48	$ 5,997	$ 1,130	$ (223,995)	$ 5,445	$ -	$ 5,445

See accompanying notes to the condensed interim consolidated financial statements.

1. DESCRIPTION OF BUSINESS AND GOING CONCERN

Cordoba Minerals Corp. (the "Company" or "Cordoba") is a publicly listed company incorporated under the laws of British Columbia, Canada. Its shares are listed on the TSX Venture Exchange under the symbol CDB. The Company's head office and registered office are located at Suite 606-999 Canada Place, Vancouver, British Columbia, Canada, V6C 3E1.

At March 31, 2023, Ivanhoe Electric Inc. ("Ivanhoe Electric"), the Company's publicly-listed majority shareholder, held 63.2% of the Company's issued and outstanding common shares (December 31, 2022 – 63.2%).

The Company, together with its subsidiaries, is a mineral exploration group focused on projects located in Colombia and the United States. The principal business of the Company is the acquisition, exploration, evaluation and development of precious and base metal properties.

The Company's condensed interim consolidated financial statements are prepared on a going concern basis, which assumes that the Company will continue in operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business.

For the three months ended March 31, 2023, the Company had no operating revenue and incurred a net loss of $7.82 million (March 31, 2022 - $5.05 million). At March 31, 2023, the Company had consolidated cash of $1.15 million (December 31, 2022 - $10.98 million) to apply against current liabilities of $25.35 million (December 31, 2022 - $26.60 million) and its liabilities exceeded assets by $28.28 million.

At March 31, 2023, the Company believes that it has adequate resources to maintain its minimum obligations, including general corporate activities, based on its cash position, the strategic arrangement for the joint-development of the Company's Alacran Project (Note 16) and its ability to pursue additional sources of financing, including equity placements.

The Company currently has no source of operating cash flow, and it has no assurance that additional funding will be available to it for additional exploration, evaluation and development programs at its properties, or to enable the Company to fulfill its obligations under any applicable agreements. The Company's ability to continue as a going concern is dependent on its ability to obtain additional sources of financing to successfully explore and evaluate its mineral properties and, ultimately, to achieve profitable operations. Significant reliance is placed on the funds to be received from JCHX Mining Management Co., Ltd. ("JCHX") to advance the Alacran Project (Note 16). The failure or inability of JCHX to provide such funding would result in the need for Cordoba to find a replacement funding source. As such, there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These condensed interim consolidated financial statements do not reflect adjustments to the carrying values and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern, and such adjustments could be material.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Basis of presentation

These condensed interim consolidated financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting*. These condensed interim consolidated financial statements do not include all of the information and footnotes required by International Financial Reporting Standards ("IFRS") for annual financial statements and should be read in conjunction with the Company's annual consolidated financial statements for the year ended December 31, 2022, which have been prepared in accordance with IFRS, as issued by the International Accounting Standards Board ("IASB").

The accounting policies used in the preparation of these condensed interim consolidated financial statements are the same as those applied in the Company's most recent consolidated annual financial statements for the year ended December 31, 2022, except for certain pronouncements disclosed in Note 2(b).

These condensed interim consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value.

All financial information has been presented in Canadian dollars in these condensed interim consolidated financial statements, except when otherwise indicated.

(b) Adoption of new and revised accounting standards and interpretations

In January 2020, the IASB issued amendments to IAS 1, *Presentation of Financial Statements* that clarified the classification of liabilities as current or non-current is based on contractual rights that are in existence at the end of the reporting period. In October 2022, the IASB issued amendments to IAS 1 that specified how an entity assesses whether it has the right to defer settlement of a liability when that right is subject to compliance with covenants within twelve months after the reporting period. These amendments are effective January 1, 2024, with early adoption permitted. Retrospective application is required on adoption. These amendments are not expected to have a material effect on the Company's consolidated financial statements.

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2, *Making Materiality Judgements* to disclose material accounting policy information rather than significant accounting policies. The amendments provide guidance on how to apply materiality to accounting policy disclosures. The amendments are effective January 1, 2023, with early adoption permitted. Prospective application is required on adoption. These amendments are not expected to have a material effect on the Company's consolidated financial statements.

In May 2021, the IASB issued amendments to IAS 12, *Income Taxes* that clarify the initial recognition exemption does not apply to transactions that give rise to equal and offsetting temporary differences. The amendments are effective January 1, 2023, with early adoption permitted. These amendments are not expected to have a material impact on the Company's consolidated financial statements.

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

Several other new accounting standards, and amendments to standards and interpretations, have been issued but are not yet effective for the year ended December 31, 2023. None of these changes have been early adopted nor are they considered by management to likely have a material impact on the Company's consolidated financial statements.

(c) Critical accounting estimates and judgments

The preparation of the Company's condensed interim consolidated financial statements in conformity with IAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The Company has consistently applied the significant accounting judgments, estimates and assumptions set out in Note 6 of the Company's audited consolidated financial statements for the year ended December 31, 2022, to all the periods presented in these condensed interim consolidated financial statements.

(d) Comparative figures

Effective June 30, 2022, the Company voluntarily changed its accounting policy for non-controlling interest in situations where the Company funds a disproportionate share of costs, such as under the earn-in agreement described in Note 12. Previously, the Company attributed losses to non-controlling interest using a two-step approach: (1) attribute losses in the statement of loss in proportion to non-controlling interest's ownership of the joint venture (Note 12) and (2) separately attribute additional losses to the Company through the statement of changes in shareholders' equity. The Company believes that taking the cost sharing arrangement into account when doing the original attribution in the statement of loss provides users with reliable and more relevant financial information.

To reflect the retrospective application of this change in accounting policy, comparative amounts have been adjusted as follows:

For the three months ended March 31, 2022	As previously reported	Adjustment	Adjusted
Net loss attributable to:			
Owners of Cordoba Minerals Corp.	$ 3,734	$ 1,314	$ 5,048
Non-controlling interest	1,314	(1,314)	-
Net loss for the period	$ 5,048	$ -	$ 5,048
Total comprehensive loss attributable to:			
Owners of Cordoba Minerals Corp.	$ 2,894	$ 1,314	$ 4,208
Non-controlling interest	1,314	(1,314)	-
Total comprehensive loss for the period	$ 4,208	$ -	$ 4,208
Loss per share (basic and diluted)	$ 0.04	$ 0.02	$ 0.06

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

3. PREPAID EXPENSES AND DEPOSITS

		March 31, 2023		December 31, 2022
Prepaid expenses	$	246	$	46
Deposits		1,007		743
Deposit with related party (Note 13(a)(i))		200		200
Other		74		76
Total prepaid expenses and deposits	$	1,527	$	1,065

4. COLOMBIAN VALUE-ADDED-TAX ("VAT") RECEIVABLE

Non-current VAT receivable arises from VAT paid to the Government of Colombia in respect of the Company's exploration, evaluation and development activities. Under the VAT regime in Colombia, input VAT paid during a company's exploration, evaluation and development stages forms a credit which is available to offset output VAT collected in the future. Since the actual timing of benefit is uncertain, as VAT is refundable only upon collecting output VAT, VAT receivable has been classified as a non-current asset.

5. PROPERTY, PLANT AND EQUIPMENT

	Computer equipment	Furniture and equipment	Vehicles	Construction in progress	Land	ROU assets (Note 7(a))	Total
Cost							
Balance - December 31, 2021	$ 291	$ 344	$ 58	$ -	$ 912	$ 579	$ 2,184
Additions	92	173	-	188	-	392	845
Write-offs and disposals	(20)	(11)	(18)	-	-	(274)	(323)
Other adjustments	-	-	-	-	-	66	66
Foreign exchange	23	24	3	-	62	64	176
Balance - December 31, 2022	**386**	**530**	**43**	**188**	**974**	**827**	**2,948**
Additions	**26**	**32**	**-**	**58**	**-**	**369**	**485**
Write-offs and disposals	**-**	**-**	**-**	**-**	**-**	**(196)**	**(196)**
Other adjustments	**-**	**-**	**-**	**-**	**-**	**(64)**	**(64)**
Foreign exchange	**-**	**-**	**-**	**-**	**(1)**	**(1)**	**(2)**
Balance - March 31, 2023	**$ 412**	**$ 562**	**$ 43**	**$ 246**	**$ 973**	**$ 935**	**$ 3,171**
Accumulated depreciation							
Balance - December 31, 2021	$ 152	$ 141	$ 42	$ -	$ -	$ 344	$ 679
Charge for the year	54	34	8	-	-	272	368
Write-offs and disposals	(17)	(10)	(18)	-	-	(274)	(319)
Foreign exchange	13	11	2	-	-	34	60
Balance - December 31, 2022	**202**	**176**	**34**	**-**	**-**	**376**	**788**
Charge for the period	**18**	**9**	**2**	**-**	**-**	**135**	**164**
Write-offs and disposals	**-**	**-**	**-**	**-**	**-**	**(196)**	**(196)**
Balance - March 31, 2023	**$ 220**	**$ 185**	**$ 36**	**$ -**	**$ -**	**$ 315**	**$ 756**
Net book value							
Balance - December 31, 2022	$ 184	$ 354	$ 9	$ 188	$ 974	$ 451	$ 2,160
Balance - March 31, 2023	**$ 192**	**$ 377**	**$ 7**	**$ 246**	**$ 973**	**$ 620**	**$ 2,415**

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

6. FINANCIAL ASSETS

Financial assets comprise the Company's investment in Bell Copper Corporation's ("Bell Copper") common shares, which had a fair value of $686,000 on March 31, 2023 (December 31, 2022 – $371,000).

7. LEASES

(a) Right-of-use-assets

At March 31, 2023, $620,000 (December 31, 2022 - $451,000) of ROU assets are recorded as part of property, plant and equipment. ROU assets are depreciated on a straight-line basis over the shorter of the lease term or the useful life of the underlying assets.

		Vehicles		Office		Buildings		Total
Right of use assets								
Net book value at December 31, 2021	$	130	$	105	$	-	$	235
Additions		281		-		111		392
Depreciation charge for the year		(147)		(95)		(30)		(272)
Write-offs and disposals		-		-		-		-
Other adjustment		59		7		-		66
Foreign exchange		19		4		7		30
Net book value at December 31, 2022	**$**	**342**	**$**	**21**	**$**	**88**	**$**	**451**
Additions		**-**		**369**		**-**		**369**
Depreciation charge for the period		**(54)**		**(66)**		**(15)**		**(135)**
Other adjustment		**-**		**-**		**(64)**		**(64)**
Foreign exchange		**-**		**-**		**(1)**		**(1)**
Net book value at March 31, 2023	**$**	**288**	**$**	**324**	**$**	**8**	**$**	**620**

During the three months ended March 31, 2023, certain office leases with initial values totalling $196,000 expired (March 31, 2022 - $Nil), resulting in the derecognition of depreciated ROU assets.

(b) Lease liabilities

All leases of vehicles, office premises and buildings are comprised of only fixed payments over the lease terms. During the three months ended March 31, 2023, the Company recorded interest expense of $29,000 on lease liabilities (March 31, 2022 - $12,000) and expenses of $3,000 (March 31, 2022 - $5,000) related to short-term leases.

		March 31, 2023		December 31, 2022
Maturity analysis - contractual undiscounted cash flows				
Less than one year	**$**	**463**	$	279
One to two years		**259**		146
Two to three years		**22**		61
Total undiscounted lease liabilities		**744**		486
Effect of discounting		**(93)**		(64)
Total lease liabilities	**$**	**651**	$	422
Current	**$**	**392**	$	237
Non-current	**$**	**259**	$	185

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

	Three months ended March 31, 2023	2022
Lease liability continuity		
Balance at beginning of period	**$ 422**	$ 231
Cash flows		
Principal payments	**(109)**	(54)
Interest payments	**(25)**	(10)
Non-cash changes		
Additions	**369**	111
Accretion	**29**	12
Other adjustment	**(64)**	-
Change in foreign exchange and other	**29**	83
Total lease liabilities, end of period	**$ 651**	$ 373

8. SHARE CAPITAL

(a) Common Shares

Authorized

The Company is authorized to issue an unlimited number of common shares without par value. At March 31, 2023, the Company had 89,237,671 common shares issued and outstanding (December 31, 2022 – 89,237,671).

(b) Share Purchase Warrants

Share purchase warrants outstanding as of March 31, 2023, and December 31, 2022, are as follows:

		March 31, 2023			December 31, 2022		
Grant Date	**Expiry date**	**Number of warrants**	**Number of shares issuable upon exercise of warrants**	**Weighted average exercise price per share**	Number of warrants	Number of shares issuable upon exercise of warrants	Weighted average exercise price per share
February 18, 2021	February 18, 2023 *(i)*	-	-	-	453	491	$1.802
September 24, 2021	September 24, 2026	**1,465**	**1,465**	**$0.770**	1,465	1,465	$0.770
		1,465	**1,465**	**$0.770**	1,918	1,956	$1.029

i. On February 18, 2023, all 452,975 share purchase warrants expired unexercised.

9. SHARE-BASED PAYMENTS

(a) Share Purchase Options

The Company has in place a stock option plan (the “Plan”), which allows the Company to issue options to directors, officers, employees and consultants of the Company. The aggregate number of securities reserved for issuance will be not more than 10% of the number of common shares issued and outstanding from time to time. The Plan provides that the number of stock options held by any one individual may not exceed 5% of the number of issued and outstanding common shares.

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

Options granted under the Plan shall not have an exercise price less than the market price of the Company's shares on the day prior to the grant date, less any discount permitted by the TSX Venture Exchange, and may have a maximum term of ten years. Additionally, they may be subject to vesting terms if imposed by the Board of Directors or required by the TSX Venture Exchange.

The following is a summary of share purchase options activity for the three months ended March 31, 2023 and 2022:

	Three months ended March 31, 2023		Three months ended March 31, 2022	
	Number of stock options	**Weighted average exercise price ($ per share)**	Number of stock options	Weighted average exercise price ($ per share)
Outstanding, beginning of period	**2,248**	**$ 1.50**	1,274	$ 2.36
Expired	**(69)**	**3.40**	-	-
Forfeited	**(7)**	**0.53**	(60)	1.28
Outstanding, end of period	**2,172**	**$ 1.44**	1,214	$ 2.41
Exercisable, end of period	**1,099**	**$ 2.03**	557	$ 3.41

	Options outstanding		**Options exercisable**	
Exercise price ($ per share)	Number of stock options	Weighted average remaining contractual life (years)	Number of stock options	Weighted average remaining contractual life (years)
0.53	1,115	4.33	365	4.30
1.11	18	1.39	18	1.39
1.20	54	3.07	18	3.07
1.36	44	2.05	29	2.05
1.62	802	2.68	535	2.68
1.70	16	2.60	11	2.60
2.04	29	1.87	29	1.87
2.21	9	2.57	9	2.57
3.57	18	1.17	18	1.17
12.58	6	3.61	6	3.61
13.60	21	0.85	21	0.85
14.45	40	2.53	40	2.53
	2,172	3.47	1,099	3.10

(b) Deferred Share Units

Pursuant to the terms of the Company's Deferred Share Unit Plan, the Company may grant DSUs to the Company's directors. Upon a participant's retirement, the DSUs may be settled with cash or common shares of the Company, at the sole discretion of the Board. The fair value of a DSU is determined as the fair market value of a common share of the Company on grant date and recorded in equity reserves.

At March 31, 2023, there were 529,738 DSU's outstanding (December 31, 2022 – 529,738). There was no DSU activity during the three months ended March 31, 2023 and 2022.

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

(c) Other Equity-based Instruments

Pursuant to the terms of the Company's Long Term Incentive Plan, the Company may grant RSUs as well as performance share units ("PSUs") to eligible participants. On entitlement date, the Company may elect to settle the RSUs with cash or common shares of the Company at the discretion of the Board. The fair values of an RSU and PSU are determined as the fair market value of a common share of the Company on the grant date and recorded in equity reserves.

The following is a summary of RSU activity for the three months ended March 31, 2023 and 2022:

	Three months ended March 31,	
	2023	2022
Outstanding, beginning of period	**1,410**	244
Forfeited	**(8)**	-
Outstanding, end of period	**1,402**	244

During the three months ended March 31, 2023, and 2022, no PSUs were issued and outstanding.

10. EXPLORATION AND EVALUATION EXPENDITURES

For the three months ended March 31, 2023 and 2022, exploration and evaluation ("E&E") expenditures are allocated to the following projects:

	Colombia		USA		Other		Total	
	Three months ended March 31,		Three months ended March 31,		Three months ended March 31,		Three months ended March 31,	
	2023	2022	**2023**	2022	**2023**	2022	**2023**	2022
Direct exploration costs	**$ 2,769**	$ 940	**$ 2**	$ 1,800	**$ -**	$ -	**$ 2,771**	$ 2,740
Indirect exploration costs	**1,838**	802	**37**	89	**-**	-	**1,875**	891
Site G&A costs	**1,041**	851	**1**	1	**-**	-	**1,042**	852
Share-based payments	**-**	-	**-**	-	**103**	39	**103**	39
Total E&E expenditures	**$ 5,648**	$ 2,593	**$ 40**	$ 1,890	**$ 103**	$ 39	**$ 5,791**	$ 4,522

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

11. CORPORATE ADMINISTRATION

For the three months ended March 31, 2023 and 2022, corporate administration comprises:

	Three months ended March 31,	
	2023	2022
Salaries and benefits	**$ 301**	$ 225
Share-based payments	**112**	48
Office administration	**47**	68
Professional fees	**162**	128
Insurance	**35**	34
Travel	**55**	14
Investor relations	**51**	89
Compliance and regulatory	**24**	32
Other	**42**	5
Total corporate administration	**$ 829**	$ 643

12. NON-CONTROLLING INTEREST

On August 27, 2018, the Company, through its wholly-owned subsidiary Cordoba Minerals USA Corp., entered into a joint venture and earn-in agreement (the “Joint Venture Agreement”) with Bell Copper and certain of its wholly-owned subsidiaries to explore the Perseverance porphyry copper project located in northwestern Arizona, USA (the “Perseverance Project”).

Cordoba has the option to earn up to an 80% interest in the Perseverance Project through the acquisition of an equity interest in the joint venture company MMDEX LLC (“MMDEX”), a subsidiary of Bell Copper, by completing certain phased project expenditures over a 7.5 year period as follows:

- Phase 1 - $1 million by April 24, 2020, to earn a 25% interest (completed)
- Phase 2 - Additional $3 million by April 24, 2022, for a total 51% interest (completed)
- Phase 3 - Additional $3 million by April 24, 2024, for a total 70% interest (in progress)
- Phase 4 - Additional $10 million by April 24, 2026, for a total 80% interest

In May 2019, the Company acquired 25% of MMDEX. The acquisition was accounted for as an asset acquisition as the activities of MMDEX did not meet the definition of a business under IFRS 3, *Business Combinations*. Management’s assessment at the time of acquisition concluded that Cordoba controls MMDEX. Accordingly, the Company has consolidated MMDEX.

In March 2022, the Company achieved the minimum project expenditure requirement for the Phase 2 earn-in and has vested a 51% interest in the project.

The carrying value of MMDEX’s assets and liabilities was $Nil as at March 31, 2023 (December 31, 2022 - $Nil). For the three months ended March 31, 2023, MMDEX’s revenue was $Nil (March 31, 2022 - $Nil) and net loss was $40,000 (March 31, 2022 - $1.75 million). The Company recognized $Nil as non-controlling interest for the three months ended March 31, 2023 (March 31, 2022 - $Nil) (Note 2(d)).

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

13. RELATED PARTY TRANSACTIONS

Transactions between the Company and its subsidiaries have been eliminated on consolidation and are not disclosed in this note. Details of transactions between the Company and other related parties are disclosed below.

(a) Transactions and balances with related parties

The Company incurred the following expenses with related parties:

	Three months ended March 31,	
	2023	2022
Salaries and benefits	**$ 208**	$ 196
Corporate administration	**69**	60
Exploration	**91**	524
Interest expense	**990**	-
Total related party expenses	**$ 1,358**	$ 780

The breakdown of expenses by related party is as follows:

	Three months ended March 31,	
	2023	2022
GMM *(i)*	**$ 311**	$ 428
Ivanhoe Electric *(ii)*	**597**	298
JCHX *(iii)*	**399**	-
Vagon Capital S.A.S. *(iv)*	**51**	53
Kaizen Discovery Inc. *(v)*	**-**	1
Total related party expenses	**$ 1,358**	$ 780

The breakdown of amount due to related parties is as follows:

	March 31, 2023	December 31, 2022
Due to related parties		
Due to GMM *(i)*	**$ 81**	$ 254
Due to Ivanhoe Electric *(ii)*	**21,582**	21,271
Due to JCHX *(iii)*	**13,947**	13,558
Due to directors and officers of the Company	**37**	38
Due to Vagon Capital SAS (*iv)*	**20**	84
Total due to related parties	**$ 35,667**	$ 35,205
Current	**$ 21,720**	$ 21,647
Non-current	**$ 13,947**	$ 13,558

i. Global Mining Management Corporation ('GMM"), a private company based in Vancouver, provides administration, accounting and other office services to the Company on a cost-recovery basis. The Company held 7.1% of GMM's common shares at March 31, 2023, (December 31, 2022 – 7.1%). The investment in GMM is held at $Nil on the condensed interim consolidated statement of financial position.

At March 31, 2023, prepaid expenses and deposits included a deposit of $200,000 (December 31, 2022 – $200,000) held by GMM (Note 3).

ii. Ivanhoe Electric held 63.2% of the Company's issued and outstanding common shares at March 31, 2023 (December 31, 2022 – 63.2%). Costs incurred by Ivanhoe Electric on behalf of the Company are reimbursed on a cost-recovery basis.

In 2022, Ivanhoe Electric provided the Company with a series a short-term loans totaling US$14.5 million in the form of grid promissory notes bearing interest at 12% per annum, compounding only at maturity. Each loan's interest rate increased to 14% per annum upon its respective maturity date.

In January 2023, US$2.5 million of the outstanding principal was repaid using a portion of the proceeds from the US$10 million JCHX bridge loan (Note 13(a)(iii)). The remaining US$12.0 million is now due on demand.

In March 2023, Ivanhoe Electric provided the Company with a short-term loan of US$4.0 million in the form of a grid promissory note bearing interest at 12% per annum, compounding only at maturity. The interest rate increases to 14% per annum if the Company does not repay the amount owing upon the maturity date, which is the earlier of May 15, 2023 and the closing of any equity or debt financing by Cordoba. At March 31, 2023, US$2.3 million had been advanced to the Company under the loan. The remaining US$1.7 million was advanced in April.

As at March 31, 2023, accrued interest on the series of short-term loans from Ivanhoe Electric totalled approximately $1.50 million (US$1.11 million) (December 31, 2022 – $887,000 (US$655,000)).

A portion of the initial US$40 million installment received from JCHX, following the closing of the US$100 million project financing transaction described in Note 16, will be used to settle all of the principal and interest outstanding on the series of short-term loans.

iii. JCHX held 19.9% of the Company's issued and outstanding common shares at March 31, 2023 (December 31, 2022 – 19.9%).

In December 2022, JCHX advanced a bridge loan of US$10 million to Cordoba. The bridge loan is for an 18-month term and bears interest at 12% per annum during the first 12 months of the term and 14% per annum during the remaining six months, which shall be calculated on the basis of a 365-day year.

Interest payments to JCHX are to be made free and clear of any withholding taxes, so Cordoba must gross-up the interest amount to account for the applicable 35% withholding tax. The grossed-up amount of interest is recognized as interest expense.

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

Upon closing the project financing transaction with JCHX described in Note 16, all of the principal and interest outstanding on the bridge loan was applied towards that transaction's first installment as a payment in kind.

In the event the bridge loan was not repaid, JCHX had the option to receive payment in kind equal to 20% of the total issued shares of CMH Colombia S.A.S. ("CMH"), a Colombian subsidiary of the Company.

As at March 31, 2023, accrued interest owing to JCHX on the bridge loan totaled approximately $414,000 (US$306,000) (December 31, 2022 – $14,000 (US$10,000)), excluding withholding taxes owing to the tax authority.

iv. Vagon Capital S.A.S., a company that is controlled by a close family member of one of the Company's directors, provides the Company professional consulting services.

v. Kaizen Discovery Inc. ("Kaizen Discovery") is a publicly-listed subsidiary of Ivanhoe Electric. Costs incurred by Kaizen Discovery on behalf of the Company are reimbursed on a cost-recovery basis.

(b) Compensation of key management personnel

Key management personnel are persons responsible for planning, directing and controlling the activities of the Company, including directors and officers.

	Three months ended March 31,	
	2023	2022
Salaries and benefits	**$ 204**	$ 223
Share-based payments	**78**	21
Total key management compensation	**$ 282**	$ 244

14. SEGMENTED INFORMATION

The Company has a head office in Vancouver, Canada, and operates in three geographically based segments: Canada, Colombia and the United States. The reported loss from operations for the three months ended March 31, 2023 and 2022 for each segment is as follows:

	Colombia		USA		Canada		Total	
	Three months ended March 31,		Three months ended March 31,		Three months ended March 31,		Three months ended March 31,	
	2023	2022	**2023**	2022	**2023**	2022	**2023**	2022
E&E expenditures	**$ 5,648**	$ 2,593	**$ 40**	$ 1,890	**$ 103**	$ 39	**$ 5,791**	$ 4,522
Corporate administration	**-**	-	**2**	2	**827**	641	**829**	643
Depreciation	**162**	77	**2**	2	**-**	-	**164**	79
Loss from operations	**$ 5,810**	$ 2,670	**$ 44**	$ 1,894	**$ 930**	$ 680	**$ 6,784**	$ 5,244

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

The Company's non-current assets at March 31, 2023 and December 31, 2022 are located in Colombia, the United States and the head office in Canada as follows:

	Colombia		USA		Canada		Total	
	March 31, 2023	December 31, 2022	**March 31, 2023**	December 31, 2022	**March 31, 2023**	December 31, 2022	**March 31, 2023**	December 31, 2022
Colombian VAT receivable	**$ 5,403**	$ 4,750	**$ -**	$ -	**$ -**	$ -	**5,403**	$ 4,750
Property, plant and equipment	**2,152**	1,895	**263**	265	**-**	-	**2,415**	2,160
Financial assets	**-**	-	**-**	-	**686**	371	**686**	371
Non-current assets	**$ 7,555**	$ 6,645	**$ 263**	$ 265	**$ 686**	$ 371	**$ 8,504**	$ 7,281

15. FINANCIAL INSTRUMENTS

Financial assets and liabilities have been classified into categories that determine their basis of measurement and, for items measured at fair value on a recurring basis, whether changes in fair value are recognized at fair value through profit or loss or fair value through other comprehensive income ("FVTOCI").

The Company's financial assets and financial liabilities are classified as follows:

	March 31, 2023	December 31, 2022
Financial assets		
Financial assets measured at amortized cost		
Cash	**$ 1,145**	$ 10,981
Other receivables	**69**	7
Deposits	**1,207**	943
Financial assets measured at FVTOCI		
Financial assets	**686**	371
Total financial assets	**$ 3,107**	$ 12,302
Financial liabilities measured at amortized cost		
Accounts payable and accrued liabilities	**$ 3,239**	$ 4,712
Due to related parties	**35,667**	35,205
Lease liability	**651**	422
Total financial liabilities	**$ 39,557**	$ 40,339

The carrying amounts for cash; other receivables; deposits; accounts payable and accrued liabilities; and due to related parties approximate fair values due to their short-term nature.

Financial instruments measured at fair value are classified into one of the three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values.

The three levels of the fair value hierarchy are:

Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities;

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

(Stated in Canadian dollars unless otherwise noted; tabular amounts in thousands)

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

Investments in traded equity securities are classified as financial assets and valued using level one inputs.

16. STRATEGIC ARRANGEMENT FOR THE JOINT-DEVELOPMENT OF THE ALACRAN PROJECT

On May 8, 2023, Cordoba announced that Cordoba and JCHX had satisfied all necessary conditions to close the US$100 million strategic arrangement for the joint-development of the Alacran Project in Colombia. As a result of the closing, JCHX has funded the initial installment of US$40 million towards its 50% ownership interest in CMH, a company existing under the laws of Colombia, which owns 100% of the Alacran Project and is the joint venture vehicle for Cordoba and JCHX in this strategic project level partnership.

For its 50% interest, JCHX will pay the US$100 million purchase price in three installments. At the closing of the transaction, US$40 million was paid as a first installment. A second installment of US$40 million is payable in cash upon the board of directors of Cordoba approving the Feasibility Study of the Alacran Project, and the filing of the Environmental Impact Assessment ("EIA") to the relevant Colombian Government authority, but in no event shall such second installment be paid later than the second anniversary of the closing of the transaction. A third and final installment of US$20 million is payable in cash once the approval of the EIA is obtained, which must be within two years of the transaction's closing date. Should the EIA not be approved by the second anniversary of the closing date, JCHX will have the option to elect not to complete this final installment, which will result in JCHX being diluted to 40% and Cordoba increasing to a majority 60% shareholding in CMH.

In December 2022, JCHX advanced a bridge loan of US$10 million to Cordoba. The bridge loan is for an 18-month term and bears interest at 12% per annum during the first 12 months of the term and 14% per annum during the remaining six months, which shall be calculated on the basis of a 365-day year. Upon closing of the transaction, the entire balance owing under the bridge loan and accrued interest was applied towards the first installment as a payment in kind.

A Joint Venture Shareholders' Agreement ("JV SHA"), entered into at closing, governs the strategic relationship between Cordoba and JCHX, and sets forth the general responsibility and authority of the CMH board of directors ("CMH board"), in addition to the entitlements of each shareholder. The JV SHA provides that (1) the CMH board will comprise of four individuals, of which two directors will be nominated by Cordoba and the other two directors will be nominated by JCHX; and for so long as the shareholdings in CMH remain 50%-50%, a Cordoba representative will serve as the Chairperson of the Board of Directors, and will possess a casting vote on all matters subject to a list of reserved matters; (2) Cordoba will be appointed as the operator and manager of the Alacran Project pursuant to a management services agreement and will be responsible for setting the annual programs and budgets for the CMH board's approval; (3) JCHX (or its affiliate) has right of first offer to bid on the Engineering, Procurement and Construction and Detailed Design Agreement contracts, provided that Cordoba has the right to open the process out to competitive tender; with JCHX having the right to match any competitive bid; and (4) JCHX (or its affiliate) shall be entitled to up to 100% of the offtake from the production under the current Feasibility Study of the Alacran Project, provided that they are paying fair market value and they are the most competitive offer (including a matching right for other third-party proposals).