

# **DIOS EXPLORATION INC.**

## **UNAUDITED INTERIM FINANCIAL STATEMENTS**

**June 30, 2023**

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The attached interim financial statements have been prepared by Dios Exploration Inc. and its external auditors have not reviewed these unaudited financial statements.

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**DIOS EXPLORATION INC.**  
**Interim Statement of Financial Position (unaudited)**

(Canadian dollars)

	Notes	June 30 2023	December 31 2022
		\$	\$
<b>ASSETS</b>			
<b>Current</b>			
Cash and cash equivalents		282 102	62 113
Term deposit (1.7% to 4.1%) maturing December 23, 2023		517 448	879 009
Good and services tax receivable		5 766	90 436
Tax credits receivable		12 661	112 784
Prepaid expenses		5 750	1 623
		<b>823 727</b>	<b>1 145 965</b>
<b>Non-current</b>			
Fixed assets	5	802	1 089
Advances on exploration and evaluation assets		-	22 005
Exploration and evaluation assets	6	6 602 184	6 357 576
		<b>6 602 986</b>	<b>6 380 670</b>
<b>Total assets</b>		<b>7 426 713</b>	<b>7 526 635</b>
<b>LIABILITIES</b>			
<b>Current</b>			
Trade and other payables		73 252	119 737
Loan guaranteed by the government of Canada	7	40 000	40 000
Other liabilities		152 109	195 000
<b>Total liabilities</b>		<b>265 361</b>	<b>354 737</b>
<b>EQUITY</b>			
Share capital	8.1	24 786 494	24 774 569
Contributed surplus		3 170 211	3 162 164
Deficit		(20 795 353)	(20 764 835)
<b>Total equity</b>		<b>7 161 352</b>	<b>7 171 898</b>
<b>Total liabilities and equity</b>		<b>7 426 713</b>	<b>7 526 635</b>

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

These financial statements were approved and authorized for issue by the Board of Directors on August 16, 2023.

(s) Marie-José Girard

Marie-José Girard

Director

(s) René Lacroix

René Lacroix

Director

**DIOS EXPLORATION INC.**  
**Interim Statement of Comprehensive Loss (unaudited )**

(Canadian dollars)

	Notes	Three-month period ended		Six-month period ended	
		June 30		June 30	
		2023	2022	2023	2022
		\$	\$	\$	\$
<b>EXPENSES</b>					
Professional fees		11 988	26 000	43 188	36 400
Employee benefits expense	9.1	11 587	14 480	21 080	35 013
Trustees, registration fees and shareholders relations		10 655	13 720	21 011	21 694
Consulting fees		8 800	10 075	19 076	18 296
Insurance, taxes and permits		2 390	2 238	6 624	5 618
Offices expenses		2 493	1 107	5 591	2 587
Publicity, travel and promotion		735	101	738	182
Bank charges		130	65	295	121
Amortization of fixed assets		143	71	287	142
Gain on disposal of Exploration and evaluation assets	6	(30 000)	(30 000)	(30 000)	(30 000)
<b>OPERATING LOSS</b>		<b>18 921</b>	<b>37 857</b>	<b>87 890</b>	<b>90 053</b>
<b>OTHER REVENUES</b>					
Finance income	10	7 032	4 157	14 481	5 942
<b>LOSS BEFORE INCOME TAXES</b>		<b>(11 889)</b>	<b>(33 700)</b>	<b>(73 409)</b>	<b>(84 111)</b>
Deferred income taxes		20 315	21 330	42 891	51 778
<b>NET PROFIT (LOSS) AND COMPREHENSIVE PROFIT (LOSS)</b>		<b>8 426</b>	<b>(12 370)</b>	<b>(30 518)</b>	<b>(32 333)</b>
<b>NET PROFIT (LOSS) PER SHARE</b>					
Basic and diluted profit (loss) per share	11	<b>0.001</b>	<b>(0.001)</b>	<b>(0.001)</b>	<b>(0.001)</b>

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

**DIOS EXPLORATION INC.**  
**Interim Statement of Changes in Equity (unaudited)**

(Canadian dollars)

	Note	Share capital		Contributed	Deficit	Total equity
		Number of shares	\$	surplus \$	\$	\$
Balance at January 1, 2022		114 707 066	24 319 569	3 109 812	(20 931 892)	6 497 489
Net loss for the period		-	-	-	(32 333)	(32 333)
Share-based payments	9.2	-	-	29 944	-	29 944
Balance at June 30, 2022		114 707 066	24 319 569	3 139 756	(20 964 225)	6 495 100
Balance at January 1, 2023		121 207 066	24 774 569	3 162 164	(20 764 835)	7 171 898
Net loss for the period		-	-	-	(30 518)	(30 518)
Exercic of options	8.1	75 000	11 925	(4 425)	-	7 500
Share-based payments	9.2	-	-	12 472	-	12 472
Balance at June 30, 2023		121 282 066	24 786 494	3 170 211	(20 795 353)	7 161 352

The accompanying notes are an integral part of the financial statements

**DIOS EXPLORATION INC.**  
**Interim Statement of Cash Flows (unaudited)**

(Canadian dollars)

	Notes	Six-month period ended	
		June 30	
		2023	2022
		\$	\$
<b>OPERATING ACTIVITIES</b>			
Net loss		(30 518)	(32 333)
Adjustments			
Share-based payments		12 472	29 944
Gain on disposal of Exploration and evaluation assets		(30 000)	(30 000)
Finance income not cashed		(7 680)	(3 580)
Amortization of fixed assets		287	142
Deferred income taxes		(42 891)	(51 778)
Changes in working capital items	12	100 340	48 948
Cash flows from operating activities		<u>2 010</u>	<u>(38 657)</u>
<b>INVESTING ACTIVITIES</b>			
Purchase of term deposits		-	(1 840 537)
Term deposits' maturity and redemption		369 241	770 863
Repayment of advance on exploration and evaluation assets		22 005	-
Payment received on option		30 000	30 000
Tax credit received		100 123	-
Addition to exploration and evaluation assets		(306 190)	(185 748)
Cash flows from investing activities		<u>215 179</u>	<u>(1 225 422)</u>
<b>FINANCING ACTIVITIES</b>			
Exercise of stock options		7 500	-
Share issuance costs		(4 700)	(8 005)
Cash flows from financing activities		<u>2 800</u>	<u>(8 005)</u>
<b>Net change in cash and cash equivalents</b>		<b>219 989</b>	<b>(1 272 084)</b>
<b>Cash and cash equivalents, beginning of period</b>		<b>62 113</b>	<b>1 357 993</b>
<b>Cash and cash equivalents, end of period</b>		<b><u>282 102</u></b>	<b><u>85 909</u></b>
<b>Supplemental disclosure</b>			
Interests income cashed (operating activities)		<u>6 800</u>	<u>2 362</u>
Interest paid (operating activities)		<u>-</u>	<u>-</u>

Additional information - Cash Flows- note 12

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

# **DIOS EXPLORATION INC.**

## **Notes to Interim Financial Statements**

### **For the six-month period ended June 30, 2023 (unaudited)**

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(Canadian dollars)

#### **1. NATURE OF OPERATIONS AND CORPORATE INFORMATION**

Dios Exploration Inc. (the “Company”) is an exploration company with activities in Canada.

#### **2. GOING CONCERN ASSUMPTION**

The financial statements have been prepared on the basis of the going concern assumption, meaning the Company will be able to realize its assets and discharge its liabilities in the normal course of operations.

Given that the Company has not yet determined whether its mineral properties contain mineral deposits that are economically recoverable, the Company has not yet generated income nor cash flows from its operations. As at June 30, 2023, the Company has a cumulated deficit of \$20,795,353 (\$20,764,835 as at December 31, 2022). These material uncertainties cast significant doubt regarding the Company’s ability to continue as a going concern.

The Company’s ability to continue as a going concern is dependent upon its ability to raise additional financing to further explore its mineral properties. Even if the Company has been successful in the past in doing so, there is no assurance that it will manage to obtain additional financing in the future.

The carrying amounts of assets, liabilities, revenues and expenses presented in the financial statements and the classification used in the statement of financial position have not been adjusted as would be required if the going concern assumption was not appropriate.

#### **3. SUMMARY OF ACCOUNTING POLICIES**

##### **Basis presentation**

These interim financial statements of the Company were prepared in accordance with IFRS, as issued by the International Accounting Standards Board (IASB) under International Accounting Standard (IAS) 34 - Interim Financial Reporting. These interim financial statements were prepared using the same basis of presentation, accounting policies and methods of computations outlined in Note 4, SUMMARY OF ACCOUNTING POLICIES as described in our financial statements for the year ended December 31, 2022. The interim financial statements do not include all of the notes required in annual financial statements.

#### **4. JUDGMENTS, ESTIMATES AND ASSUMPTIONS**

When preparing the financial statements, management undertakes a number of judgments, estimations and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results are likely to differ from the judgments, estimations and assumptions made by management, and will seldom equal the estimated results. Information about the significant judgments, estimations and assumptions that have the most significant effect on the recognition and measurement of assets, liabilities, income and expenses are discussed below.

##### **Significant management judgements**

The following are significant management judgments in applying the accounting policies of the Company that have the most significant effect on the financial statements.

##### **Recognition of deferred income tax assets and measurement of income tax expense**

Management continually evaluates the likelihood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exist in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgment. To date, management has not recognized any deferred tax assets in excess of existing taxable temporary differences expected to reverse within the carry-forward period.

##### **Going concern**

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year and to fund planned and contractual exploration programs, involves judgments based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances. See Note 2 for more information.

**DIOS EXPLORATION INC.**  
**Notes to Interim Financial Statements**  
**For the six-month period ended June 30, 2023 (unaudited)**

(Canadian dollars)

**4. JUDGMENTS, ESTIMATES AND ASSUMPTIONS (continued)**

**Estimation uncertainty**

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

**Impairment of exploration and evaluation assets**

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses is a subjective process involving judgment and a number of estimates and interpretations in many cases.

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset or the cash-generating units must be estimated. If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined.

In assessing impairment, the Company must make some estimates and assumptions regarding future circumstances, in particular, whether an economically viable extraction operation can be established, the probability that the expenses will be recover from either future exploitation or sale when the activities have not reached a stage that permits a reasonable assessment of the existence of reserves, the Company's capacity to obtain financial resources necessary to complete the evaluation and development and to renew permits. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in profit or loss in the period when the new information becomes available.

There were no write-off of exploration and evaluation asset for the six-month period ended June 30, 2023. No reversal of impairment losses has been recognized for the reporting periods.

**Share-based payments**

The estimation of share-based payment costs requires the selection of an appropriate valuation model and consideration as to the inputs necessary for the valuation model chosen. The Company has made estimates as to the volatility of its own share, the probable life of share options granted and the time of exercise of those share options. The model used by the Company is the Black-Scholes valuation model.

**Tax credits receivable**

The calculation of the Company's refundable tax credit on qualified exploration expenditure incurred and refundable tax credit involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until a notice of assessment has been issued by the relevant taxation authority and payment has been received. Difference arising between the actual results following final resolution of some of these items and the assumptions made could necessitate adjustments to the refundable tax credit and refundable tax credit, exploration and evaluation assets, and income tax expense in future periods.

**5. FIXED ASSETS**

<b>Gross carrying amount</b>	Computer equipment
Balance on January 1st, 2023	\$ 1 719
Additions	-
Balance on June 30, 2023	<u>1 719</u>
<b>Accumulated amortization</b>	
Balance on January 1st, 2023	631
Amortization	286
Balance on June 30, 2023	<u>917</u>
<b>Carrying amount on June 30, 2023</b>	<u><u>802</u></u>

**DIOS EXPLORATION INC.**  
**Notes to Interim Financial Statements**  
**For the six-month period ended June 30, 2023 (unaudited)**

(Canadian dollars)

**6. EXPLORATION AND EVALUATION ASSETS**

MINING RIGHTS	January 1,	Additions	June 30,
	2023		2023
	\$	\$	\$
<b>QUEBEC</b>			
K2	62 061	4 420	66 481
Lithium Nord	-	26 350	26 350
Lithium33-AU33	193 542	14 790	208 332
Nemiscou nord	15 193	4 110	19 303
Pontax nord	4 368	1 190	5 558
LeCaron Lithium	3 933	19 550	23 483
Clarkie Est	29 908	30 770	60 678
Others	13 669	(25)	13 644
	322 674	101 155	423 829
<b>EXPLORATION</b>			
	January 1,	Additions	June 30,
	2023		2023
	\$	\$	\$
<b>QUEBEC</b>			
K2	3 681 435	23 440	3 704 875
Lithium Nord	-	42 841	42 841
Lithium33-AU33	2 020 451	2 416	2 022 867
Nemiscou nord	-	17 373	17 373
Pontax nord	-	3 256	3 256
LeCaron Lithium	-	19 928	19 928
Clarkie Est	290 180	34 199	324 379
14 Karats	42 836	-	42 836
	6 034 902	143 453	6 178 355
<b>TOTAL</b>	<b>6 357 576</b>	<b>244 608</b>	<b>6 602 184</b>

Being adjacent properties, the Company merged on January 1, 2023 the Lithium 33 and AU33 properties to form the Lithium33-AU33 property.

During the six-month period ending June 30, 2023, the Company received an amount of \$30,000 in connection with the option to acquire the 33Carats property. This amount was recognized as a gain on disposal of exploration and evaluation assets.

**7. LOAN GUARANTEED BY THE GOVERNMENT OF CANADA**

The Company received a loan of \$ 60,000 under the Canada Emergency Business Account program. If the Company repays an amount of \$ 40,000 of the loan by December 31, 2023, no further amount will be repayable. Otherwise, the balance of the loan will bear interest at the rate of 5% and be repayable on December 31, 2025. Since the government assistance of \$ 20,000 is not payable if the Company reimburses the amount of \$ 40,000 by December 31, 2023, this amount was recognized in the results for the year ending December 31, 2020, i.e. at the time of granting as assistance government. The estimated payments to be made before December 31, 2023 amount to \$40,000.

**8. EQUITY**

**8.1 Share capital**

The share capital of the Company consists only of ordinary shares created in unlimited number, without par value. All shares are equally admissible to receive dividends and the repayment of capital, and represent one vote each at the shareholders' meeting of the Company.

During the six-month period ending June 30, 2023, 75,000 stock options were exercised. An amount of \$7,500 which was received and an amount of \$4,425 representing the fair market value of the options at the time of issuance were charged to share capital.

**8.2 Warrants**

Outstanding warrants entitle their holders to subscribe to an equivalent number of ordinary shares, as follows :

	Semester ended June 30, 2023		Year ended December 31, 2022	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
		\$		\$
Balance, at beginning	9 340 000	0.20	9 340 000	0.20
Issued	-	-	-	-
Exercised	-	-	-	-
Balance, at the end	9 340 000	0.20	9 340 000	0.20



**DIOS EXPLORATION INC.**  
**Notes to Interim Financial Statements**  
**For the six-month period ended June 30, 2023 (unaudited)**

(Canadian dollars)

**8. EQUITY (continued)**

**8.2 Warrants (continued)**

The number of warrants outstanding exercisable in exchange for an equivalent number of ordinary shares is as follows:

Expiry date	June 30, 2023	
	Number of warrants	Exercise price \$
September 10, 2023	9 090 000	0.20
August 12, 2026	250 000	0.10
	<u>9 340 000</u>	<u>0.20</u>

**9. EMPLOYEE REMUNERATION**

**9.1 Salaries and employee benefits expense**

	Three-month period ended June 30		Six,-month period ended June 30	
	2023	2022	2023	2022
	\$	\$	\$	\$
Salaries and benefits	60 674	60 487	121 348	119 138
Share-based payments	4 968	10 830	12 472	29 944
	<u>65 642</u>	<u>71 317</u>	<u>133 820</u>	<u>149 082</u>
Less: salaries capitalized in Exploration and evaluation assets	(54 055)	(56 837)	(112 740)	(114 069)
Salaries and employee benefits expense	<u>11 587</u>	<u>14 480</u>	<u>21 080</u>	<u>35 013</u>

**9.2 Share-based payments**

The Company has adopted share-based payment plan under which members of the Board of Directors may award options for ordinary shares to directors, officers, employees and consultants. The maximum number of shares issuable under the plan is 6,600,000. The maximum number of common shares which may be reserved for issuance to any one optionee may not exceed 5% of the common shares outstanding at the date of grant.

The exercise price of each option is determined by the Board of Directors and cannot be less than the market value of the ordinary shares on the day prior the award, and the term of the options cannot exceed five years. The options granted vest in stages over a period of 18 months after the grant date, at the rate of 15% per quarter, at the exception of 10%, which may be exercised from the date of the grant. For the options granted to a consultant, it vests in stages over a period of 12 months after the grant, at the rate of 25 % per quarter.

All share-based payments will be settled in equity. The Company has no legal or constructive obligation to repurchase or settle the options. The Company's share options are as follows for the reporting periods presented:

	Semester ended June 30, 2023		Year ended December 31, 2022	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding as at the beginning	6 110 000	0.11	4 960 000	0.11
Granted	-	-	1 150 000	0.10
Expired	(835 000)	0.10	-	-
Exercised	(75 000)	0.10	-	-
Outstanding as at the end	<u>5 200 000</u>	<u>0.11</u>	<u>6 110 000</u>	<u>0.11</u>
Exercisable as at the end	<u>4 682 500</u>	<u>0.11</u>	<u>5 247 500</u>	<u>0.11</u>

The following table summarizes information about common share purchase options outstanding and exercisable as at June 30, 2023:

Number of options		exercise price	Expiry date
ourstanding	exercisable		
975 000	975 000	0.10	May 26, 2025
1 925 000	1 925 000	0.12	Oct. 22, 2025
1 150 000	1 150 000	0.10	June 6, 2026
1 150 000	632 500	0.10	September 1, 2027
<u>5 200 000</u>	<u>4 682 500</u>		

In total, \$12,472 of employee remuneration expense (all of which related to equity-settled share-based payment transactions) were included in profit or loss for the six-month period ended June 30, 2023 (\$29,944 for the six-month period ended June 30, 2022) and credited to Contributed surplus.

**DIOS EXPLORATION INC.**  
**Notes to Interim Financial Statements**  
**For the six-month period ended June 30, 2023 (unaudited)**

(Canadian dollars)

**10. FINANCE INCOME**

Finance income may be analyzed as follows for the reporting periods

	Three-month period ended June 30,		Six-month period ended June 30,	
	2023	2022	2023	2022
	\$	\$	\$	\$
Interest income from cash and cash equivalents and term deposit	7 032	4 157	14 481	5 942

**11. LOSS PER SHARE**

The calculation of basic loss per share is based on the loss for the period divided by the weighted average number of shares in circulation during the period. In calculating the diluted loss per share, potential ordinary shares such as share options and warrants have not been included as they would have the effect of decreasing the loss per share. Decreasing the loss per share would be antidilutive. Details of share options and warrants issued that could potentially dilute earnings per share in the future are given in Notes 8.2 and 9.2.

	Three-month period ended June 30,		Six-month period ended June 30,	
	2023	2022	2023	2022
Net profit (net loss)	8 426 \$	(12 370) \$	(30 518)	(32 333)
Weighted average number of shares in circulation	121 282 066	114 707 066	121 263 834	114 707 066
Basic and diluted profit (loss) per share	\$0.001	\$(0.001)	\$(0.001)	\$(0.001)

There have been no other material transactions involving ordinary shares between the reporting date and the date of authorization of these financial statements.

**12. ADDITIONAL INFORMATIONS – CASH FLOWS**

The changes in working capital items are detailed as follows:

	Six-month period ended June 30,	
	2023	2022
	\$	\$
Good and services tax receivable	84 670	(4 540)
Prepaid expenses	(4 127)	(4 105)
Trade and other payables	19 797	57 593
	<u>100 340</u>	<u>48 948</u>

Non-cash transactions of the statement of financial position are detailed as follows :

	2023	2022
	\$	\$
Trade and other payables related to exploration and evaluation assets	23 319	16 323

**13. RELATED PARTY TRANSACTIONS**

**Transactions with key management personnel**

Key management personnel of the Company are members of the Board of Directors, as well as the president, the chief financial officer and the vice-president, exploration. Key management personnel remuneration includes the following expenses:

	Three-month period ended June 30,		Six-month period ended June 30,	
	2023	2022	2023	2022
	\$	\$	\$	\$
Short-term employee benefits				
Salaries including bonuses and benefits	55 000	55 000	110 000	108 333
Professional fees	8 800	10 075	19 076	18 296
Social security costs	5 674	5 487	11 348	10 804
Total short-term employee benefits	69 474	70 562	140 424	137 433
Share-based payments	4 709	10 387	11 821	28 779
	<u>74 183</u>	<u>80 949</u>	<u>152 245</u>	<u>166 212</u>

**DIOS EXPLORATION INC.**  
**Notes to Interim Financial Statements**  
**For the six-month period ended June 30, 2023 (unaudited)**

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(Canadian dollars)

**14. CAPITAL MANAGEMENT POLICIES AND PROCEDURES**

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern;
- to increase the value of the assets of the business; and
- to provide an adequate return to the shareholders.

These objectives will be achieved by identifying the right exploration projects, adding value to these projects and ultimately taking them through to production or sale and cash flow, either with partners or by the Company's own means.

The Company monitors capital on the basis of the carrying amount of equity. The Company is not exposed to any externally imposed capital requirements except when the Company issues flow-through shares for which an amount should be used for exploration work. See all the details in Note 8 and the Statements of Changes in Equity.

The Company finances its exploration and evaluation activities principally by raising additional capital either through private placements or public offerings. When financing conditions are not optimal, the Company may enter into option agreements or other solutions to continue its activities or may slow its activities until conditions improve.

**15. CONTINGENCIES AND COMMITMENTS**

The Company is partially financed through the issuance of flow-through shares and, according to tax rules regarding this type of financing, the Company is engaged in realizing mining exploration work.

These tax rules also set deadlines for carrying out the exploration work, which must be performed no later than the earlier of the following dates:

- Two years following the flow-through placements;
- One year after the Company has renounced the tax deductions relating to the exploration work.

However, there is no guarantee that the Company's exploration expenses will qualify as Canadian exploration expenses, even if the Company is committed to taking all the necessary measures in this regard. Refusal of certain expenses by the tax authorities would have a negative tax impact for investors.

During the year ended December 31, 2022, the Company received \$650,000 following flow-through placements for which the Company renounced tax deductions on December 31, 2022. The management is required to dedicate these funds to the exploration of Canadian mining properties exploration in the period of one year from the date of renouncement. The balance of the amount of these unexpended flow-through financings at June 30, 2023 was \$507,030 and is to be expended before December 31, 2023.