

# **Abacus Mining & Exploration Corporation**

(an exploration stage company)

Condensed Interim Consolidated Financial Statements

**June 30, 2025**

(Unaudited)

(Expressed in Canadian dollars)

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#### **NOTICE TO READER**

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the Company's interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements have been prepared by and are the responsibility of the management of Abacus Mining & Exploration Corporation. Abacus Mining & Exploration Corporation's independent auditor has not performed a review of these unaudited condensed interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim financial statements by an entity's auditor.

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Condensed interim consolidated statements of financial position**

Unaudited - Expressed in Canadian dollars

	NOTE	June 30, 2025	December 31, 2024
<b>ASSETS</b>		<b>(\$)</b>	<b>(\$)</b>
<b>Current assets:</b>			
Cash and cash equivalents	<b>1</b>	185,142	48,266
Amounts receivable		5,470	7,488
Prepaid expenses		7,100	21,884
		<u>197,712</u>	<u>77,638</u>
<b>Non-current assets:</b>			
Investment in KGHM Ajax Mining Inc.	<b>4</b>	6,690,131	7,122,646
Exploration and evaluation assets	<b>5</b>	1,281,512	1,281,512
		<u>7,971,643</u>	<u>8,404,158</u>
		<b>8,169,355</b>	<b>8,481,796</b>
<b>LIABILITIES AND SHAREHOLDERS' DEFICIT</b>			
<b>Current liabilities:</b>			
Accounts payable and accrued liabilities		276,961	321,913
Loans payable	<b>6</b>	123,348	191,101
KGHM Ajax project loan	<b>7</b>	32,787,401	31,243,114
		<u>33,187,710</u>	<u>31,756,128</u>
<b>Shareholders' deficit:</b>			
Capital stock	<b>8</b>	92,670,839	92,233,739
Reserves		6,439,905	6,388,059
Deficit		<u>(124,129,099)</u>	<u>(121,896,129)</u>
		<u>(25,018,355)</u>	<u>(23,274,331)</u>
		<b>8,169,355</b>	<b>8,481,796</b>

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

Nature of operations and going concern (Note 1)

Approved and authorized for issue by the Board of Directors on August 27, 2025

"Michael McInnis"  
Chairman

"Kerry Spong"  
Director

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)

**Condensed interim consolidated statements of loss and comprehensive loss**

Unaudited - Expressed in Canadian dollars

		Three months ended June 30		Six months ended June 30	
	Note	2025	2024	2025	2024
		(\$)	(\$)	(\$)	(\$)
<b>General and administrative expenses:</b>					
Accounting and audit		23,975	22,694	56,904	39,694
Exploration and evaluation expenditures	5	3,370	1,315	4,799	2,439
Insurance		6,356	9,205	14,783	18,410
Legal		13,499	29,763	25,999	39,763
Office		3,377	1,177	16,557	2,347
Rent		762	5,400	1,513	10,800
Salaries and contract wages		30,250	23,498	55,115	44,237
Share-based payments	8	-	-	51,846	65,308
Transfer agent and regulatory fees		11,236	7,629	19,157	21,184
Travel and promotion		6,995	361	9,496	723
		99,821	101,041	256,168	244,902
Other items:					
Interest expense	7	782,163	696,087	1,544,287	1,375,793
Loss on equity investment in KGHM Ajax Mining Inc.	4	30,919	103,869	432,515	257,850
<b>Loss and comprehensive loss for the period</b>		<b>912,903</b>	<b>900,997</b>	<b>2,232,970</b>	<b>1,878,545</b>
Loss per share, basic and diluted		(0.01)	(0.01)	(0.01)	(0.02)
Weighted average number of common shares outstanding, basic and diluted	#	172,348,021	# 120,844,341	# 160,791,346	# 120,844,341

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

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)

**Condensed interim consolidated statements of changes in shareholders' deficit**

Unaudited - Expressed in Canadian dollars

		Share capital		Reserves			
	NOTE	Number of shares	Capital stock	Stock options	Warrants	Deficit	Total shareholders' deficit
<b>Balance, December 31, 2023</b>		<b>120,844,341</b>	<b>91,670,957</b>	<b>6,191,669</b>	<b>131,082</b>	<b>(117,865,096)</b>	<b>(19,871,388)</b>
Share-based payments		-	-	65,308	-	-	65,308
Loss for the period		-	-	-	-	(1,878,545)	(1,878,545)
<b>Balance, June 30, 2024</b>		<b>120,844,341</b>	<b>91,670,957</b>	<b>6,256,977</b>	<b>131,082</b>	<b>(119,743,641)</b>	<b>(21,684,626)</b>
Issued for Willow property option	5,8	9,546,922	238,673	-	-	-	238,673
Securities issued for cash	8	18,715,000	374,300	-	-	-	374,300
Share issuance costs - cash		-	(50,191)	-	-	-	(50,191)
Loss for the period		-	-	-	-	(2,152,488)	(2,152,488)
<b>Balance, December 31, 2024</b>		<b>149,106,263</b>	<b>92,233,739</b>	<b>6,256,977</b>	<b>131,082</b>	<b>(121,896,129)</b>	<b>(23,274,331)</b>
Securities issued for cash	8	23,500,000	470,000	-	-	-	470,000
Share issuance costs - cash		-	(32,900)	-	-	-	(32,900)
Share-based payments	8	-	-	51,846	-	-	51,846
Loss for the period		-	-	-	-	(2,232,970)	(2,232,970)
<b>Balance, June 30, 2025</b>		<b>172,606,263</b>	<b>92,670,839</b>	<b>6,308,823</b>	<b>131,082</b>	<b>(124,129,099)</b>	<b>(25,018,355)</b>

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

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Condensed interim consolidated statements of cash flows**

Unaudited - Expressed in Canadian dollars

	June 30, 2025	June 30, 2024
	(\$)	(\$)
<b>Operating activities:</b>		
Loss for the period	(2,232,970)	(1,878,545)
Adjustments and items not involving cash:		
Share of loss in equity investment	432,515	257,851
Share-based payments	51,846	65,308
Interest expense	1,544,287	1,375,793
Changes in working capital related to operating activities:		
Prepaid expenses	14,783	18,410
Accounts receivable	2,018	5,038
Accounts payable and accrued liabilities	(44,950)	124,683
<b>Cash used for operating activities</b>	<b>(232,471)</b>	<b>(31,463)</b>
<b>Investing activities:</b>		
Exploration and evaluation assets	-	(41,098)
<b>Cash used for investing activities</b>	<b>-</b>	<b>(41,098)</b>
<b>Financing activities:</b>		
Proceeds from private placement	437,100	-
Repayment of loans payable	(67,753)	30,000
<b>Cash provided by financing activities</b>	<b>369,347</b>	<b>30,000</b>
Increase (decrease) in cash and cash equivalents during the period	136,876	(42,561)
Cash and cash equivalents, beginning of the period	48,266	64,876
<b>Cash and cash equivalents, end of period</b>	<b>185,142</b>	<b>22,315</b>

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

**1. NATURE OF OPERATIONS AND GOING CONCERN**

Abacus Mining & Exploration Corporation (the “Company” or “Abacus”), incorporated under the *Company Act* (British Columbia), is an exploration stage company engaged principally in the acquisition, exploration and development of mineral properties in Canada and the U.S.A. The address of the Company’s office is Suite 1500 – 701 West Georgia Street, Vancouver, British Columbia, Canada.

The Company presently has no proven or probable reserves and on the basis of information to date, it has not yet determined whether its properties contain economically recoverable ore reserves. The Company has not generated any revenues from its operations to date. The amounts shown as exploration and evaluation assets represent acquisition costs incurred to date, less any amounts written off, and do not necessarily represent present or future values. The recoverability of the carrying amounts for exploration and evaluation assets is dependent upon the confirmation of economically recoverable reserves, the Company raising capital, the sale or entering into a joint venture of the Company’s exploration and evaluation assets, and/or the attainment of profitable operations.

**GOING CONCERN**

These condensed interim consolidated financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to meet its commitments, continue operations and realize its assets and discharge its liabilities in the normal course of operations for the foreseeable future. As at June 30, 2025 the Company had a working capital deficiency (current assets less current liabilities) of \$32,989,998 (December 31, 2024: working capital deficiency of \$31,678,490), which working capital deficiency includes the KGHM Ajax project loan (the “KGHM Loan”), with a carrying value of \$32,787,401 (December 31, 2024: \$31,243,114) (Note 6). During the six-month period ended June 30, 2025 the Company incurred a loss of \$2,232,970 (June 30, 2024: \$1,878,545) and used cash for operating activities of \$232,471 (June 30, 2024: \$31,463).

The KGHM Loan is secured by the investment in KGHM Ajax Mining Inc. (“KGHM Ajax”), is non-revolving, bears interest of 10% per annum and, as amended, matures on December 31, 2025 (the “Extended Maturity Date”), and specifies the good faith commitment of the parties to negotiate for an extension of the maturity date, should the commencement of commercial production and the distribution of dividends, in an aggregate amount sufficient for purposes of repayment of the loan, not have occurred by the maturity date. At June 30, 2025 and as at the date of these financial statements, the Company does not have the funds available to satisfy the loan. In December 2017, following a six-year environmental assessment review process, the British Columbia Minister of Environment and Climate Change Strategy and Minister of Energy, Mines and Petroleum Resources announced they had declined the issuance of an Environmental Assessment Certificate required for the Ajax Project to proceed toward commercial production. There can be no assurance that the necessary environmental approvals will be granted prior to the date of maturity of the KGHM Loan, nor is there any assurance that an extension of the maturity date of the KGHM Loan will be negotiated prior to the Extended Maturity Date.

The Company continues to incur operating losses, has limited financial resources and no source of operating cash inflows. The Company’s ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to fund its mineral properties through the issuance of capital stock and to realize future profitable production or proceeds from the disposition of its mineral interests and to successfully negotiate the extension of the maturity of the KGHM loan. However, there can be no assurance that the Company will be successful in these actions. These material uncertainties may cast significant doubt about the Company’s ability to continue as a going concern.

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

**2. BASIS OF PREPARATION**

These condensed interim consolidated financial statements have been prepared on a historical cost basis except for derivative financial instruments and financial instruments at fair value, if any held, that have been measured at fair value. These condensed interim consolidated financial statements are presented in Canadian dollars, except where otherwise noted.

**(a) Statement of compliance**

These condensed interim consolidated financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. Interim financial statements do not include all the information required for full annual financial statements. These condensed interim consolidated financial statements follow the same accounting policies and methods of their application as the most recent annual financial statements and should be read in conjunction with the Company's annual financial statements for the year ended December 31, 2024. These condensed interim consolidated financial statements were reviewed by the Audit Committee, and the Board of Directors approved and authorized them for issuance on August 27, 2025.

**(b) Principles of consolidation**

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Abacus Mining & Exploration (NV) Corporation, a company incorporated in the state of Nevada, USA. All inter-company transactions and balances have been eliminated.

**(c) Foreign currency translation**

The presentation currency and functional currency of the Company and its wholly-owned subsidiary is the Canadian dollar. Transactions in currencies other than the functional currency are recorded by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transactions. Monetary items are translated at the exchange rate in effect at the balance sheet date and non-monetary items are translated at historical exchange rates. Translation gains and losses are reflected in the consolidated statements of loss and comprehensive loss for the period.

**3. MATERIAL ACCOUNTING POLICIES**

The same accounting policies have been used in the preparation of these condensed interim consolidated financial statements as those used in the most recent audited annual financial statements and in the opinion of management reflect all the adjustments considered necessary for the fair presentation in accordance with IFRS of the result of the interim periods presented.



**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

June 30, 2025

Unaudited - Expressed in Canadian dollars

**4. INVESTMENT IN KGHM AJAX MINING INC.**

KGHM Ajax is a private company incorporated under the Corporations Act (British Columbia) and engaged principally in the exploration and development of the Ajax Project located near Kamloops, British Columbia. As at June 30, 2025 the Company owned 20% (KGHM Polska Miedz S.A: 80%) of the common and voting shares of KGHM Ajax, and has representation on the Board of Directors. Thus, the Company is considered to have significant influence over KGHM Ajax.

During the period ended June 30, 2025, Abacus contributed \$Nil (December 31, 2024: \$880,000) to KGHM Ajax representing Abacus' 20% share of cash calls of KGHM Ajax made pursuant to a Definitive Joint Venture Shareholders' Agreement (the "JV Agreement"), to finance the continuing operations of KGHM Ajax. The cash calls were funded through additional loans from KGHM (Note 7)

	(\$)
<b>December 31, 2023</b>	<b>6,920,104</b>
Cash contributions to KGHM Ajax equity investment	280,000
Share of the gain (loss) of KGHM Ajax	(257,851)
<b>June 30, 2024</b>	<b>6,942,253</b>
Cash contributions to KGHM Ajax equity investment	600,000
Share of the gain (loss) of KGHM Ajax	(419,607)
<b>December 31, 2024</b>	<b>7,122,646</b>
Cash contributions to KGHM Ajax equity investment	-
Share of the gain (loss) of KGHM Ajax	(432,515)
<b>June 30, 2025</b>	<b>6,690,131</b>

**5. EXPLORATION AND EVALUATION ASSETS**

The Company has investigated ownership of its mineral interests as at June 30, 2025, and to the best of the Company's knowledge, ownership of its interests is in good standing.

	Willow Project (\$)
<b>December 31, 2023</b>	<b>873,533</b>
Acquisition Costs	41,098
<b>June 30, 2024</b>	<b>914,631</b>
Acquisition Costs	366,881
<b>December 31, 2024 and June 30, 2025</b>	<b>1,281,512</b>

The following table shows the activity by category of exploration:

	June 30, 2025 (\$)	June 30, 2024 (\$)
<b>Exploration and Evaluation Expenditures</b>		
Consulting and project supervision	3,370	1,124
Other	1,429	1,315
<b>Total</b>	<b>4,799</b>	<b>2,439</b>

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

June 30, 2025

Unaudited - Expressed in Canadian dollars

**Willow Project (includes the Willow Property and the Nev-Lorraine Property):**

As the Nev-Lorraine Property is contiguous to the Willow Property, the two properties have been aggregated, for geological and exploration reporting purposes only, into the Willow Project. (See Willow Option Agreement and Nev-Lorraine Lease Agreement below.)

**Willow Option Agreement:**

On February 14, 2017, the Company entered into an option agreement, as amended, (the "Willow Option Agreement") with Almadex Minerals Limited and its wholly-owned Nevada subsidiary Almadex America Inc. (collectively, "Almadex"), to acquire, the exclusive right and option to earn, in the aggregate, up to a 75% undivided ownership interest in the Willow Property (the "Willow Property"), located in Douglas County, Nevada USA. To acquire the initial 60% Option Interest in the Willow Property, the Company is required to issue common shares and incur cumulative exploration expenditures as follows:

<b>Date</b>	<b>Common shares in the capital of Abacus</b>	<b>Cumulative minimum annual exploration expenditures</b>
	<b>(#)</b>	<b>(US\$)</b>
TSX-V approval (received February 22, 2017)	41,667 (1)	Nil
On or before February 22, 2018	41,667 (1)	100,000
On or before February 22, 2019	41,667 (1)	400,000
On or before February 22, 2020	41,667 (1)	1,000,000
On or before February 22, 2021	83,333 (1)	1,800,000 (2)
On or before February 22, 2022	166,666 (3)	-
On or before December 31, 2022	2,000,000 (4)	-
On or before December 31, 2025	-	5,000,000 (5)
<b>Total</b>	<b>2,416,667</b>	

(1) Issued to December 31, 2021

(2) Incurred to December 31, 2021

(3) Issued on February 16, 2022

(4) Issued on February 2, 2023

(5) US\$500,000 was required to be expended prior to December 22, 2023. Subsequent to December 31, 2023, the Company and Almadex agreed in principle to extend the date by which the US\$500,000 was required to be expended to April 30, 2024 and worked towards mutually agreeable terms to maintain the Willow Option Agreement in good standing. This requirement was nullified upon the execution of the Willow Acquisition Agreement described below.

Under the terms of the Willow Option Agreement, should either Abacus or Almadex acquire the rights to additional property ("AP") within the Area of Interest ("AOI"), the other party could elect to make the AP part of the Willow Project. Almadex elected to include the Nev-Lorraine claims (see *Nev-Lorraine Lease Agreement* below) to the Willow Project. Upon having earned the 60% Option Interest in the Willow Property, the Company could earn an additional 15% interest (the "Additional Interest"), such that the Company would have an aggregate interest of 75% in the Willow Property.

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

June 30, 2025

Unaudited - Expressed in Canadian dollars

**Willow Acquisition Agreement:**

On June 4, 2024, the Company and Almadex entered into an Asset Purchase Agreement, as amended on June 24, 2024 (the "Asset Purchase Agreement"), to acquire a 100% interest in the Willow Property and the data associated with the Willow Property (the "Willow Data"), and to terminate the Willow Option Agreement, in consideration for the following:

- issuing to Almadex a total of 9,546,922 common shares in the capital of the Company (issued July 2, 2024);
- granting to Almadex a 2.5% net smelter return royalty ("NSR") derived from future production of minerals from the Willow Project, including the AOI, of which the Company has, for a period of two years from the closing date, the right to buy back 0.5% for \$500,000 or, subject to prior regulatory approval, by issuing shares in the capital of the Company calculated using the five day volume weighted average price of the common shares of the Company prior to the date of the exercise; and,
- the Company, on or before December 31, 2025, completing the drilling of a minimum 600-metre exploratory hole on the Willow Project, as described in the Asset Purchase Agreement.

**Nev-Lorraine Lease Agreement:**

The Company entered into an Exploration and Option to Purchase Agreement, as amended, (the "NL Agreement") dated effective January 1, 2018, with three individuals (collectively, the "Optionors"), to lease the Nev-Lorraine unpatented mining claims located in Douglas County, Nevada, USA (the "Nev-Lorraine Property"). The Agreement is a ten-year lease agreement allowing the Company to explore the Nev-Lorraine claims pursuant to the following payments and expenditures:

<b>Date</b>	<b>Minimum Payments (US\$)</b>	<b>Date</b>	<b>Cumulative Minimum Annual Exploration Expenditures (US\$)</b>
Cumulative payments to December 31, 2023	543,000 <sup>(1)</sup>	On or before December 31, 2023	120,000 <sup>(4)</sup>
On or before April 1, 2024	30,000 <sup>(2)</sup>		
On or before July 1, 2024	30,000 <sup>(3)</sup>		
On or before October 1, 2024	30,000 <sup>(5)</sup>	On or before December 31, 2024	140,000 <sup>(4)</sup>
On or before January 1, 2025	32,500 <sup>(6)</sup>		
On or before December 31, 2025	97,500	On or before December 31, 2025	160,000 <sup>(4)</sup>
On or before January 1, 2026	140,000	On or before December 31, 2026	180,000 <sup>(4)</sup>
On or before January 1, 2027	150,000	On or before December 31, 2027	200,000 <sup>(4)</sup>
<b>Total</b>	<b>1,053,000</b>		

<sup>(1)</sup> Paid to December 31, 2023<sup>(2)</sup> Paid September 5, 2024<sup>(3)</sup> Paid June 25, 2024<sup>(4)</sup> Incurred to December 31, 2024<sup>(5)</sup> Paid September 5, 2024<sup>(6)</sup> Paid December 20, 2024

At any time during the life of the NL Agreement, the Company can elect to purchase the claim group outright from the Optionors, for a sum ranging from US\$1,500,000 to US\$1,950,000. The Optionors do not retain an NSR, and the yearly expenditures are cumulative, meaning that any excess expenditure can be carried through to subsequent years. The Nev-Lorraine Property is in the AOI, and is included in the Willow Project as AP, under the terms of the Willow Option Agreement.

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

June 30, 2025

Unaudited - Expressed in Canadian dollars

**6. LOANS**

During the period ended June 30, 2025 and 2024, the Company received advances as follows:

	(\$)
December 21, 2023	37,753
<b>December 31, 2023</b>	<b>37,753</b>
June 24, 2024 (Note 9)	30,000
December 16, 2024	123,348
<b>December 31, 2024</b>	<b>191,101</b>
Repayments	(67,753)
<b>June 30, 2025</b>	<b>123,438</b>

All of the advances are non-interest bearing and have a maturity date of December 31, 2025. Advances of \$37,753 and \$30,000 were repaid on April 3, 2025.

**7. KGHM AJAX PROJECT LOAN**

Under the terms of the JV Agreement, and without dilution to its 20% ownership of KGHM Ajax, the Company requested, beginning in 2015, that KGHM provide the Company's funding of the operations at Ajax as a loan.

The KGHM Loan is non-revolving, bears interest of 10% per annum, is secured by the investment in KGHM Ajax, and as amended, has a maturity date of December 31, 2025. Under the terms of the JV Agreement, if, at the time of maturity of the loan, the commencement of commercial production and the distribution of dividends by the JV to the Company are not sufficient to repay the KGHM Loan, the parties must, in good faith, negotiate an extension. Additionally, should the Company incur additional debt or dispose of assets, in each case in excess of \$100,000, the funds borrowed or sales proceeds received must be used to make repayments on the KGHM Loan. In connection with a subscription by the Company in the Common Shares of KGHM Ajax, for which KGHM Ajax has agreed to pay the subscription price on behalf of the Company, it was agreed to increase the principal amount of the Loan by \$Nil during the period ended June 30, 2025 and \$880,000 during the year ended December 31, 2024.

For the period ended June 30, 2025: \$Nil (year ended December 31, 2024: \$880,000) was provided by KGHM and the Company accrued interest of \$1,544,287 for the period (2024: \$1,375,793).

	(\$)
<b>Total December 31, 2023</b>	<b>27,511,415</b>
Principal	280,000
Interest	1,375,793
<b>Total June 30, 2024</b>	<b>29,167,208</b>
Principal	600,000
Interest	1,475,906
<b>Total December 31, 2024</b>	<b>31,243,114</b>
Principal	-
Interest	1,544,287
<b>Total June 30, 2025</b>	<b>32,787,401</b>

**8. SHAREHOLDERS' EQUITY**

**(a) Authorized capital stock**

At June 30, 2025, the authorized capital stock of the Company is comprised of an unlimited number of common shares without par value.

**(b) Share issuances**

Private Placement:

On April 2, 2025, the Company closed a private placement, pursuant to which the Company issued a total of 23,500,000 units ("Units") at a price of \$0.02 per Unit, for total gross proceeds of \$470,000. Each Unit consists of one common share of the Company and one common share purchase warrant with each warrant exercisable to purchase one common share at a price of \$0.05 per share for a period of three years from the date of closing. There were no finders' fees paid in connection with the private placement, and as the Unit price was equal to the trading price of the shares on the date of issuance, no residual value was assigned to the warrants.

During the year ended December 31, 2024, the Company closed a private placement in two tranches, pursuant to which the Company issued a total of 18,715,000 units ("Units") at a price of \$0.02 per Unit, for total gross proceeds of \$374,300. Each Unit consists of one common share of the Company and one half of one common share purchase warrant with each full warrant exercisable to purchase one common share at a price of \$0.05 per share for a period of two years from the date of closing. There were no finders' fees paid in connection with the private placement, and as the Unit price was equal to the trading price of the shares on the date of issuance, no residual value was assigned to the warrants.

**(c) Stock options**

The Company has a stock option plan (the "Plan") administered by the Board of Directors, which has the discretion to grant options for up to a maximum of 10% of the issued and outstanding share capital amount at the time of grant. Options granted can be exercisable no later than ten years from date of grant or such lesser period as determined by the Company's Board of Directors, with the exercise price to be set by the Board at the time such option is granted and in accordance with the rules of the TSX-Venture Exchange (the "Exchange"). Options vest at the discretion of the Board, with the exception of options granted to parties providing investor relations services, which will vest in equal quarterly intervals over a term of no less than 12 months from the date of the grant. The Plan further provides that at any such time the Exchange rules differ from specific terms of the Rolling Plan, then the rules of the Exchange shall apply.

As at June 30, 2025, the Company had stock options outstanding to directors, officers and consultants as follows:

Exercise price (\$)	Expiry date	Outstanding	
		Outstanding (#)	Remaining contractual life (yrs)
0.16	December 8, 2025	100,000	0.44
0.15	February 26, 2026	2,030,000	0.66
0.18	May 11, 2026	250,000	0.86
0.07	March 28, 2027	3,050,000	1.74
0.05	March 2, 2028	1,080,000	2.67
0.05	February 27, 2029	2,455,000	3.66
0.05	February 20, 2030	2,865,000	4.63
		<b>11,830,000</b>	<b>2.71</b>

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

June 30, 2025

Unaudited - Expressed in Canadian dollars

A summary of the changes in the Company's stock options follows:

	Outstanding (#)	Weighted average exercise price (\$)
<b>Outstanding December 31, 2023</b>	<b>8,711,250</b>	<b>0.09</b>
Granted	2,455,000	0.05
<b>Outstanding June 30, 2024</b>	<b>11,166,250</b>	<b>0.09</b>
Expired	(520,000)	0.05
<b>Outstanding December 31, 2024</b>	<b>10,646,250</b>	<b>0.08</b>
Granted	2,865,000	0.05
Expired	(1,681,250)	0.10
<b>Outstanding June 30, 2025</b>	<b>11,830,000</b>	<b>0.08</b>

During the period ended June 30, 2025:

On February 20, 2025 the Company granted options allowing for the purchase of up to, in the aggregate, 2,865,000 common shares in the capital of the Company at \$0.05 per share until February 20, 2030, to employees, consultants, directors and officers of the Company. The options vested immediately and the total amount of share-based payments expense was calculated at \$51,846, which was recognized during the period ended June 30, 2025. The grant date fair value was estimated using the Black-Scholes Option Pricing Model with the following assumptions:

Assumptions:

Risk-free rate (%)	2.86
Expected stock price volatility (%)	164
Expected dividend yield (%)	0
Expected life of options (years)	5

Share-based payments reserve is included in shareholders' equity and consists of the estimated fair value of stock options.

**(d) Warrants**

A summary of the changes in the Company's warrants follows:

	Outstanding	Weighted average exercise price
<b>Outstanding December 31, 2023</b>	<b>27,265,398</b>	<b>\$0.07</b>
Expired	(17,195,733)	\$0.09
<b>Outstanding June 30, 2024</b>	<b>10,069,665</b>	<b>\$0.06</b>
Issued	9,357,500	\$0.05
Expired	(868,000)	\$0.15
<b>Outstanding December 31, 2024</b>	<b>18,559,165</b>	<b>\$0.05</b>
Issued	23,500,000	\$0.05
<b>Outstanding June 30, 2025</b>	<b>42,059,165</b>	<b>\$0.05</b>

**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

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Unaudited - Expressed in Canadian dollars

As at June 30, 2025, the warrants, with a weighted average remaining life of 2.22 years, expire as follows:

Issue date	Expiry date	Number (#)	Exercise price (\$)
May 16, 2023	May 16, 2026	9,201,665	0.05
August 20, 2024	August 20, 2027	7,107,500	0.05
October 16, 2024	October 16, 2027	2,250,000	0.05
April 2, 2025	April 2, 2028	23,500,000	0.05
		<b>42,059,165</b>	

**9. RELATED PARTY TRANSACTIONS**

The Company has arrangements pursuant to which parties related to the Company by way of directorship or officership provide certain services, either directly or through companies owned or controlled by the officers and directors. The Company's related party expenses for the periods ended June 30, 2025 and 2024 are as follows:

Management's and director's compensation	June 30, 2025	June 30, 2024
	(\$)	(\$)
Accounting	16,719	18,438
Consulting and contract wages	20,396	20,667
	<b>37,115</b>	<b>39,105</b>

At June 30, 2025, \$164,605 (December 31, 2024: \$227,792) was owed to various key management personnel in respect of consulting and contract wages incurred on behalf of the Company. The Company owed \$30,000 to a director and officer in respect of funds advanced to the Company in June 2024 (Note 6), which was repaid on April 3, 2025.

On June 24, 2024, the Company received an advance of \$30,000 from a director and officer of the Company. The advance was settled on April 3, 2025 (Note 6).

**10. FINANCIAL RISK MANAGEMENT**Management of Capital Risk

The Company manages its capital structure and makes adjustments to it to effectively support the acquisition, exploration and development of mineral properties. In the definition of capital, the Company includes, as disclosed on its statement of financial position: share capital, deficiency, equity reserves.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for general administrative costs, the Company will be using its existing working capital and will need to raise additional amounts. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the period ended June 30, 2025.

Financial Instruments and Risk Management

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 in loss or other comprehensive loss. The Company has classified its cash as a financial asset measured at amortized cost; accounts payable and accrued liabilities and KGHM Ajax project loan as financial liabilities measured at amortized cost. The carrying values of cash, accounts payable and accrued liabilities and the KGHM Ajax project loan approximate their fair values due to the short-term maturity of these financial instruments. The Company's risk exposure and the impact on the Company's financial instruments are summarized below.

**(a) Credit risk**

The Company manages credit risk, in respect of its cash, by purchasing highly liquid, short-term investment-grade securities held at major Canadian financial institutions. Concentration of credit risk exists with respect to the Company's cash, as all amounts are held through a single major Canadian financial institution. The Company's concentration of credit risk and maximum exposure in respect of its cash and amounts receivable follows:

<b>Concentration of credit risk and maximum exposure</b>	<b>June 30, 2025</b>	<b>December 31, 2024</b>
	<b>(\$)</b>	<b>(\$)</b>
Bank accounts	185,142	48,266

**(b) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty meeting obligations associated with financial liabilities. The Company has a budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company aims to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.

**(c) Market risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk.

**(i) Interest rate risk**

- a) To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
- b) To the extent that changes in prevailing market rates differ from the interest rate in the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

The Company is not susceptible to cash flow interest rate risk on the KGHM loan since the interest rate is fixed at 10%.

**(ii) Foreign currency risk**

The Company incurs certain expenses in currencies other than the Canadian dollar. The Company is subject to foreign currency risk as a result of fluctuations in exchange rates. The Company manages this risk by maintaining bank accounts in US dollars to pay these foreign currency expenses as they arise. Receipts in foreign currencies are maintained in those currencies. The Company does not undertake currency hedging activities.



**ABACUS MINING & EXPLORATION CORPORATION** (an exploration stage company)**Notes to the condensed interim consolidated financial statements**

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**11. SEGMENTED INFORMATION**

All of the Company's operations are in the resource sector. The Company's mineral exploration and development operations are in Canada and the U.S.A. The capital assets and total assets identifiable with these geographical areas are as follows:

	June 30, 2025 (\$)	December 31, 2024 (\$)
<b>Exploration &amp; Evaluation Assets</b>		
Canada	-	-
United States	1,281,512	1,281,512
	<b>1,281,512</b>	<b>1,281,512</b>
	June 30, 2025 (\$)	December 31, 2024 (\$)
<b>Total Assets</b>		
Canada	6,887,843	7,200,284
United States	1,281,512	1,281,512
	<b>8,169,355</b>	<b>8,481,796</b>