ADVENTUS MINING CORPORATION

UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED MARCH 31, 2024 AND 2023

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ADVENTUS MINING CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(UNAUDITED) AS AT

(Expressed in thousands of United States dollars)	Notes		March 31, 2024		December 31, 2023
ASSETS					
Current assets					
Cash and cash equivalents		$	6,669	$	1,854
Restricted cash – subscription receipts	14		-		16,258
Deferred share issuance costs			-		388
Deferred acquisition costs			-		1,022
Other receivables and prepaid expenses	10		1,174		870
Total current assets		$	7,843	$	20,392
Non-current assets					
Exploration and evaluation assets	9	$	157,840	$	129,475
Property, plant and equipment	8		9,575		8,660
Other assets	11		2,568		1,152
Total non-current assets		$	169,983	$	139,287
TOTAL ASSETS		$	177,826	$	159,679
LIABILITIES					
Current liabilities					
Accounts payable and accrued liabilities		$	5,229	$	8,012
Lease liability	12		18		18
Subscription receipts			-		16,153
Convertible loan	7		4,245		4,184
Current portion of debt facility	6		6,215		6,429
Other liabilities	13		422		223
Total current liabilities		$	16,129	$	35,019
Non-current liabilities					
Lease liability	12		3		8
Deposit liability	5		13,250		13,150
Other liabilities	13		181		124
Total non-current liabilities		$	13,434	$	13,282
Total liabilities		$	29,562	$	48,301
Equity					
Shareholders' equity		$	132,647	$	95,821
Non-controlling interest			15,616		15,557
Total equity		$	148,263	$	111,378
TOTAL LIABILITIES AND EQUITY		$	177,826	$	159,679

Commitments (Note 19)
Subsequent events (Note 20)

On behalf of the Board (Approved on May 30, 2024)

/s/ "Christian Kargl-Simard" — *Christian Kargl-Simard, Director*

/s/ "David Farrell" — *David Farrell, Director*

Christian Kargl-Simard, Director

David Farrell, Director

CONDENSED CONSOLIDATED STATEMENTS OF LOSS

(UNAUDITED)

(Expressed in thousands of United States dollars, except per share amounts)	Notes	For the three months ended March 31, 2024	2023
Expenses and other income			
Employee benefits		$ 719	$ 419
Professional and consulting fees		399	236
Other expenses		660	319
Share-based compensation	14(c)	171	272
Depreciation	8	8	8
Foreign exchange loss (gain)		72	(15)
Interest income		(95)	(44)
Fair value loss on other investments	11	5	13
Fair value loss (gain) on derivative liabilities	7, 14(b)	114	(5)
Other income		(27)	-
Finance costs	11	199	222
Interest expense on convertible loan	7	168	-
		$ 2,393	$ 1,425
Loss before income tax expense		(2,393)	(1,425)
Net loss		$ (2,393)	$ (1,425)
Net loss attributable to:			
Common shareholders		(2,324)	(1,368)
Non-controlling interest		(69)	(57)
		$ (2,393)	$ (1,425)
Net loss per common share attributable to common shareholders			
Basic and diluted		$ (0.01)	$ (0.01)
Weighted average number of shares outstanding			
Basic	14(e)	330,824,929	177,123,702
Diluted	14(e)	330,824,929	177,123,702

The accompanying notes form an integral part of these Condensed consolidated financial statements.

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS

(UNAUDITED)

	For the three months ended March 31,			
(Expressed in thousands of United States dollars)		**2024**		**2023**
Net loss	$	(2,393)	$	(1,425)
Other comprehensive earnings (loss)				
To be reclassified subsequently to profit or loss:				
Foreign currency translation adjustment on foreign operations		(9)		(4)
Total comprehensive loss	$	(2,402)	$	(1,429)
Total comprehensive loss attributable to:				
Common shareholders		(2,333)		(1,372)
Non-controlling interest		(69)		(57)
	$	(2,402)	$	(1,429)

ADVENTUS MINING CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

(Expressed in thousands of United States dollars)	Notes		For the three months ended March 31, 2024		2023
Operating activities					
Net loss		$	(2,393)	$	(1,425)
Adjustments for non-cash and non-operating activities:					
Depreciation			8		8
Share-based compensation	14(c)		171		272
Finance costs	11		199		222
Interest expense on convertible loan	7		168		-
Fair value loss on other investments	11		5		13
Fair value loss (gain) on derivative liabilities	7, 14(b)		114		(5)
Unrealized exchange gain			(4)		(40)
Changes in non-cash operating working capital	17		(2,420)		156
Receipt of precious metals stream deposit			100		150
Cash used in operating activities		$	(4,052)	$	(649)
Investing activities					
Exploration and evaluation assets			(5,877)		(7,687)
Transfer from restricted cash – subscription receipts			16,258		-
Acquisition of property, plant and equipment			(3)		(545)
Cash provided by (used in) investing activities		$	10,378	$	(8,232)
Financing activities					
Shares issued			(1,321)		4,704
Finance costs			-		(227)
Interest paid	11		(199)		(28)
Payment of lease obligations			(4)		(4)
Cash (used in) provided by financing activities		$	(1,524)	$	4,445
Net increase(decrease) in cash and cash equivalents			4,803		(4,436)
Effect of foreign exchange on cash and cash equivalents			12		38
Cash and cash equivalents, beginning of period			1,854		12,092
Cash and cash equivalents, end of period		$	6,669	$	7,694
Cash and cash equivalents consist of:					
Deposits with banks			1,087		3,752
Short term deposits			5,582		3,942
Cash and cash equivalents, end of period		$	6,669	$	7,694

The accompanying notes form an integral part of these Condensed consolidated financial statements.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(UNAUDITED)

(Expressed in thousands of United States dollars, except share amounts)	Notes	Common Shares Number	Common Shares Amount	Contributed Surplus	Purchase Warrants	Accumulated Other Comprehensive Loss	Accumulated earnings (loss)	Total Shareholders' Equity	Non-controlling Interest	Total Equity
Balance, January 1, 2023		166,360,882	$ 95,972	$ 3,236	$ 1,363	$ 644	$ 443	$ 101,658	$ 14,328	$ 115,986
Shares issued under prospectus placement		13,269,230	5,134	-	-	-	-	5,134	-	25,229
Share issuance costs		-	(492)	-	-	-	-	(492)	-	(1,754)
Share-based compensation	14(c)(d)	-	-	272	-	-	-	272	-	724
Non-controlling interest of Salazar Holdings		-	-	-	-	-	17	17	(17)	-
Net loss		-	-	-	-	-	(1,368)	(1,368)	(57)	(1,425)
Other comprehensive earnings		-	-	-	-	(4)	-	(4)	-	(4)
Balance, March 31, 2023		179,630,112	$ 100,614	$ 3,508	$ 1,363	$ 640	$ (908)	$ 105,217	$ 14,254	$ 119,471
Shares issued under Concurrent Luminex Offering		8,289,568	1,769	-	-	-	-	1,769	-	1,769
Share issuance costs		-	(82)	-	-	-	-	(82)	-	(82)
Lenders warrants		-	-		362	-	-	362	-	362
Share-based compensation		-	-	869	-	-	-	869	-	869
Non-controlling interest of Salazar Holdings	4	-	-	-	-	-	(2,732)	(2,732)	2,732	-
Net loss		-	-	-	-	-	(9,577)	(9,577)	(1,429)	(11,006)
Other comprehensive loss		-	-	-	-	(5)	-	(5)	-	(5)
Balance, December 31, 2023		187,919,680	$ 102,301	$ 4,377	$ 1,725	$ 635	$ (13,217)	$ 95,821	$ 15,557	$ 111,378

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(UNAUDITED)

(Expressed in thousands of United States dollars, except share amounts)	Notes	Common Shares Number	Common Shares Amount	Contributed Surplus	Purchase Warrants	Accumulated Other Comprehensive Loss	Accumulated earnings (loss)	Total Shareholders' Equity	Non-controlling Interest	Total Equity
Balance, January 1, 2024		187,919,680	$ 102,301	$ 4,377	$ 1,725	$ 635	$ (13,217)	$ 95,821	$ 15,557	$ 111,378
Shares issued in Concurrent Luminex Offering	14(a)	76,203,838	16,170	-	-	-	-	16,170	-	16,170
Share issuance costs		-	(534)	-	-	-	-	(534)	-	(534)
Shares issued in exchange of Luminex Shares	14(a)	117,432,403	23,495	-	-	-	-	23,495	(312)	23,183
Replacement options in exchange of Luminex Options		-	-	179	-	-	-	179	-	179
Share-based compensation		-	-	172	-	-	-	172	-	172
Equity-settled RSUs		610,974	116	-	-	-	-	116	-	116
Non-controlling interest of Salazar Holdings	4	-	-	-	-	-	(439)	(439)	439	-
Net loss		-	-	-	-	-	(2,324)	(2,324)	(69)	(2,391)
Other comprehensive loss		-	-	-	-	(9)	-	(9)	-	(9)
Balance, March 31, 2024		382,166,895	$ 141,548	$ 4,728	$ 1,725	$ 626	$ (15,980)	$ 132,647	$ 15,616	$ 148,264

The accompanying notes form an integral part of these Condensed consolidated financial statements.

1. NATURE OF OPERATIONS AND CORPORATE INFORMATION

Adventus Mining Corporation ("Adventus" or "the Corporation") is a mineral exploration and development company that is focused on the identification and acquisition of mineral properties and the exploration and development of its mineral properties. In 2021, the Corporation has completed all its obligations under an option agreement ("Option Agreement") with Salazar Resources Ltd. ("Salazar Resources") for earning into the Curipamba property ("Curipamba") in Ecuador and has acquired 75% of Salazar Holdings Ltd. ("Salazar Holdings") which holds Curimining S.A. ("Curimining"), the project owner of Curipamba. In January 2024, by way of a plan of arrangement with Luminex Resources Corp. (TSX-V: LR, "Luminex"), the Corporation completed the acquisition of Luminex (the "Luminex Transaction"), previously announced in November 2023. Luminex has a large portfolio of mineral concessions in Ecuador. The focus of the Corporation has been on the advancement of the volcanogenic massive sulfide El Domo deposit ("El Domo") in Curipamba to a construction decision as well as in other exploration properties in Ecuador under an exploration alliance agreement ("Alliance Agreement") with Salazar Resources and the portfolio of mineral concessions from Luminex. In April 2024, the Corporation announced an agreement with Silvercorp Metals Corporation (TSX and NYSE American: SVM, "Silvercorp") whereby Silvercorp will acquire all the common shares of Adventus through a plan of arrangement ("Silvercorp Transaction"), which is expected to close in the third quarter of 2024 following the shareholders meeting on June 26, 2024.

The Corporation was incorporated on October 24, 2016 pursuant to the Canada Business Corporations Act. Its registered office is at 550-220 Bay Street, Toronto, ON, M5J 2W4. It is listed on the TSX Venture Exchange under the symbol ADZN and trades on the OTCQX under the symbol ADVZF.

The Corporation's condensed consolidated financial statements were authorized for issue by the Board on May 30, 2024.

2. BASIS OF PRESENTATION

These condensed consolidated financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34, *Interim Financial Reporting* using the same accounting policies and methods of computation as the Corporation's most recent annual consolidated financial statements. These condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2023, which have been prepared in accordance with International Financial Reporting Standards ("IFRS").

These condensed consolidated financial statements have been prepared on a historical cost basis, except for certain items at fair value. Additionally, these condensed consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. All amounts are expressed in United States dollars, unless otherwise stated. Tabular amounts are presented in thousands of United States dollars with the exception of per share amounts.

Going concern

These condensed consolidated financial statements have been prepared on a going concern basis. In making the assessment that the Corporation is a going concern, management has considered all available information about the future, which is at least, but not limited to, the twelve months from March 31, 2024.

As at March 31, 2024, the Corporation has approximately $6,669,000 in cash and cash equivalents (December 31, 2023: $1,854,000 with $16,258,000 in restricted cash), with current liabilities exceeding current assets by $8,285,000 (December 31, 2023: $14,627,000). The Corporation reported net loss attributable to common shareholders of $2,324,000 for the three months ended March 31, 2024 (2023: $1,368,000). The ability to continue operations in the normal course of business is dependent on several factors, including the Corporation's ability to secure funding.

The recoverability of the amounts capitalized to exploration and evaluation assets is dependent upon the existence of economically recoverable reserves, receipt of permits, the ability of the Corporation to obtain financing on favourable terms to continue to perform exploration activities or complete the development of the properties where necessary, or alternatively, upon the Corporation's ability to recover its incurred costs through a disposition of its interests, all of which are uncertain.

The Corporation has been able to successfully raise funding for its operations in the past. In January 2022, following the earn-in of its interest into 75% of Curipamba, a subsidiary of the Corporation entered into a precious metals purchase agreement ("PMPA") with a subsidiary of Wheaton Precious Metals Corp ("Wheaton") with an upfront cash consideration of $175,500,000 and a $5,000,000 equity commitment. As at March 31, 2024, the Corporation has received deposits of $13,250,000 from Wheaton (See Note 5). The Corporation remains on course to achieve the milestones specified in the PMPA, demonstrating its ongoing commitment to the El Domo copper-gold project.

(Tabular amounts in thousands of United States dollars, except per share amounts)

2. BASIS OF PRESENTATION (CONTINUED)

Concurrently it entered into a binding engagement for an offtake financing arrangement ("OFA") with Trafigura Pte Ltd. ("Trafigura") with a $45,000,000 senior debt facility and a $10,000,000 equity commitment. (See Note 6 for more details). Definitive agreements ("Trafigura Agreements") were finalized and signed with Trafigura in July 2022. In July 2023, the Corporation drew on the first tranche (the "First Tranche") of the debt facility and received $5,000,000. Subject to an amendment to the Trafigura Agreements, should the Corporation not draw on the remainder of the facility, the First Tranche will be due on June 30, 2024. Otherwise, it will be due five years after the satisfaction of the conditions precedent for the second tranche. (See Note 6).

In January 2023, the Corporation closed a bought deal prospectus financing ("January 2023 Offering") for 13,269,230 common shares for aggregate gross proceeds of approximately $5,134,000 (C$6,900,000).

In July 2023, the Corporation closed a $4,000,000 unsecured convertible loan agreement (the "Convertible Loan Agreement") with Altius Royalty Corporation, a subsidiary of Altius Minerals Corporation (TSX: ALS, "Altius"). (See Note 7 for more details).

Concurrent with the Luminex Transaction, the Corporation entered into both brokered and non-brokered financing arrangements ("Luminex Concurrent Offering") and generated gross proceeds of approximately $17,939,000 (See Note 14(a)).

On May 1 2024, concurrent with the Silvercorp Transaction, Silvercorp through a private placement ("Concurrent Silvercorp Placement"), subscribed to common shares in the Corporation, generating approximately C$25,628,000 in gross proceeds (See Notes 14(a) and 20(c)). On completion of the Concurrent Silvercorp Placement, Silvercorp owned approximately 15% of the Corporation's issued and outstanding common shares, and the Corporation was sufficiently financed to repay the Convertible Loan with Altius on May 2, 2024 and on May 28, 2024, fully repaid Trafigura of its loan and with both debt repaid, Adventus is now debt-free.

With the various financing initiatives since 2022, the Corporation had secured project, equity and debt financing that will advance the Curipamba project towards pre-construction, environmental and social impact assessment, and community development activities, paving the way for a construction decision. The Corporation has been successful in raising equity financing as required. However, events or circumstances could arise in the future that may limit the ability of the Corporation to raise funds in a timely manner. As such, management believes that material uncertainties continue to remain, which may cast significant doubt upon the Corporation's ability to continue as a going concern. Management continues to explore all available options to secure funding, including equity financing and strategic partnerships, or may consider selling some or a portion of its projects or farming them out. Should the Corporation not be able to secure financing in a timely manner, the Corporation will curtail exploration spending and defer discretionary expenditures to conserve cash.

The global conflicts seen in the last two years and its disruption of trade exacerbated the global supply-chain challenges, labour shortages and inflationary pressures that had been brought on by pandemic disruptions and the continued uncertainties around the global economy. Inflation and higher interest rates may continue and impose significant negative impact on the Corporation and its cash flow.

These condensed consolidated financial statements do not include any additional adjustments to the recoverability and classification of certain recorded asset amounts, classification of certain liabilities and changes to statement of loss and comprehensive loss that might be necessary if the Corporation was unable to continue as a going concern.

3. MATERIAL ACCOUNTING POLICIES

The accounting policies, judgments and estimates applied in the Corporation's condensed consolidated financial statements are consistent with those of the annual consolidated financial statements as at and for the year ended December 31, 2023.

These condensed consolidated financial statements include all material subsidiaries in the accounts of the Corporation for the periods presented. These subsidiaries are listed as follows:

Subsidiary	Ownership	Incorporated	Nature
Adventus Zinc Ireland Limited	100%	Ireland	Mineral exploration
Curimining S.A.	75%	Ecuador	Mineral exploration
Dos Gemas Company M2G S.A.	80%	Ecuador	Mineral exploration
Guayacán Gold GGC S.A.	80%	Ecuador	Mineral exploration
Llaktawayku S.A.	80%	Ecuador	Mineral exploration
Luminex Resources Corp.	100%	Canada	Mineral exploration

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

a) New accounting standards

Amendment to IAS 1 – Presentation of Financial Statements: In October 2022, the IASB issued an amendment for Non-Current Liabilities with covenants with the objective to improve the information that an entity provides when its right to defer settlement of a liability is subject to compliance with covenants within 12 months after the reporting period. This amendment incorporates the previous amendment issued in January 2020 that affected the presentation of liabilities in the statement of financial position, clarifying that one of the requirements for the classification of a liability as non-current under the standard is the right of the entity to defer settlement of the liability for at least 12 months after the reporting period and that such right should exist at the end of the reporting period. This amendment is effective for annual periods beginning on or after January 1, 2024, with earlier application allowed. The Corporation has adopted the amendment with no material impact to the financial statements.

4. ACQUSITIONS AND OPTIONS TO EARN-IN

Investment in Salazar Holdings

In 2017, the Corporation entered into the Option Agreement with Salazar Resources, pursuant to which the Corporation was to have the option to acquire 75% of the interest in Salazar Holdings, by spending $25,000,000 and completing a feasibility study report. By December 31, 2021, having satisfied all conditions of the earn-in, the Corporation exercised its option and the appropriate shares in Salazar Holdings were issued to the Corporation for a 75% ownership of Salazar Holdings and indirectly the Curipamba project and entered into a shareholders' agreement (the "Shareholders' Agreement") with Salazar Resources.

Pursuant to the Option Agreement and the Shareholders' Agreement, the Corporation has priority repayment of its investment in Curipamba according to an agreed distribution formula between the common shareholders and preferred shareholders. Based on this formula, the percentage of non-controlling interest of the net assets on the date of acquisition was 15.33% or an amount of $11,895,000. In subsequent periods, the percentage share of non-controlling interest will change as a function of advances made by the Corporation and the earnings or loss recorded by Salazar Holdings and its subsidiaries over the period. After the Corporation has received priority repayment of its investment, the non-controlling interest will revert to 25%. As at March 31, 2024, based on the same formula and on the net assets as at March 31, 2024, the percentage of non-controlling interest of the net assets was 13.99% or an amount of $15,826,000 (March 31, 2023: $12,817,000).

Luminex Transaction

In November 2023, the Corporation announced the entering into an arrangement agreement with Luminex whereby former Luminex shareholders received 0.67 ("Exchange Ratio") of a common share in Adventus ("Adventus Share") in exchange for each common share they held in Luminex ("Luminex Share"). The Luminex Transaction closed on January 25, 2024 and Luminex became a 100% subsidiary of Adventus.

On January 25, 2024, the Company completed its acquisition of Luminex whereby the Company acquired all the issued and outstanding common shares of Luminex for approximately $23,495,000.

For accounting purposes, the acquisition of Luminex has been recorded as an asset acquisition, in accordance with the guidance within IFRS 3 Business Combinations. This classification is based on our assessment that the acquisition does not meet the criteria to be considered a business combination under IFRS 3.

The Corporation retained the services of an independent appraiser to conduct a thorough and unbiased assessment of the fair value of the assets acquired and the liabilities assumed during the transaction. This appraisal involved the application of multiple valuation methods to ensure a comprehensive and accurate evaluation. Specifically, the appraiser utilized the income approach, through application of discounted cashflow analysis. Additionally, the market approach was employed, comparing the assets and liabilities to similar items in the market to determine their value. Lastly, the cost approach was used, calculating the value based on the cost to replace the assets with similar ones of equivalent utility. By integrating these three distinct methods—income, market, and cost valuation—the appraiser provided a well-rounded and reliable determination of the fair value, reflecting a balanced consideration of various financial perspectives and ensuring a robust foundation for the determination of fair market value of the net assets acquired.

4. ACQUSITIONS AND OPTIONS TO EARN-IN (CONTINUED)

The consideration paid and the fair value of identifiable assets acquired, and liabilities assumed from Luminex were as follows:

Purchase price allocation (Expressed in thousands of United States dollars)		Amount
Common shares issued (117,432,403)	$	23,495
Fair value of Luminex replacement stock options		179
Transaction costs		3,584
Total purchase price	$	27,258
Assets acquired		
Cash		226
Receivables		65
Prepaid expenses		77
Property and equipment		990
Exploration and evaluation assets		24,872
Investment in Pegasus		2,200
Total asset acquired	$	28,430
Liabilities assumed		
Accounts payable and accrued liabilities		(1,263)
Derivative liability – warrants		(201)
Lease obligations		(20)
Total liabilities assumed	$	(1,484)
Net asset acquired		26,946
Less: Non-controlling Interest		312
Total fair value of net identifiable assets acquired	$	27,258

5. DEPOSIT LIABILITY

The PMPA with Wheaton provides the Corporation with access to an upfront cash consideration of $175,500,000 and a $5,000,000 equity commitment. Of this, $13,000,000 was made available as an early deposit (the “Early Deposit”) for pre-construction activities, and $500,000 for local community development initiatives (the “ESG Deposit”) prior to production. The remainder will be available in four instalments during construction, subject to certain customary conditions precedent being satisfied. Under the PMPA, Wheaton will purchase 50% of the payable gold production until 145,000 ounces have been delivered, thereafter dropping to 33% for the life of mine; and 75% of the payable silver production until 4,600,000 ounces have been delivered, thereafter dropping to 50% for the life of mine.

Wheaton will make ongoing payments for the gold and silver ounces delivered equal to 18% of the spot prices (“Production Payment”) until the value of gold and silver delivered less the Production Payment is equal to the upfront consideration of $175,500,000, at which point the Production Payment will increase to 22% of the spot prices. The Corporation and its subsidiaries have provided securities and guarantees in favour of Wheaton in respect of their obligations under the PMPA, such securities and guarantees ranking pari passu with Trafigura.

The PMPA transaction is fully committed, and as at March 31, 2024 amounts totalling $13,250,000 have been received, being $13,000,000 as Early Deposit and $250,000 as ESG Deposit to support the training programs for members of the communities. These are recorded as deposit liability on the consolidated statements of financial position.

6. TRAFIGURA DEBT FACILITY

The Trafigura Agreements closed on July 31, 2022 and the credit agreement with Trafigura (the “Credit Agreement”) provided the Corporation with a credit facility of $45,000,000 and a $10,000,000 equity commitment. $5,000,000 of the facility can be paid on an early deposit basis for pre-construction activities and the remainder in two instalments during construction of the El Domo project in Curipamba, subject to certain customary conditions precedent being satisfied.

The facility has a 5-year term with an 8% interest margin and a credit adjustment spread of 0.1%, subject to a 0.5% Secured Overnight Financing Rate (“SOFR”) floor. It includes an offtake agreement which provides certain concentrate offtake rights to Trafigura for future production over the life of mine, based on terms in the Feasibility Study. The Credit Agreement is subject to completion of executed inter-creditor agreements. Pursuant to the Credit Agreement, the Corporation and its subsidiaries have provided securities and guarantees in favour of Trafigura in respect of their obligations under the Credit Agreement, such securities and guarantees ranking pari passu with Wheaton. In July 2023, the Corporation drew on the first tranche (the “First Tranche”) of the debt facility and received $5,000,000. Subject to an amendment to the Trafigura Agreements, should the Corporation not draw on the remainder of the facility, the First Tranche will be due on June 30, 2024. The Corporation has recorded this as a current liability which, together with a 2% arrangement fee (the “Arrangement Fee”), will be reclassified as non-current liability when the second tranche is drawn before June 30, 2024.

Upon closing of the Trafigura Agreements in July 2022, 13,500,000 common share purchase warrants (“Lender’s Warrants”) were issued to Trafigura, priced at C$0.513 per common share, on the basis of 25% premium to the 10-day volume weighted average price (“VWAP”) at the closing date.

In July 2023, concurrent with the drawdown of the First Tranche, the Corporation agreed to amend the terms of the Lender’s Warrants, repricing them to C$0.448, representing the mean between the C$0.513 original exercise price and C$0.384, a 25% premium to the 10-day VWAP of the common shares of the Corporation on the TSXV immediately prior to July 10, the date of the amendment to the Warrant Agreement and extended the expiry date. The Lender’s Warrants expire on August 3, 2026, subject to accelerator provisions based on Adventus’ share price. If exercised, the Lender’s Warrants will bring approximately C$6,048,000 into the Corporation’s treasury. In addition, Trafigura has agreed to invest US$10,000,000 in equity of the Corporation not to exceed 19.99% ownership on a partially diluted basis. Such investment is at the option of the Corporation for a period of thirty months after the July 31, 2022 closing date and is subject to certain conditions precedent as those for the construction instalments under the Credit Agreement.

As at March 31, 2024, the carrying cost of the debt facility is $6,215,000 (2023: $6,429,000). On May 28, 2024, the Corporation repaid the entire debt under the Credit Agreement.

7. CONVERTIBLE LOAN

On July 20, 2023, the Corporation closed the $4,000,000 Convertible Loan Agreement with a subsidiary of Altius whereby interest will accrue at an interest rate of 10% per annum until the earlier of December 31, 2023 and the date on which there is an event of default under the Convertible Loan Agreement (the "Maturity Date"), and 15% per annum after the Maturity Date. Altius has the right to convert all or any of the outstanding principal amount and interest into common shares of the Corporation at a price of C$0.31 per common share in respect of the principal amount and, subject to TSXV approval, at the then current-market price in respect of interest amount being converted. Should the share conversion option not be exercised and all outstanding principal and interest not yet paid on or prior to the Maturity Date, Altius has the option to convert all outstanding indebtedness into a 0.63% net smelter return royalty in the Curipamba project, subject to any necessary TSXV approval.

Immediately prior the Convertible Loan Agreement, Altius held 9.70% of the common shares of Adventus and following the closing of the Convertible Loan Agreement, should Altius exercise the option to convert the entire $4,000,000 principal on July 20, 2023, and assuming an exchange rate of US$1.3170 (based on the Bank of Canada rate on July 19, 2023), Altius would own approximately 17.51% of the outstanding Common Shares on a partially-diluted basis and hence they became a related party of the Corporation as from July 20, 2023. Transaction costs of $176,000, which included a $120,000 commitment fee to Altius, were recorded as a reduction in the carrying value of the loan.

As the loan is denominated in United States Dollars while the shares are fixed at a Canadian Dollar value, the conversion feature is classified as a derivative liability and is valued at $182,000 using the Black-Scholes option pricing model with level 2 fair value inputs that included a risk-free interest rate of 5.23%, a share price of C$0.31, an expected share price volatility of 58.36% and a dividend yield of 0% on the date of issuance.

In November 2023 Adventus and Altius entered into an amendment (the "Convertible Loan Amendment"), whereby the maturity date under the Convertible Loan Agreement was extended from December 31, 2023 to December 31, 2024 (the "Extension"), and the conversion price of the principal amount under the Loan Agreement was amended from C$0.31 per Adventus Share to C$0.30 per Adventus Share (the "Repricing"), subject to the approval by the TSXV and the closing of the Luminex Transaction, which took place on January 25, 2024. In January 2024, the Luminex Transaction closed and the Extension and the Repricing have both been approved by the TSXV.

The fair value of the new convertible loan amended at the date of the inception was $4,204,000. Interest accreted on the convertible loan for the three months ended March 31, 2024 is $168,000 (Q1 2023: NIL). Transaction costs of $155,000 from the original debt remains as part of the convertible debt balance.

The Extension was accounted for as an extinguishment of the original compound instrument and the recognition of the revised instrument at fair value, which resulted in a loss of $174,000 recorded in fair value gain on financial instruments in the three months ended March 31, 2024. The equity component of the revised instrument has a nominal value at the changed conversion price of $0.30 per common share, while the debt component is recorded at amortized cost and is accreted to the principal amount over the extended term of the Convertible Loan.

The conversion feature continued to be classified as a derivative liability and is re-valued at $282,000 using the Black-Scholes option pricing model with level 2 fair value inputs that included a risk-free interest rate of 4.75%, a share price of C$0.27, an expected share price volatility of 71.54% and a dividend yield of 0% on the date of the Repricing. As at March 31, 2024 the conversion feature reduced the derivative liability by $161,000 using the Black-Scholes option pricing model with level 2 fair value inputs that included a risk-free interest rate of 4.73%, a share price of C$0.32 an expected share price volatility of 76.96% and a dividend yield of 0%. A $54,000 fair value loss on financial instruments was recorded in the condensed statement of loss during the three months ended March 31, 2024.

(Tabular amounts in thousands of United States dollars, except per share amounts)

8. PROPERTY, PLANT AND EQUIPMENT

As at March 31, 2024, the Corporation has the following property plant and equipment:

Cost	Office furniture and equipment	Camp Vehicles and Equipment	Leasehold Improvement	Land	Total
Balance, January 1, 2023	$ 242	$ 768	$ 46	$ 7,033	$ 8,089
Additions	26	1	-	1,193	1,220
Disposals/Write-Offs	(2)	(74)	-	-	(76)
Balance, December 31, 2023	$ 266	$ 695	$ 46	$ 8,226	$ 9,232
Additions	2	403	-	553	958
Disposals/Write-Offs	-	-	-	-	-
Balance, March 31, 2024	$ 268	$ 1,098	$ 46	$ 8,779	$ 10,191

Accumulated depreciation	Office furniture and equipment	Camp Vehicles and Equipment	Leasehold Improvement	Land	Total
Balance, January 1, 2023	$ 113	$ 273	$ 46	$ -	$ 432
Charge for the period	65	134	-	-	199
Disposals/Write-Offs	(2)	(57)	-	-	(59)
Balance, December 31, 2023	$ 176	$ 351	$ 46	$ -	$ 572
Charge for the period	14	30	-	-	44
Disposals/Write-Offs	-	-	-	-	-
Balance, March 31, 2024	$ 189	$ 381	$ 46	$ -	$ 616

Carrying value	Office furniture and equipment	Camp Vehicles and Equipment	Leasehold Improvement	Land	Total
Balance, January 31, 2023	$ 129	$ 495	$ -	$ 7,033	$ 7,657
Balance, December 31, 2023	$ 90	$ 344	$ -	$ 8,226	$ 8,660
Balance, March 31, 2024	$ 79	$ 717	$ -	$ 8,779	$ 9,575

Depreciation for the three months ended March 31, 2024, included $36,000 (March 31, 2023: $46,000) which is capitalized to the various projects and $8,000 (March 31, 2023: $8,000) which is expensed during the period.

Property, plant and equipment as of March 31, 2024 includes ROU Assets with a net book value of $19,000 (2023: $36,000). (See Note 12.)

(Tabular amounts in thousands of United States dollars, except per share amounts)

9. EXPLORATION AND EVALUATION ASSETS

The Corporation has the following exploration and evaluation assets and options to acquire mineral interests:

Project	As at December 31, 2023	Additions	Effect of foreign currency exchange movements	Abandoned or Impaired	As at March 31, 2024
Ireland					
Rathkeale Limerick	$ 1,437	$ -	$ (35)	$ -	$ 1,402
Fermoy	22	-	(1)	-	21
Ecuador					
Curipamba	116,541	4,118	-	-	120,659
Pijilí	11,475	83	-	-	11,558
Condor - Luminex	-	24,527	-	-	24,527
Other - Luminex	-	673	-	-	673
Total mineral properties	$ 129,475	$ 28,403	$ (36)	$ -	$ 157,840

Project	As at January 1, 2023	Additions	Effect of foreign currency exchange movements	Abandoned or impaired	As at December 31, 2023
Ireland					
Rathkeale Limerick	$ 1,384	$ -	$ 53	$ -	$ 1,437
Fermoy	21	-	1	-	22
Ecuador				-	
Curipamba	94,407	22,134	-	-	116,541
Pijilí	11,116	359	-	-	11,475
Santiago	5,522	943	-	(6,465)	-
Total mineral properties	$ 112,450	$ 23,436	$ 54	$ (6,465)	$ 129,475

The Corporation acquires exploration and evaluation assets through staking and from third party vendors. In addition, the Corporation may sell some or a portion of its exploration and evaluation assets to third parties in exchange for exploration expenditures, royalty interests, cash, and share-based payments.

As of March 31, 2024, the Corporation has included in its accounts payable and accrued liabilities an amount of $2,461,000 (March 31, 2023: $4,338,000) attributable to exploration and evaluation asset expenditures. At each reporting date, the Corporation reviews the carrying amounts of its mineral property interest to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. To the extent the estimation of the recoverable amount is required, management considers several inputs including geological information, and estimated market values of resource. With the Luminex Transaction having been announced, the Corporation re-examined its exploration priorities at December 31, 2023, taking into consideration the entire portfolio of exploration properties for the combined company, and the Corporation decided to put the Santiago project into care and maintenance during the year ended December 31, 2023 and recorded an impairment loss of $6,465,000 in 2023.

(Tabular amounts in thousands of United States dollars, except per share amounts)

9. EXPLORATION AND EVALUATION ASSETS (CONTINUED)

On January 13, 2020, the Corporation entered into the South32 Agreement to advance the Rathkeale, Kingscourt and Fermoy projects (the "Irish Projects") in the Limerick Basin in the Republic of Ireland. The Irish Projects are owned by Adventus Ireland. The South32 Agreement grants South32 Ireland the right to acquire a 70% interest in the Irish Projects by funding €3,500,000 in exploration on the Irish Projects over a four-year period. Adventus Ireland will operate the exploration activities during the earn-in period. Having spent the initial €3,500,000, South32 intends to exercise the option into Rathkeale and Fermoy and work commenced on the transaction documents associated with the joint venture that will be formed after the option is exercised. In June 2023, South32 and the Corporation signed an amendment to the South32 Agreement (the "South32 Amendments") to extend the Earn-In beyond the initial €3,500,000 and to continue to fully fund Rathkeale and Fermoy until the transaction documents are completed. Pursuant to the South32 Amendments, the participating interests of South32 and Adventus will be adjusted by the additional funding that South32 will have invested above the initial €3,500,000 until the joint venture is formed.

10. OTHER RECEIVABLES AND PREPAID EXPENSES

Other receivables include interest receivable, sales tax recoverable from government, deposits with suppliers and other prepaid expenses.

		March 31, 2024		December 31, 2023
Sales tax receivables	$	280	$	213
Interest and other receivables		261		477
Deposits with suppliers		230		24
Other prepaid expenses		403		156
Total other receivables and prepaid expenses	$	1,174	$	870

11. OTHER ASSETS

Other assets include deferred financing costs and an investment in marketable securities.

		March 31, 2024		December 31, 2023
Transaction costs for financing the Trafigura credit facilities		-		456
Trafigura warrants		349		672
Investment in marketable securities		19		24
Investment in Pegasus		2,200		-
Total other assets - non-current	$	2,568	$	1,152

Pursuant to the Trafigura Agreements, the Corporation is obliged to reimburse Trafigura for certain disbursements in drawing up the Trafigura Agreements, as well as the Arrangement Fee of $900,000 calculated as 2% of the total commitments, such Arrangement Fee to be paid in kind by adding the amount to the principal amount of the advance. These transaction costs have been incurred to access the capital over the term of the credit facilities. As a result, these costs were recorded as other assets and were amortized over the facility period of five years on a straight-line basis. Pursuant to the amendment of the Credit Agreement in July 2023 (see Note 6), until the second Tranche is drawn, the First Tranche is due June 30, 2024, the Corporation commenced to amortize the remainder of the transaction costs over the period to June 2024.

In addition, an availability fee ("Availability Fee") calculated at the rate of 2% per annum on the aggregate amount of the commitments which have not been advanced at any time during the period was to be paid quarterly, in arrears. These are not fees incurred for future economic benefit and are expensed as finance costs. In the three months ended March 31, 2024, $199,000 (March 31, 2023: $222,000) finance costs were recorded.

Upon closing, 13,500,000 common share purchase warrants ("Lender's Warrants") were issued to Trafigura. The Lender's Warrants are accounted for as equity instruments. As a result of the accelerator provisions embedded in the Lender's Warrants, they are valued using a Monte Carlo simulation to estimate the fair value of the Lender's Warrants at issuance. As the Lender's Warrants were issued as consideration to secure financing, it is treated in the same manner as transaction costs and are amortized over the life of the Lender's Warrants on a straight-line basis. In July 2023, concurrent with the drawdown of the First Tranche, these were re-priced at C$0.448 per common share and these transaction costs are amortized over the period to June 2024. (See Note 6 and Note 14(b) for more details).

(Tabular amounts in thousands of United States dollars, except per share amounts)

11. OTHER ASSETS (CONTINUED)

The Corporation owns common shares in Felix Gold Limited ("Felix Gold"), a company trading on the Australian Securities Exchange ("ASX") under the ticker symbol ASX:FXG. The Corporation accounts for its investment in Felix Gold as a financial asset at fair value through profit or loss. The investment is remeasured at fair value each reporting period with the change recorded through profit or loss. The carrying value of other investments, as measured at fair value on March 31, 2024, was $19,000 (2023: $24,000) and a fair value loss on other investments of $5,000 was recorded for the three months ended March 31, 2024 (2023: loss of $13,000).

Through the Luminex Transaction, the Corporation acquired a mineral concession right on the Pegasus property, which is subject to an earn-in agreement with a subsidiary of Anglo American PLC (the "Anglo Agreement") and pursuant to the Anglo Agreement, the investment is treated as its initial contribution in the Pegasus Project. The carrying value of this investment as at March 31, 2024 is $2,200,000.

12. LEASE LIABILITY

		Right-of-Use assets
Balance, January 1, 2023	$	40
Depreciation		(17)
Balance, December 31, 2023		23
Depreciation		(4)
Balance, March 31, 2024	$	19

		March 31, 2024		December 31, 2023
Current liability				
Lease liability	$	18	$	18
Total current liability	$	18	$	18
Non-current liability				
Lease liability	$	3	$	8
Total non-current liability	$	3	$	8

		Lease liability
Balance, January 1, 2023	$	41
Additions		-
Interest expense		5
Lease payments		(20)
Balance, December 31, 2023	$	26
Interest expense		1
Lease payments		(6)
Balance, March 31, 2024	$	21

Undiscounted lease payments associated with the Corporation's lease liabilities as of March 31, 2024, are summarized below:

		Less than 1 year		1-3 years
Total lease liability	$	18	$	3

(Tabular amounts in thousands of United States dollars, except per share amounts)

13. OTHER LIABILITIES

Other liabilities included Restricted Share Units ("RSUs"), warrant liabilities accounted for as a financial liability and the convertible feature of the convertible loan which is accounted for as a financial liability.

	Note		March 31, 2024		December 31, 2023
Restricted Share Unit ("RSU") liability		$	181	$	347
Convertible loan – derivative component	7		161		-
Luminex replacement warrants	14(b)		261		-
Total other liabilities		$	603	$	347
Current		$	422	$	223
Non-current			181		124
Total other liabilities		$	603	$	347

RSUs which are considered cash-settled are accounted for as a financial liability.

14. SHARE CAPITAL AND SHARE-BASED COMPENSATION

The Corporation is authorized to issue an unlimited number of common shares at no par value. The directors are authorized to fix the number of shares and to determine the designation, rights, privileges, restrictions, and conditions attached to the shares.

(a) Common Shares

The following shows the Corporation's issued and outstanding common shares and the prices at which the shares are issued.

	Number of Common Shares		Weighted Average Share Price
Balance as at January 1, 2023	166,360,882		
Shares issued under prospectus offering	13,269,230	C$	0.52
Shares issued under Luminex Concurrent Offering	8,289,568	C$	0.29
Balance as at December 31, 2023	187,919,680		
Conversion of subscription receipts to common shares	76,203,838	C$	0.29
Shares issued under Luminex Transaction closing	117,432,403	C$	0.27
RSU settlement	610,974	C$	0.25
Balance as at March 31, 2024	382,166,895		

The Luminex Concurrent Offering which occurred at the same time as the Luminex Transaction in 2023 and closed in January 2024 was comprised as follows:

- $13,500,000 of non-brokered private placement (the "Non-Brokered Private Placement") with the issuance of 63,769,486 subscription receipts (the "Subscription Receipts") at a price of $0.2117 (C$0.29) per Subscription Receipt;
- C$5,720,000 of brokered "bought deal" private placement (the "Brokered Private Placement") with the issuance of 1,972,392 units (the "Units") at a price of C$2.90 per Unit; and
- $212,000 of non-brokered private placement (the "Unit Non-Brokered Private Placement") with the issuance of 100,000 Units at a price of $2.117 per Unit.

Each Unit consisted of four common shares of the Corporation (each, a "Unit Share") and six Subscription Receipts, with 40% of the price per Unit allocated to the Unit Shares and 60% to the Subscription Receipts. Upon completion of the Luminex Transaction, and subject to customary conditions (collectively, "Escrow Release Conditions"), each Subscription Receipt would convert automatically into one common share of the Corporation (each, an "Underlying Share") without additional consideration.

14. SHARE CAPITAL AND SHARE-BASED COMPENSATION (CONTINUED)

Certain shareholders of both Adventus and Luminex committed to participating in the Non-Brokered Private Placement. The Brokered Private Placement was underwritten by a consortium of brokers (the "Underwriters"), co-led by Raymond James Ltd. and National Bank Financial Inc. with a commission equal to 6% of the gross proceeds, 50% of which was paid to the Underwriters upon closing and 50% placed in escrow (the "Escrowed Commission").

The subscription receipts were automatically converted to Adventus Shares on completion of the Luminex Transaction on January 25, 2024 and the proceeds of $16,258,000 released from escrow on January 25, 2024 when the Escrow Release Conditions were satisfied.

On May 1, 2024, as part of the Silvercorp Transaction, the Corporation closed the Concurrent Silvercorp Placement whereby Silvercorp subscribed 67,441,217 Adventus Shares at C$0.38 per share for gross proceeds of approximately C$25,628,000. On completion of the Concurrent Silvercorp Placement, Silvercorp owned approximately 15% of the total issued and outstanding common shares of Adventus. (See Note 20(c)).

In November 2022, the Corporation entered into a mining contract with STRACON-RIPCONCIV, a joint venture between Stracon S.A. ("Stracon") and RIPCONCIV Construcciones Civiles CIA Ltda. ("RIPCONCIV"). The contract, which is structured in an alliance-partnership model and is for a duration of 48 months, expected to include the construction period as well as the first two years of operations, and can be extended upon mutual agreement. It includes scope consisting of open pit pre-strip and mining, as well as construction of the tailings facility, waste rock facilities and associated mine infrastructure. At the same time, both Stracon and Ripconciv have signed definitive binding agreements to invest in the Corporation, with each contributing $2.5 million for an aggregate $5 million subject to each holding, after each issuance, less than 10% of Adventus' issued and outstanding common shares. This issuance of common shares is structured such that $2.5 million will be through a private placement calculated at the 10-day VWAP preceding the Curipamba construction decision approval by Adventus' board, and the other $2.5 million will be issued in tranches once specific invoicing thresholds for the noted services have been achieved based on the 10-day VWAPs prior to issuance, and will be based on a percentage of the invoices that will be settled in common shares in lieu of cash. As at March 31, 2024, no common shares have been issued in respect of this commitment.

In the three months ended March 31, 2024, no common shares were issued in respect of the exercise of stock options (2023: NIL), while 610,974 common shares were issued in respect of the settlement of RSUs (2023: NIL).

(b) Warrant and Lender's Warrants

As part of the January 2022 Offering, 17,784,750 Warrants were issued, 17,284,750 as part of the Units being issued, and 500,000 being Warrants issued at C$0.10 per Warrant. As the Warrants are denominated in a currency (C$) that is different from the functional currency (US$) of the Corporation, they represent derivative financial liabilities, which are recognized at fair value on inception and remeasured at the end of each reporting period with changes in value being recorded in profit or loss. In July 2023, these Warrants expired unexercised.

The Lender's Warrants issued to Trafigura as part of the OFA in return for the arrangement of the credit facility and are accounted for as equity instruments. These warrants contained acceleration provisions and are valued using Monte Carlos simulation with a fair value of $1,363,000 on the date of issue.

The terms of the Lender's Warrants were amended on July 20, 2023 (see Note 6) which resulted in an increase in their value by $365,000 comparing the fair value with inputs based on the original terms (risk-free interest rate of 4.48%, share price of C$0.30, and expected share price weighted average volatility of 69.34%) with those of the amended terms on the date of the amendment (risk-free interest rate of 4.26%, share price of C$0.30, and expected share price weighted average volatility of 66.81%).

As a result of the Luminex Transaction, the Corporation issued 21,894,480 replacement warrants (the "Luminex Warrants"), of which 7,936,150 expired at the end of April 2024 subsequent to the end of the quarter.

As at March 31, 2024, 21,894,480 warrants from Luminex converted to Adventus at the date of the Luminex acquisition was valued at $261,000 using the Black-Scholes option pricing model with level 2 fair value inputs that included a risk-free interest rate of 4.77%, a share price of C$0.32, an expected share price volatility of 73.07% and a dividend yield of 0%.

(Tabular amounts in thousands of United States dollars, except per share amounts)

14. SHARE CAPITAL AND SHARE-BASED COMPENSATION (CONTINUED)

The following table summarizes the Corporation's warrants as of March 31, 2024 and changes during the period:

	Warrants		Amount
Balance as at January 1, 2023	31,284,750	$	1,368
Fair value allocated in the Warrants	-		362
Change in fair value of derivative liabilities	-		(5)
Warrants expiring unexercised	(17,784,750)		-
Balance as at December 31, 2023	13,500,000	$	1,725
Luminex Warrants	21,894,480		201
Change in fair value of derivative liabilities	-		60
Balance as at March 31, 2024	35,394,480	$	1,986
Warrant – Liability	21,894,480		261
Warrant – Equity	13,500,000		1,725
Total Warrants	35,394,480	$	1,986

(c) *Stock Options*

The following table summarizes the Corporation's stock option plan as of March 31, 2024 and changes during the periods then ended:

(Expressed in Canadian dollars, except per share amounts)	Number of Options		Weighted Average Exercise Price
Options outstanding, January 1, 2023	7,458,333		0.90
Granted	5,703,500		0.52
Forfeited	(763,334)		0.64
Expired unexercised	(489,999)		1.02
Options outstanding, December 31, 2023	11,908,500	C$	0.73
Granted	10,211,815		0.61
Forfeited	(2,703,978)		0.58
Expired, unexercised	(100,000)		0.78
Balance as at March 31, 2024	19,326,337	C$	0.60

During the three months ended March 31, 2024, the Corporation recorded share-based compensation expense of $171,000 (March 31, 2023: $272,000) relating to stock options. 10,211,815 options were granted during the three months ended March 31, 2024 (March 31, 2023: 5,703,500) and 2,703,978 were forfeited (March 31, 2023: 713,334) while 100,000 options expired unexercised (March 31, 2023: 248,333).

The weighted-average fair value of stock options granted during the three months ended March 31, 2024 was estimated on the dates of grant to be C$0.61 per option granted using the Black-Scholes option pricing model with the following assumptions:

	2024	2023
Expected life (years)	1 – 5	5.0
Risk-free interest rate (%)	3.16% - 4.70%	2.82
Expected volatility (%)	66.11% - 81.35%	66
Expected dividend yield (%)	-	-
Expected forfeitures (%)	-	-

(Tabular amounts in thousands of United States dollars, except per share amounts)

14. SHARE CAPITAL AND SHARE-BASED COMPENSATION (CONTINUED)

Stock options outstanding and exercisable as March 31, 2024 and December 31, 2023 are as follows:

Range of exercise prices ($/option)	Number, outstanding at March 31, 2024	Number, exercisable at March 31, 2024	Weighted Average Remaining contractual life (years)
$0.00 - $0.50	6,967,735	817,735	4.65
$0.51 - $1.00	10,843,212	6,613,871	2.91
$1.01 - $1.50	1,515,390	1,515,390	1.08
Balance as at March 31, 2024	19,326,337	8,946,996	3.40

Range of exercise prices ($/option)	Number, outstanding at December 31, 2023	Number, exercisable at December 31, 2023	Weighted Average Remaining contractual life (years)
$0.00 - $0.50	350,000	-	3.80
$0.51 - $1.00	10,523,500	2,766,672	3.28
$1.01 - $1.50	1,035,000	1,035,000	1.07
Balance as at December 31, 2023	11,908,500	3,801,672	3.11

(d) RSUs

The following table summarizes the Corporation's RSUs as of March 31, 2024 and December 31, 2023 and changes during the periods then ended:

(Expressed in Canadian dollars, except per share amounts)	Number of RSUs		Weighted Average Value at Date of Grant
RSUs outstanding, January 1, 2023	1,385,000	C$	0.79
Granted	1,428,000		0.52
Settled	-		-
Forfeited	(360,000)		0.66
RSUs outstanding, December 31, 2023	2,453,000	C$	0.65
Granted	3,105,000		0.27
Settled	(1,175,000)		0.81
Forfeited	(275,000)		0.38
Balance as at March 31, 2024	4,108,000	C$	0.34

Under the Corporation's share compensation plan, RSUs are granted to employees, directors and non-employees as approved by the Corporation's Board of Directors. Each RSU represents a unit with the underlying value equal to the value of one common share of the Corporation, vests over a specified period of service in accordance with the plan and can be equity or cash settled at the discretion of the Corporation. RSUs granted to date vest over a period of two years. As management has an option to settle in cash or equity and now has history of cash settlement since September 2021, the Corporation now recognizes the amounts on cash basis as a liability.

The liability is re-measured to fair value at each reporting date with changes in fair value recognized in the Condensed consolidated statement of loss earnings.

During the three months ended March 31, 2024, 1,175,000 RSUs (March 31, 2023: NIL) were settled and 275,000 forfeited (March 31, 2023: 195,000) and the Corporation recorded share-based compensation expense of $NIL (March 31, 2023: $4,000) relating to RSUs before the change to cash-based settlement. During the three months ended March 31, 2024, an amount of $166,000 (March 31, 2023: $40,000) relating to RSUs after the change was recorded in employee benefits expense.

14. SHARE CAPITAL AND SHARE-BASED COMPENSATION (CONTINUED)

(e) *Net loss per share*

Basic and diluted net loss per share were calculated using the weighted average number of common shares for the respective periods. For loss periods, the diluted net loss per share was calculated using weighted average number of common shares outstanding for the respective periods without giving effect to dilutive stock options and RSUs since their inclusion would be anti-dilutive.

Weighted average number of shares outstanding	March 31, 2024	March 31, 2023
Basic	330,824,929	177,123,702
Effect of dilutive common share equivalents	-	-
Diluted weighted average number of shares outstanding	330,824,929	177,123,702

15. RELATED PARTY TRANSACTIONS

Compensation for key management personnel and directors for the three months ended March 31, 2024 and 2023 is as follows:

For the three months ended March 31, (Expressed in thousands of United States dollars)		2024		2023
Salaries and benefits	$	554	$	593
Share-based compensation		155		254
	$	709	$	847

For the three months ended March 31, 2024, an amount of $112,000 (March 31, 2023: $186,000) of salaries and benefits of key management personnel were charged to exploration and evaluation assets.

These transactions are in the normal course of operations and are measured at the fair value amount, which is the amount of consideration established and agreed to by the related parties.

16. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial Instruments

Classification

The Corporation has classified its financial instruments as follows:

As at March 31, 2024		FVTPL		Amortized cost		Total
Financial Assets						
Cash and cash equivalents	$	-	$	6,669	$	6,669
Other investments		19		-		19
Total Financial Assets	$	19	$	6,669	$	6,688
Financial Liabilities						
Accounts payable and accrued liabilities		-		5,745		5,745
Convertible loan		-		4,245		4,245
Current portion of debt facilities		-		6,215		6,215
Other liabilities		603		-		603
Total Financial Liabilities	$	603	$	16,205	$	16,808

(Tabular amounts in thousands of United States dollars, except per share amounts)

16. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

As at December 31, 2023		FVTPL		Amortized cost		Total
Financial Assets						
Cash and cash equivalents	$	-	$	1,854	$	1,854
Other receivables		-		16,258		16,258
Other assets		24		-		24
Total Financial Assets	$	24	$	18,112	$	18,136
Financial Liabilities						
Accounts payable and accrued liabilities		-		8,012		8,012
Convertible loan		-		4,184		4,184
Current portion of debt facilities		-		6,429		6,429
Subscription receipts		-		16,153		16,153
Other liabilities		347		-		347
Total Financial Liabilities	$	347	$	34,778	$	35,125

Fair value measurements and hierarchy

Financial instruments recorded at fair value on the Condensed consolidated statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – valuation based on quoted prices (unadjusted) observed in active markets for identical assets or liabilities;

Level 2 – valuation techniques based on inputs that are quoted prices of similar instruments in active markets; inputs other than quoted prices used in a valuation model that are observable for that instrument; inputs that are derived principally from or corroborated by observable market data by correlation or other means; and estimates of expected volatility, expected life and expected risk-free rate of return, and;

Level 3 – valuation techniques with significant unobservable market inputs.

Management assessed that the fair values of cash and cash equivalents, other receivables and prepaid expenses, accounts payables, and accrued liabilities approximate their carrying amounts, largely due to the short-term maturities of these instruments.

Other investments are investments in quoted securities. Other liabilities consist of RSU liabilities, the Luminex warrants and the conversion option. With the availability of quoted prices in an active market, other investments and RSU liabilities are classified as Level 1 in the fair value hierarchy. As the Warrants are unlisted, they are classified as Level 2 in the fair value hierarchy as the inputs to the determination of fair value such as share price of underlying common shares, risk-free discount rates, dividend rates, etc. can be observed in the open market.

The Corporation's financial assets and liabilities measured in accordance with the fair value hierarchy described above are:

As at March 31, 2024		Level 1		Level 2		Level 3		Total
Financial Assets								
Other investments	$	19	$	-	$	-	$	19
Total Financial Assets	$	19	$	-	$	-	$	19
Financial Liabilities								
Other liabilities	$	181	$	422	$	-	$	603
Total Financial Liabilities	$	181	$	422	$	-	$	603

(Tabular amounts in thousands of United States dollars, except per share amounts)

16. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (CONTINUED)

As at December 31, 2023	Level 1	Level 2	Level 3	Total
Financial Assets				
Other investments	$ 24	$ -	$ -	$ 24
Total Financial Assets	$ 24	$ -	$ -	$ 24
Other liabilities	$ 347	$ -	$ -	$ 347
Total Financial Liabilities	$ 347	$ -	$ -	$ 347

Risk Management

The Corporation's financial assets and financial liabilities are exposed to various risk factors that may affect the fair value presentation or the amount ultimately received or paid on settlement of its assets and liabilities. The Corporation manages these risks through prudent investment and business decisions and, where the exposure is deemed too high, the Corporation may enter into derivative contracts to reduce this exposure.

A summary of the major financial instrument risks and the Corporation's approach to the management of these risks are included in the annual consolidated financial statements for the year ended December 31, 2023.

Foreign currency risk

The Corporation is exposed to the financial risks related to the fluctuation of foreign exchange rates of the Canadian dollar relative to the United States dollar. As at March 31, 2024, the Corporation is exposed to currency risk through the following assets and liabilities denominated in the Canadian dollar:

	March 31, 2024	December 31, 2023
Cash and cash equivalents	$ 1,082	$ 251
Restricted cash - subscription receipts	-	2,600
Other receivables & prepaid expenses	209	137
Accounts payable and accrued liabilities	(1,186)	(1,623)
Other liabilities	(181)	(347)
Net asset exposure	$ (75)	$ 1,018

The Corporation is exposed to the financial risks related to the fluctuation of foreign exchange rates of the Euro relative to the United States dollar. As at Mach 31, 2024, the Corporation is exposed to currency risk through the following assets and liabilities denominated in the Euro:

	March 31, 2024	December 31, 2023
Cash and cash equivalents	$ 1,418	$ 204
Other receivables & prepaid expenses	251	394
Accounts payable and accrued liabilities	(1,109)	(402)
Net asset exposure	$ 560	$ 196

(Tabular amounts in thousands of United States dollars, except per share amounts)

17. SUPPLEMENTARY CASH FLOW INFORMATION

Changes in non-cash working capital

For the year ended March 31,		2024		2023
Changes in:				
Other receivables and prepaid expenses	$	67	$	272
Other liabilities (LT) Deferred Financing Trafigura		(214)		-
Accounts payable and accrued liabilities		(2,273)		(116)
Total changes in non-cash working capital	$	(2,420)	$	156

18. SEGMENTED INFORMATION

The Corporation operates in one reportable segment, that of exploration and development of mineral properties. It has three main geographic locations, namely, Ecuador, Ireland and Canada.

The geographic distribution of the Corporation's non-current assets as well as total assets are as follows:

Non-current assets		March 31, 2024		December 31, 2023
Ecuador	$	166,319	$	137,778
Ireland		1,423		1,459
Canada		2,241		49
	$	169,983	$	139,286

Total Assets		March 31, 2024		December 31, 2023
Ecuador	$	167,514	$	138,880
Ireland		2,870		2,055
Canada		7,442		18,744
	$	177,826	$	159,679

(Tabular amounts in thousands of United States dollars, except per share amounts)

19. COMMITMENTS AND OBLIGATIONS

As at March 31, 2024, the Corporation has the following obligations for mineral property exploration expenditures and other significant contractual obligations:

	Less than 1 year	1-3 years	Total
Exploration expenditure commitments	$ 3,659	$ -	$ 3,659
Purchase and other commitments	102	-	102
Balance as at March 31, 2024	$ 3,761	$ -	$ 3,761

The Corporation has obtained various mineral rights licenses by staking claims and paying refundable security deposits. Certain expenditures are required on an annual basis, from the date of license issuance, to maintain the licenses in good standing and for refund of security deposits.

Ireland

In Ireland, on or before the anniversary date of license issuance, and if the required expenditures are not met, the Corporation has the option of reducing claims on a property, posting a refundable security bond for the deficient amount or elect to allow title of the license be cancelled.

Ecuador

In Ecuador, for concessions applied through the public tender process, an investment offer is presented for each concession, the offer of which represents the total amounts required to be spent in order to maintain possession of the concession area at the end of the four-year investment period. For concessions not acquired through the public tender process or for concessions acquired through the public tender process and have fulfilled the initial investment conditions, the Corporation is required to submit an annual expenditure plan specifying its minimum amount of committed expenditures for the upcoming year. All of the Corporation’s concessions fall into the latter category and are subject to annual expenditure plan.

Royalty obligations

The Corporation has the following royalty obligations on its properties:

Projects	Country	Royalty
Rathkeale	Ireland	2% Net Smelter Return (“NSR”)
Fermoy	Ireland	2% NSR
Curipamba (1)	Ecuador	2% NSR
Santiago (2)	Ecuador	1.5% NSR
Santiago	Ecuador	4% net profits interest
Chalapo (3)	Ecuador	1.0% NSR

1: The NSR royalty on Curipamba can be increased to 2.63% should Altius opt to convert the Convertible Debt to royalty pursuant to the Convertible Debt Agreement. On May 2, the Corporation repaid the Convertible Debt in full and the option to increase to 2.63% is extinguished.

2: The NSR royalty on Santiago can be bought out for $1,000,000, subject to certain conditions.

3, 0.5% of the 1.0% NSR royalty on Chalapo, a concession acquired in the Luminex Transaction, can be bought out for $5,000,000 before 2030.

20. SUBSEQUENT EVENTS

a) *Options and warrants forfeiture*

Subsequent to the end of the quarter, 123,850 Options and 17,784,750 warrants from Luminex were forfeited. 167,500 options were exercised for gross proceeds of approximately C$63,000.

b) *Silvercorp*

On April 26, 2024, Adventus entered into the Silvercorp Transaction with Silvercorp. Pursuant to the Silvercorp Transaction, Silvercorp will acquire all of the issued and outstanding common shares of Adventus by way of a plan of arrangement (the "Silvercorp Arrangement").

Under the terms of the Silvercorp Arrangement, each holder of the common shares of Adventus will receive 0.1015 of one Silvercorp common share in exchange for each Adventus share. This exchange ratio implied a consideration of C$0.50 per Adventus share based on the 20-day volume-weighted average prices (VWAP) of Silvercorp shares on the Toronto Stock Exchange (TSX) as of April 25, 2024. This represents a premium of 31% based on the 20-day VWAP of Silvercorp on the TSX and Adventus on the TSX Venture Exchange (TSXV), both as of April 25, 2024.

The implied equity value of the transaction is approximately C$200 million on a fully-diluted in-the-money basis. Upon closing, existing Silvercorp shareholders will own approximately 81.6%, and Adventus shareholders will own approximately 18.4% of the outstanding Silvercorp shares on a fully-diluted in-the-money basis.

Besides approval from Adventus securityholders and the court, the Transaction is also contingent upon the fulfillment of certain customary closing conditions for a transaction of this nature. The Transaction has received conditional approval from the TSXV but still requires final approval from the TSXV on behalf of Adventus and approval from the TSX and NYSE American on behalf of Silvercorp, including the acceptance for listing of the Silvercorp shares to be issued in connection with the Transaction. The Transaction is anticipated to be completed in the third quarter of 2024.

c) *Concurrent Silvercorp Financing*

On May 1, 2024, the Corporation closed the ("Concurrent Silvercorp Placement") whereby Silvercorp subscribed for 67,441,217 Adventus Shares at C$0.38 per Adventus Share for gross proceeds of approximately C$25,628,000. On completion of the Concurrent Silvercorp Placement, Silvercorp owned approximately 15% of the total issued and outstanding common shares of Adventus.

d) *Repayment of Altius Convertible Loan*

On May 2, 2024, the Corporation repaid the convertible loan in full with the payment of approximately $7,000,000 (C$9,600,000). As a result of this repayment, Altius has not exercised into additional common shares of Adventus and relinquished its right to convert the indebtedness into a new net smelter return royalty on Curipamba.

e) *Repayment of Trafigura Loan*

On May 29, 2024, the Corporation fully repaid the entire debt in full satisfaction of its obligations under the Credit Agreement.