Condensed Interim Consolidated Financial Statements

As at and for the Three and Nine Months Ended September 30, 2024 and 2023

(Unaudited and stated in thousands of United States dollars)

Interim Consolidated Statements of Operations and Comprehensive Income

Three and Nine Months Ended September 30, 2024 and 2023

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

	Notes	Three months ended September 30, 2024	Three months ended September 30, 2023	Nine months ended September 30, 2024	Nine months ended September 30, 2023
Revenue	4	**$ 113,684**	$ 143,884	**$ 382,897**	$ 410,107
Cost of sales					
Production costs	5	**(70,715)**	(70,856)	**(222,391)**	(210,718)
Royalty and production taxes		**(4,370)**	(5,538)	**(14,756)**	(15,290)
Depreciation and amortization		**(22,352)**	(24,734)	**(57,606)**	(55,548)
Total cost of sales		**(97,437)**	(101,128)	**(294,753)**	(281,556)
Earnings from mine operations		**16,247**	42,756	**88,144**	128,551
Expenses					
General and administrative	6	**(4,760)**	(3,221)	**(13,366)**	(8,642)
Share-based compensation	18	**(5,289)**	(1,651)	**(11,482)**	(3,397)
Foreign exchange gain (loss)		**3,862**	197	**(314)**	106
Other expenses	3, 7	**(2,080)**	(1,295)	**(12,290)**	(2,541)
Operating profit		**7,981**	36,786	**50,692**	114,076
Interest income		**494**	353	**1,589**	1,125
Finance expense	8	**(1,920)**	(1,390)	**(7,898)**	(3,292)
Other income (expense), net		**(839)**	26	**(535)**	(333)
Earnings before taxes		**5,716**	35,775	**43,848**	111,576
Current tax expense		**(2,486)**	(11,760)	**(18,190)**	(31,805)
Deferred tax expense		**(2,276)**	(603)	**(7,579)**	(6,747)
Net earnings		**$ 954**	$ 23,412	**$ 18,079**	$ 73,024
Other comprehensive income					
Items that may be reclassified subsequently to net earnings:					
Employee benefits provision	15	**-**	(441)	**-**	(441)
Fair value change of embedded derivative	16	**(183)**	-	**167**	-
Change in fair value of equity investments	3	**-**	-	**(3,711)**	-
Foreign currency translation differences		**2,796**	(155)	**(1,056)**	(196)
Comprehensive income		**$ 3,567**	$ 22,816	**$ 13,479**	$ 72,387
Earnings per share - basic		**$ 0.00**	$ 0.05	**$ 0.02**	$ 0.16
Earnings per share - diluted		**$ 0.00**	$ 0.05	**$ 0.02**	$ 0.15
Weighted average number of shares outstanding *(in thousands)*					
- basic		**796,103**	455,754	**742,450**	454,190
- diluted		**828,006**	477,428	**770,905**	474,013

The accompanying notes are an integral part of these unaudited, condensed interim consolidated financial statements.

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

As at:	Notes	September 30, 2024	December 31, 2023
ASSETS			
Current assets			
Cash and cash equivalents		**$ 115,800**	$ 86,160
Restricted cash	12	**100,497**	-
Receivables, prepaids and other current assets	9	**47,962**	17,070
Inventories	10	**106,144**	102,649
Total current assets		**370,403**	205,879
Non-current assets			
Mineral interests, plant and equipment	11	**1,305,908**	557,062
Investments	3	**-**	42,341
Long term restricted cash	12	**4,898**	4,234
Other assets	13	**21,255**	10,057
Total assets		**$ 1,702,464**	$ 819,573
LIABILITIES			
Current liabilities			
Accounts payable and accruals		**$ 113,057**	$ 53,270
Income and other taxes payable		**6,057**	24,831
Deferred revenue	14	**34,489**	-
Current portion of provisions	15	**4,469**	4,579
Current portion of debt	16	**11,966**	9,597
Current portion of lease liability	17	**5,772**	287
Current portion of share based liabilities	18	**4,210**	720
Total current liabilities		**180,019**	93,284
Non-current liabilities			
Provisions	15	**97,522**	86,241
Debt	16	**317,287**	10,509
Lease liability	17	**52,658**	340
Share based liabilities	18	**6,445**	2,552
Deferred tax liability		**77,636**	69,434
Total liabilities		**731,567**	262,360
SHAREHOLDERS' EQUITY			
Share capital	18	**699,093**	302,406
Contributed surplus		**25,530**	22,013
Accumulated other comprehensive income		**8,077**	12,677
Retained earnings		**238,197**	220,118
Total shareholders' equity		**970,897**	557,213
Total liabilities and shareholders' equity		**$ 1,702,464**	$ 819,573

APPROVED ON BEHALF OF THE BOARD ON NOVEMBER 5, 2024:

Signed *"Darren Hall"*, DIRECTOR   Signed *"Edward Farrauto"*, DIRECTOR

The accompanying notes are an integral part of these unaudited, condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Cash Flows

Three and Nine Months Ended September 30, 2024 and 2023

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

	Notes	Three months ended September 30, 2024	Three months ended September 30, 2023	Nine months ended September 30, 2024	Nine months ended September 30, 2023
Cash provided by operations					
Net earnings		**$ 954**	$ 23,412	**$ 18,079**	$ 73,024
Payments against rehabilitation liabilities	15	**(349)**	(171)	**(783)**	(687)
Adjustments for non-cash items:					
Share-based compensation	18	**337**	552	**1,275**	1,607
Depreciation and amortization		**22,803**	24,855	**58,004**	55,804
Accretion expense	8	**1,280**	904	**4,279**	2,750
Impairment of mineral interests, plant and equipment	11	**-**	-	**415**	461
Deferred tax expense		**2,276**	603	**7,579**	6,747
Inventory NRV adjustment		**-**	-	**-**	(780)
Issuance of shares as payment for transaction costs		**-**	-	**3,427**	-
Unrealized foreign exchange gain		**(7,510)**	(365)	**(1,381)**	(355)
Deferred revenue recognized	14	**(14,782)**	-	**(25,511)**	-
Other		**(839)**	36	**(215)**	34
Adjustments for cash items:					
Proceeds from gold prepayment	14	**-**	-	**60,000**	-
Working capital adjustments	19	**(22,003)**	4,400	**(36,362)**	2,171
Net cash provided by (used in) operating activities		**(17,833)**	54,225	**88,808**	140,776
Investing activities					
Expenditures on mineral properties, plant and equipment	11	**(89,440)**	(37,933)	**(291,538)**	(110,433)
Cash obtained from the Marathon acquisition	3	**-**	-	**8,819**	-
Net cash used in investing activities		**(89,440)**	(37,933)	**(282,719)**	(110,433)
Financing activities					
Proceeds from the exercise of share options and warrants	18	**78,183**	2,019	**80,506**	5,295
Proceeds from the issuance of shares	18	**-**	-	**79,045**	-
Lease payments	17	**(1,937)**	(72)	**(3,990)**	(180)
Proceeds from debt, net of issuance costs	16	**2,000**	5,602	**3,700**	11,526
Repayment of debt and interest	16	**(5,775)**	(1,651)	**(15,906)**	(4,439)
Restricted cash	12	**21,797**	(1,734)	**79,689**	(1,734)
Net cash provided by financing activities		**94,268**	4,163	**223,044**	10,469
Effect of foreign exchange on cash		**1,222**	(32)	**507**	(11)
Change in cash and cash equivalents		**(11,782)**	20,424	**29,640**	40,801
Cash and cash equivalents, beginning of period		**127,582**	76,869	**86,160**	56,492
Cash and cash equivalents, end of period		**$ 115,800**	$ 97,293	**$ 115,800**	$ 97,293
Other information					
Interest paid - cash		**$ 3,579**	$ 45	**$ 9,325**	$ 69
Taxes paid - cash		**$ 4,890**	$ 5,342	**$ 36,964**	$ 25,110

Supplemental Cash Flow Information – Note 19

The accompanying notes are an integral part of these unaudited, condensed interim consolidated financial statements.

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity

Nine Months Ended September 30, 2024 and 2023

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

	Number of Shares *(in thousands)*	Share Capital	Contributed Surplus	Accumulated Other Comprehensive Income	Retained Earnings	Total
Balances at December 31, 2022	**450,367**	**$ 291,607**	**$ 22,470**	**$ 1,574**	**$ 135,093**	**$ 450,743**
Exercise of options and warrants (Note 18)	7,189	6,317	(1,022)	-	-	5,295
Exercise of restricted and performance share units (Note 18)	854	716	(716)	-	-	-
Share based compensation (Note 18)	-	-	1,710	-	-	1,710
Foreign exchange translation	-	-	-	(637)	-	(637)
Net earnings	-	-	-	-	73,024	73,024
Balances at September 30, 2023	**458,410**	**$ 298,640**	**$ 22,442**	**$ 937**	**$ 208,117**	**$ 530,135**
Balances at December 31, 2023	**463,878**	**$ 302,406**	**$ 22,013**	**$ 12,677**	**$ 220,118**	**$ 557,213**
Shares issued on purchase of Marathon Gold (Note 3)	249,813	231,583	-	-	-	231,583
Shares issued as part of Marathon Gold acquisition costs (Note 3)	3,698	3,427	-	-	-	3,427
Replacement options & warrants granted on purchase of Marathon Gold (Note 3)	-	-	4,297	-	-	4,297
Shares issued as part of equity financing, net (Note 18)	68,540	79,045	-	-	-	79,045
Exercise of options and warrants (Note 18)	50,826	80,659	(153)	-	-	80,506
Exercise of restricted and performance share units (Note 18)	1,446	1,973	(1,973)	-	-	-
Share based compensation (Note 18)	-	-	1,345	-	-	1,345
Change in fair value of debt prepayment embedded derivative (Note 16)	-	-	-	167	-	167
Change in fair value of Marathon shares acquired in 2023, net of tax (Note 3)	-	-	-	(3,711)	-	(3,711)
Foreign exchange translation	-	-	-	(1,056)	-	(1,056)
Net earnings	-	-	-	-	18,079	18,079
Balances at September 30, 2024	**838,201**	**$ 699,093**	**$ 25,530**	**$ 8,077**	**$ 238,197**	**$ 970,897**

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

1. NATURE OF OPERATIONS

Nature of Operations

Calibre Mining Corp. (individually, or collectively with its subsidiaries, as applicable, "Calibre" or the "Company") is a gold mining, mine development, and exploration company. The Company owns several operational open-pit and underground mines, two milling facilities (one at El Limon mine and one at La Libertad mine), and a portfolio of exploration and development properties in Nicaragua, Central America. In the United States, the Company owns the Pan Mine, a producing heap leach gold operation, the adjacent advanced development-stage Gold Rock Project and the past producing Illipah Gold Project all located in Nevada. The Company also owns the Golden Eagle Project in Washington State which is in the exploration stage.

In January 2024, the Company acquired Marathon Gold Corporation (individually, or collectively with its subsidiaries, as applicable, "Marathon") by acquiring all of Marathon's issued and outstanding common shares it did not already own. As a result, Calibre acquired a 100% interest in Marathon's advanced-stage Valentine Gold Mine ("Valentine") located in Newfoundland & Labrador, Canada, currently in development (Note 3).

Calibre is incorporated under the laws of British Columbia, Canada and maintains its corporate head office at Suite 1560 – 200 Burrard Street, P.O. Box 49167, Vancouver, British Columbia, Canada, V6C 3L6. The Company's common shares are listed on the Toronto Stock Exchange in Canada under the ticker symbol *CXB* and trade in the United States on the premium OTCQX Best Market under the ticker symbol *CXBMF*.

2. BASIS OF PRESENTATION

Basis of Presentation and Statement of Compliance

These unaudited condensed interim consolidated financial statements have been prepared in accordance with IFRS Accounting Standards applicable to the preparation of interim financial statements, including International Accounting Standard 34, Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB"). These condensed interim consolidated financial statements should be read in conjunction with the Company's audited annual consolidated financial statements for the year ended December 31, 2023, which have been prepared in accordance with IFRS Accounting Standards as issued by the IASB ("IFRS").

The material accounting policies and basis of presentation applied in the preparation of these unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company's audited annual consolidated financial statements for the year ended December 31, 2023, unless otherwise noted.

These unaudited condensed interim consolidated financial statements were approved by the Board of Directors of the Company on November 5, 2024.

Adoption of New Accounting Standards

IAS 1, Presentation of Financial Statements ("IAS 1")

In October 2022, the IASB issued amendments to IAS 1 titled *Non-current Liabilities with Covenants*. These amendments sought 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. These amendments to IAS 1 replace and incorporate the previous amendments, *Classification of Debt as Current or Non-current*, issued in January 2020, which clarified that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Liabilities should be classified as non-current if a company has a substantive right to defer settlement for at least 12 months at the end of the reporting period. Effective January 1, 2024, the Company adopted these amendments with no material impact.

2. BASIS OF PRESENTATION - *continued*

Accounting Policies Adopted

Deferred Revenue

Upfront cash deposits received as prepayments for future sales have been accounted for as deferred revenue in accordance with IFRS 15, *Revenue From Contract with Customers* ("IFRS 15"). Deferred revenue represents payments received by the Company in consideration for future commitments to deliver gold produced by Calibre. As gold deliveries are made, control of the gold is passed from the Company to the customer, and the Company recognizes a portion of the deferred revenue associated with such gold deliveries as revenue.

The Company recognizes the time value of money where there is a significant financing component. Interest expense on deferred revenue is recognized in finance expense in the consolidated statements of operations and comprehensive income.

Accounting Policies Adopted as a Result of the Marathon Acquisition

Mineral Interests, Plant and Equipment – Assets Under Construction

Construction of mining and processing facilities on a mineral property for which technical feasibility and commercial viability has been proven, commences when a mine plan has been prepared, the Company has obtained all regulatory permissions to proceed, and a decision is made to commercially develop the property. During construction, equipment purchases and expenditures on construction of mining and processing facilities are capitalized and classified as assets under construction. These costs include: the purchase price, installation costs, site preparation costs, survey costs, freight charges, transportation, insurance costs, duties, testing and preparation charges and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Borrowing costs are capitalized to qualifying assets and are included in assets under construction. Qualifying assets are assets that take a substantial period of time to prepare for the Company's intended use, which includes projects that are in the exploration and evaluation, pre-development and development stages. Borrowing costs attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets until such time as the assets are substantially ready for their intended use.

Assets under construction are not considered to be available for use and are therefore not subject to depreciation. Depreciation commences once the asset is complete and available for its intended use.

Recent IFRS Pronouncements Issued but not yet Effective

Amendments to IFRS 9, Financial instruments, and IFRS 7, Financial instruments: Disclosures

In May 2024, the IASB issued amendments to update the classification and measurement requirements in IFRS 9 and related disclosure requirements in IFRS 7 as follows:
• Clarified the recognition and derecognition date of certain financial assets and liabilities and amended the requirements related to settling financial liabilities using an electronic payment system;
• Clarified how to assess the contractual cash flow characteristics of financial assets in determining whether they meet the solely payments of principal and interest criteria;

2. BASIS OF PRESENTATION - *continued*

Recent IFRS Pronouncements Issued but not yet Effective – *continued*

Amendments to IFRS 9, Financial instruments, and IFRS 7, Financial instruments: Disclosures - *continued*

• New disclosures for certain instruments with contractual terms that can change cash flows (including instruments with features linked to environmental, social and corporate governance targets);
• Additional disclosure requirements for financial instruments with contingent features that do not relate directly to basic lending risks and costs; and
• Amended disclosures relating to equity instruments designated at fair value through other comprehensive income.

The amendments are effective for annual reporting periods beginning on or after January 1, 2026, with early application permitted for certain provisions. The Company is currently assessing the effect of these amendments to its financial statements.

IFRS 18, Presentation and disclosure in financial statements

In April 2024, the IASB issued IFRS 18, Presentation and disclosure in financial statements ("IFRS 18"), which replaces IAS 1, Presentation of financial statements. IFRS 18 introduces a specified structure for the income statement by requiring income and expenses to be presented in three defined categories (operating, investing and financing), and by specifying certain defined totals and subtotals. Where company-specific measures related to income statement disclosure are provided ("management-defined performance measures"), IFRS 18 requires additional disclosure around those management-defined performance measures in the financial statements. IFRS 18 also provides additional guidance on principles of aggregation and disaggregation which apply to the primary financial statements and the notes. IFRS 18 does not affect the recognition and measurement of items in the financial statements, nor does it affect which items are classified in other comprehensive income and how these items are classified.

The standard is effective for reporting periods beginning on or after January 1, 2027, including for interim financial statements. Retrospective application is required and early application is permitted. The Company is currently assessing the effect of this new standard to its financial statements.

Significant Accounting Estimates and Judgements

The preparation of financial statements in conformity with IFRS requires management to make accounting policy judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively. The critical accounting policy judgements and estimates applied in the preparation of the Company's unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in Note 4 of the Company's audited annual consolidated financial statements for the year ended December 31, 2023, except as noted below.

Acquisition Accounting

The acquisition of a company may result in the reporting of the acquisition as a business combination or an asset acquisition as defined within IFRS. Judgement is required to determine the basis of accounting for the acquisition. The Company has determined that the acquisition of Marathon was a business combination (Note 3).

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

3. ACQUISITION OF MARATHON GOLD CORPORATION

On November 13, 2023, the Company announced that it had entered into a definitive agreement with Marathon, whereby Calibre planned to acquire all of Marathon's issued and outstanding common shares pursuant to a court-approved plan of arrangement (the "Transaction"). In connection with the Transaction, Calibre purchased, through a non-brokered private placement, 66.67 million common shares of Marathon at CAD$0.60 per share for a gross purchase price of CAD$40 million representing a 14% equity interest in Marathon. Subsequently, the Transaction was completed on January 24, 2024. Pursuant to the terms of the Transaction, Calibre acquired Marathon and, as a result, acquired a 100% interest in Valentine Gold Mine. On closing of the Transaction, Calibre issued a total of 249.8 million common shares to Marathon shareholders for the remaining 86% equity interest to reach a total 100% interest in Marathon. This resulted in Calibre and former Marathon shareholders owning approximately 65% and 35% of the issued and outstanding Calibre common shares, respectively.

The Company has determined that this acquisition is a business combination for accounting purposes under IFRS 3, *Business Combinations*. A business consists of inputs and processes applied to those inputs that have the ability to create outputs, and management considers this acquisition to qualify as such.

Management applied significant judgment in estimating the fair value of mineral interests and exploration and evaluation assets of Marathon. To estimate the fair value of the mineral interest assets, management used discounted cash flow models and in-situ values.

Key assumptions developed by management used to determine the fair value of the acquired mineral interest and exploration and evaluation assets included future gold prices, at the time, of $1,900 to $1,807 for 2025 to 2027 and $1,725 thereafter. The Company used a real after-tax discount rate of 8.5%. Additional key assumptions included production based on estimates of Mineral Reserves and recoverable Mineral Resources, future operating costs and capital expenditures, and in-situ multiples. The Company's estimates of Mineral Reserves and recoverable Mineral Resources are based on information prepared by qualified persons as defined in accordance with National Instrument 43-101 issued by the Canadian Securities Administrators (management's experts).

The following tables summarize the fair value of the consideration paid and the preliminary fair values of identified assets and liabilities recognized as a result of the Transaction. The final allocation will be determined once all relevant information is obtained, including completed valuation reports and final assessments.

CAD$ Calibre share price	$	1.25
Foreign exchange rate		0.7416
Calibre share price	$	0.93

Value of shares on close of Transaction (USD):	$	231,583
Value of Marathon Shares held by Calibre		38,070
Value of Replacement Options		1,986
Value of Replacement Warrants		2,311
Total Purchase Price Value	$	273,950

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

3. ACQUISITION OF MARATHON GOLD CORPORATION - *continued*

Fair Value of Identified Assets Acquired and Liabilities Assumed		
Assets		
Cash and cash equivalents	$	8,819
Receivables, prepaids, and other current assets		22,698
Mineral interest, plant and equipment		444,950
Restricted cash		181,460
Other long term assets		5,241
Total Assets		663,168
Liabilities		
Accounts payable and accruals		55,128
Provisions		4,025
Debt		305,814
Lease liabilities		22,070
Other liabilities		2,181
Total Liabilities		389,218
Net assets acquired	$	273,950

Business combination costs, including advisory, legal, regulatory and other professional fees, and success fees payable on completion of the Transaction totaled $7,275 which were expensed in the statements of operations and comprehensive income for the nine months ended September 30, 2024 ($3,498 expensed for all corporate development activities during the year ended December 31, 2023).

The acquired business contributed no revenues and a net loss of $2,288 to the Company for the period from January 25 to September 30, 2024. If the acquisition had occurred on January 1, 2024, the consolidated pro-forma net loss for the nine months ended September 30, 2024 would have been $2,349. These amounts have been calculated using the subsidiary's results and adjusting them for the additional depreciation and amortization that would have been charged assuming the fair value adjustments to property, plant, and equipment and intangible assets had applied from January 1, 2024.

4. REVENUE

	Three months ended Sept. 30,				**Nine months ended Sept. 30,**			
		2024		2023		**2024**		2023
Gold	**$**	**111,411**	$	141,263	**$**	**374,922**	$	401,823
Silver		**2,273**		2,621		**7,975**		8,284
	$	**113,684**	$	143,884	**$**	**382,897**	$	410,107

During the nine months ended September 30, 2024, the Company recognized revenue of $25,000 related to the delivery of 11,500 ounces in accordance with a gold prepayment agreement entered into on March 27, 2024 at an average gold price of $2,239 per ounce (Note 14).

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

5. PRODUCTION COSTS

	Three months ended Sept. 30,		Nine months ended Sept. 30,	
	2024	2023	**2024**	2023
Raw materials and consumables	**$ 28,779**	$ 25,546	**$ 76,477**	$ 69,691
Salaries and employee benefits	**11,704**	11,148	**37,698**	36,924
Contracted services	**23,577**	26,098	**77,985**	78,237
Electricity and power	**6,482**	6,447	**19,325**	18,820
Site administration and other	**4,956**	4,015	**12,132**	11,097
Refining and transportation	**383**	385	**1,203**	1,240
Change in inventories	**(5,166)**	(2,784)	**(2,429)**	(5,291)
	$ 70,715	$ 70,855	**$ 222,391**	$ 210,718

6. GENERAL AND ADMINISTRATIVE EXPENSES

	Three months ended Sept. 30,		Nine months ended Sept. 30,	
	2024	2023	**2024**	2023
Salaries, wages and benefits	**$ 2,333**	$ 1,704	**$ 6,637**	$ 4,692
Consulting and professional fees	**740**	361	**1,840**	863
Corporate administration and other	**1,687**	1,156	**4,889**	3,087
	$ 4,760	$ 3,221	**$ 13,366**	$ 8,642

7. OTHER EXPENSES

	Three months ended Sept. 30,		Nine months ended Sept. 30,	
	2024	2023	**2024**	2023
Transaction and due diligence costs	**$ 86**	$ 1,118	**$ 7,292**	$ 1,630
Valentine mine project expenses	**665**	-	**2,440**	-
Other expenses	**1,329**	177	**2,558**	911
	$ 2,080	$ 1,295	**$ 12,290**	$ 2,541

8. FINANCE EXPENSE

	Three months ended Sept. 30,		Nine months ended Sept. 30,	
	2024	2023	**2024**	2023
Accretion of mine restoration provision (Note 15)	**$ 730**	$ 650	**$ 2,243**	$ 1,949
Accretion of employee benefit obligation (Note 15)	**278**	254	**834**	801
Gold prepayment interest expense (Note 14)	**1,127**	-	**2,549**	-
Interest expense and other finance costs	**(215)**	486	**2,272**	542
	$ 1,920	$ 1,390	**$ 7,898**	$ 3,292

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

9. RECEIVABLES, PREPAIDS AND OTHER CURRENT ASSETS

		September 30, 2024		December 31, 2023
Receivables	**$**	**19,825**	$	1,459
Value added tax and other recoverable taxes		**12,198**		1,047
Prepaid expenses and deposits		**9,105**		6,871
Supplier advances		**6,708**		7,354
Employee advances and other		**126**		339
	$	**47,962**	$	17,070

Receivables include $16,914 in gold sales receivables that were outstanding as at September 30, 2024 and received in October 2024. Value added tax ("VAT") receivable in Nicaragua may be used to offset other taxes payable including income and payroll taxes. As at September 30, 2024, $8,961 of Valentine HST receivable is included in the VAT and other recoverable taxes amount above.

As at September 30, 2024, $9,552 of Valentine prepaid expenses and deposits are included in other long-term assets (Note 13).

Included in supplier and employee advances are certain payments to local contractors engaged by the Company to conduct mine development and provide operational support. The advances to different contractors have various terms of repayment from short-term to up to 24-month periods at rates of interest ranging from nominal amounts to 6% per annum. In certain situations, the advances are collateralized by certain equipment owned by the contractor. As at September 30, 2024, $3,169 in supplier advances are included in long-term other assets (December 31, 2023 - $3,472) (Note 13).

10. INVENTORIES

		September 30, 2024		December 31, 2023
Finished goods - gold and silver doré	**$**	**-**	$	46
Ore on leach pads		**43,009**		37,397
Mill in-circuit		**12,149**		14,350
Ore stockpiles		**6,836**		7,288
Materials and supplies		**44,150**		43,568
	$	**106,144**	$	102,649

The amount of depreciation included in inventories as at September 30, 2024 was $11,664 (December 31, 2023 - $11,177). The amount of cost of sales expensed from inventory for gold doré, mill-in-circuit, ore on leach pads and ore stockpiles was $78,029 and $258,142 for the three and nine months ended September 30, 2024 ($97,391 and $269,226 for the three and nine months ended September 30, 2023).

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

11. MINERAL INTERESTS, PLANT AND EQUIPMENT

The following tables provide continuity schedules which outline changes to mineral interests, plant and equipment for the nine months ended September 30, 2024 and year ended December 31, 2023:

Cost	Mineral Interests	Exploration and Evaluation Assets	Valentine Assets Under Construction[1]	Property, Plant and Equipment	Total
Balance as at December 31, 2022	**$ 284,801**	**$ 141,340**	**$ -**	**$ 165,236**	**$ 591,377**
Additions	85,860	29,293	-	45,218	160,371
Write-off of exploration properties	-	(3,271)	-	-	(3,271)
Disposals of property	-	-	-	(73)	(73)
Change in mine restoration provision	-	-	-	8,255	8,255
Reclassifications	19,554	(17,843)	-	(1,710)	1
Balance as at December 31, 2023	**$ 390,215**	**$ 149,519**	**$ -**	**$ 216,926**	**$ 756,660**
Assets related to Marathon acquisition	197,540	-	227,360	20,052	444,952
Additions	59,888	28,991	203,466	67,391	359,736
Write-off of mineral interest	(20)	-	-	-	(20)
Disposals of property	-	-	-	(524)	(524)
Effect of foreign exchange rate	(201)	45	1,656	366	1,866
Change in mine restoration provision	-	-	4,608	-	4,608
Reclassifications	4,219	(4,307)	-	88	-
Balance as at September 30, 2024	**$ 651,641**	**$ 174,248**	**$ 437,090**	**$ 304,299**	**$ 1,567,278**
Accumulated depreciation, amortization and impairment					
Balance as at December 31, 2022	**$ 75,219**	**$ -**	**$ -**	**$ 38,978**	**$ 114,197**
Depreciation and amortization	60,814	-	-	16,448	77,262
Impairment of Pan mine	6,312	-	-	1,899	8,211
Disposals	-	-	-	(72)	(72)
Balance as at December 31, 2023	**$ 142,345**	**$ -**	**$ -**	**$ 57,253**	**$ 199,598**
Depreciation and amortization	41,073	-	-	20,796	61,869
Disposals of property	-	-	-	(128)	(128)
Effect of foreign exchange rate	-	-	-	32	32
Balance as at September 30, 2024	**$ 183,418**	**$ -**	**$ -**	**$ 77,952**	**$ 261,370**
Net carrying amounts					
Balance as at December 31, 2023	$ 247,870	$ 149,519	$ -	$ 159,673	$ 557,062
Balance as at September 30, 2024	**$ 468,223**	**$ 174,248**	**$ 437,090**	**$ 226,347**	**$ 1,305,908**

1 Included in the table above is $22,395 of capitalized interest as it relates to the Sprott Loan (Note 16).

As at September 30, 2024, the Company did not identify any impairment or impairment reversal indicators related to mineral interests, exploration and evaluation assets, and plant and equipment.

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

11. MINERAL INTERESTS, PLANT AND EQUIPMENT – *continued*

The following tables provide a continuity schedule which details exploration and evaluation assets for the nine months ended September 30, 2024 and the year ended December 31, 2023:

	December 31, 2023	Additions	Foreign exchange	Write off of exploration property	Costs reclassified	September 30, 2024
El Limon	$ 14,316	$ 5,768	$ -	$ -	$ (576)	$ 19,508
La Libertad	16,300	6,926	-	-	(2,038)	21,188
Borosi - 100% Calibre	21,415	2,584	-	-	-	23,999
Eastern Borosi Project	32,819	3,660	-	-	-	36,479
Valentine Gold Mine	-	4,894	45	-	-	4,939
Pan Mine	4,825	2,769	-	-	(1,693)	5,901
Gold Rock	36,249	2,214	-	-	-	38,463
Golden Eagle	21,750	(4)	-	-	-	21,746
Illipah and other Nevada	1,845	180	-	-	-	2,025
	$ 149,519	$ 28,991	$ 45	$ -	$ (4,307)	$ 174,248

	December 31, 2022	Additions	Foreign exchange	Write off of exploration property	Costs reclassified	December 31, 2023
El Limon	$ 10,124	$ 5,902	$ -	$ -	$ (1,710)	$ 14,316
La Libertad	17,846	5,418	-	(1,000)	(5,964)	16,300
Borosi - 100% Calibre	18,726	2,689	-	-	-	21,415
Eastern Borosi Project	26,108	7,068	-	-	(357)	32,819
Other Nicaragua	461	-	-	(461)	-	-
Pan Mine	10,800	5,647	-	(1,810)	(9,812)	4,825
Gold Rock	34,116	2,133	-	-	-	36,249
Golden Eagle	21,598	152	-	-	-	21,750
Illipah and other Nevada	1,561	284	-	-	-	1,845
	$ 141,340	$ 29,293	$ -	$ (3,271)	$ (17,843)	$ 149,519

12. RESTRICTED CASH

As at September 30, 2024, the Company's total restricted cash balance was $105,395 (December 31, 2023 - $4,234). Current restricted cash of $100,497 relates to the Debt Proceeds Account ("DPA") under the Sprott Loan (Note 16). The remaining non-current restricted cash amount of $4,898 is comprised of $4,449 deposited under the Lafise debt agreements (Note 16) and $449 which secures certain surety bonds in relation to reclamation costs associated with Valentine.

13. OTHER ASSETS

	September 30, 2024	December 31, 2023
Long-term portion of supplier advances (Note 9)	**$ 3,169**	$ 3,472
Long-term portion of Valentine prepaid expenses and deposits (Note 9)	**9,552**	-
Long-term portion of value added and other recoverable taxes (Note 9)	**4,712**	3,142
Advance royalties	**3,822**	3,443
	$ 21,255	$ 10,057

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

14. DEFERRED REVENUE

On March 27, 2024, the Company entered into a $60,000 gold prepayment agreement with a customer ("Prepay I"). The Company received the first installment of $40,000 on March 28, 2024. The second installment of $20,000 was received on April 15, 2024. To repay Prepay I, Calibre has the obligation to deliver 27,600 ounces or approximately 2,300 ounces per month from May 2024 to April 2025. The cost of this prepayment agreement is equal to 1- Month SOFR plus 4.50% per annum. The $60,000 was determined using a gold forward curve price averaging $2,239 per ounce. Obligations under this agreement are guaranteed by certain US subsidiaries of the Company. A total of 6,900 ounces were physically delivered during the three months ended September 30, 2024 and a total of 16,100 ounces remained to be delivered. An interest cost, representing the financing component of the prepayment, was recognized as part of finance costs.

The following table summarizes the change in deferred revenue:

	September 30, 2024	December 31, 2023
Balance beginning of year	**$ -**	$ -
Proceeds from gold prepayment	**60,000**	-
Gold delivered & revenue recognized	**(25,000)**	-
Upfront finance costs	**(511)**	-
Interest costs accrued (Note 8)	**2,549**	-
Interest costs paid (Note 8)	**(2,549)**	-
Balance end of period	**$ 34,489**	$ -
Less: current portion	**(34,489)**	-
Long-term portion end of period	**$ -**	$ -

15. PROVISIONS

Employee Benefits Obligation

	September 30, 2024	December 31, 2023
Balance beginning of year	**$ 16,601**	$ 14,205
Service cost	**1,452**	1,994
Accretion expense	**834**	937
Total amount recognized in profit and loss	**2,286**	2,931
Remeasurements		
Change in financial estimates	**-**	696
Change in mine life	**-**	(10)
Total amount recognized in OCI	**-**	686
Payments	**(1,246)**	(1,221)
Balance end of period	**$ 17,641**	$ 16,601
Less: current portion	**(948)**	(1,058)
Long-term portion end of period	**$ 16,693**	$ 15,543

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

15. PROVISIONS - *continued*

Employee Benefits Obligation - *continued*

The employee benefits obligation relates to severance accruals for employees at the Company's operations in Nicaragua. The severance is computed based on years of service at the average salary of the last six months of employment. Employees that work less than ten years have a maximum benefit of five months' salary. In some cases, those with more than ten consecutive years of service are entitled to receive an additional severance benefit of ten to twenty months' salary when leaving the Company. The calculation is in line with labor regulations in Nicaragua. The assumptions used to calculate the employee benefits obligation at the end of each year are as follows:

	2024	2023
Discount rate	**7.2%**	7.2%
Salary growth rate	**3.0%**	3.0%

Mine Restoration Provision

		September 30, 2024		December 31, 2023
Balance beginning of year	**$**	**74,219**	$	65,594
Reclamation related to Marathon acquisition (Note 3)		**4,025**		-
Change in estimate		**4,647**		8,255
Accretion expense		**2,243**		2,599
Payments		**(783)**		(2,229)
Balance end of period	**$**	**84,350**	$	74,219
Less: current portion		**(3,521)**		(3,521)
Long-term portion end of period	**$**	**80,829**	$	70,698

The Company's activities are subject to various laws and regulations regarding environmental restoration and closure for which the Company estimates future costs and recognizes a provision. These activities, which tend to be site specific, generally include costs for earthworks, including detoxification and recontouring, revegetation, water treatment, demolition, decommissioning the mill complex and related infrastructure, physical and chemical stability of the tailings area, post-closure site security and monitoring costs. The Company considers such factors as changes in laws and regulations, requirements under existing permits, changes in estimated mineral inventory corresponding to a change in the mine life, changes in discount rates, changes in estimated future costs of such activities, and the acquisition or construction of a new mine in determining the estimated costs. Such analysis is performed on a regular basis and the provision, made on a discounted basis, as at September 30, 2024 was $84,350 ($74,219 as at December 31, 2023). The Company's provision for environmental obligations at its operations is based on designated project plans that are periodically reviewed.

The undiscounted cash flows, before inflation adjustments, estimated to settle the mine restoration provisions were approximately $98,847 as at September 30, 2024 ($85,274 as at December 31, 2023).

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

16. DEBT

	Lafise Bank Loans (La Libertad)	Lafise Bank Loans (El Limon)	Sprott Loan (Valentine)	Total
Balance, January 1, 2023	$ 12,245	$ -	$ -	$ 12,245
Debt proceeds	5,924	8,664	-	14,588
Interest accretion	1,464	202	-	1,666
Interest paid	(1,460)	(197)	-	(1,657)
Principal repayments	(5,908)	(828)	-	(6,736)
Balance, December 31, 2023	$ 12,265	$ 7,841	$ -	$ 20,106
Debt related to Marathon acquisition (Note 3):				
Value before PPA adjustments noted below:	-	-	251,679	251,679
Fair value adjustment of debt [1]	-	-	32,804	32,804
Fair value of prepayment option	-	-	2,470	2,470
Fair value of additional payment	-	-	18,861	18,861
Revaluation of prepayment option	-	-	(166)	(166)
Debt proceeds	3,700	-	-	3,700
Interest accretion, net	813	359	14,496	15,668
Interest paid	(821)	(356)	(5,598)	(6,776)
Principal repayments	(7,012)	(2,118)	-	(9,130)
CTA	-	-	37	37
Balance, September 30, 2024	8,944	5,726	314,583	329,253
Less: current portion	(8,944)	(3,022)	-	(11,966)
Long-term portion end of period	0	2,704	314,583	317,287

1 Represents the change in fair value resulting from the fair valuation of the Sprott Loan at the completion of the Transaction.

Lafise bank loans

a) In September 2022, the Company entered into a 3-year term loan with Lafise Bank in Nicaragua of up to $19,000, for equipment purchases at the Eastern Borosi Project secured by the equipment. The interest rate for the loan is set on a scale ranging from 7.0% to a maximum of 10% per annum, with the interest rate for 2024 set at 10.0%. In addition, the Company was charged a 0.5% disbursement fee on each draw. The Company began equal monthly repayments of the loan on October 28, 2022. These repayments are set to end on September 25, 2025. As part of the financing agreement, the Company is required to maintain a $2,500 deposit as collateral, which is included in long-term restricted cash. These funds are earning interest at a rate of 2.85%. As at September 30, 2024, the Company had drawn this loan in full and $7,273 was outstanding under this loan.

b) In February 2024, the Company entered into a revolving facility agreement with Lafise Bank in Nicaragua of up to $2,500 over a 2-year period, for equipment purchases at the Eastern Borosi Project. The interest rate for the facility is set on a scale ranging from 7.75% to 10.5% per annum, with the interest rate currently set at 7.75%. In addition, the Company was charged a 0.5% disbursement fee on each draw. The Company began equal monthly repayments of the loan on March 12, 2024. The repayments related to the initial draw of $1,700 were completed on August 12, 2024. Subsequently, the Company has drawn an additional $2,000 of the facility with $1,671 outstanding at September 30, 2024.

16. DEBT - *continued*

Lafise bank loans - *continued*

c) In July 2023, the Company completed an additional 3-year term loan with Lafise Bank in Nicaragua of up to $8,668 for equipment purchases at the Limon mine secured by the equipment. The interest rate for the loan is set on a scale ranging from 7.75% to a maximum of 10.5% per annum, with the interest rate for 2024 set at 7.77%. In addition, the Company was charged a 0.5% disbursement fee on each draw. The Company began equal monthly repayments of the loan on August 28, 2023. These repayments are set to end on July 31, 2026. As part of the financing agreement, the Company is required to maintain a $1,734 deposit as a collateral, which is included in long-term restricted cash. These funds are earning interest at a rate of 3.50%. As at September 30, 2024, the Company had drawn this loan in full and $5,726 was outstanding under the loan.

Sprott Loan

d) Marathon entered into a second amended and restated credit agreement (as amended, the “Credit Agreement”) for a senior secured credit facility of $225,000 (the “Sprott Loan”) with, among others, Sprott Private Resource Lending II (Collector-2), LP (“Sprott”), as lender, for the financing of construction, development and working capital requirements of Valentine. The Sprott Loan matures on December 31, 2027, with a 6-month extension option available at Marathon’s discretion, subject to satisfaction of certain conditions. Fifty percent (50%) of the Sprott Loan is to be repaid in nine unequal quarterly principal repayments commencing on September 30, 2025, with the remaining 50% due on the maturity date. Marathon may voluntarily prepay any portion of the loan after the earlier of (i) the date which is nine months after commercial production, and (ii) December 31, 2025, in each case, without penalty or premium, subject to payment of certain additional payments described below.

Outstanding amounts under the Credit Agreement bear interest at 7.0% plus the greater of (i) 3-month SOFR plus 0.26161%, and (ii) 2.50% per annum. 75% of the interest accruing up to and including June 30, 2025 is capitalized quarterly and added to the outstanding principal amount, with the balance of accrued interest payable quarterly, in cash, in arrears. An additional payment of $350 is payable monthly, beginning on July 31, 2025, up to a total of $27,200 (which replaces, but does not increase the previous per ounce payment), subject to adjustment in certain scenarios, as set out in the Credit Agreement. In addition, in the event of the repayment in full of the Sprott Loan prior to June 30, 2026, Marathon will pay an additional amount equal to the interest that would have accrued on the amount so repaid for the six months following the date of such repayment.

The Sprott Loan was measured at a total fair value of $305,814 at the date of the Marathon acquisition with the following additional fair value liabilities added to the carrying value of the Sprott Loan at that time: (i) $2,470 associated with the prepayment option, (ii) $18,861 associated with the additional payment liability, and (iii) $32,804 associated with the difference between the Company’s estimated fair value of the Sprott Loan and the carrying value of such loan by Marathon at cost. At September 30, 2024, the prepayment option fair value decreased to $2,304. As a result of the fair value adjustments, the effective interest rate on the Sprott Loan is lower than the stated rate in the Credit Agreement.

The Sprott Loan was funded into a DPA in two tranches of $125,000 on March 31, 2022 and $100,000 on January 24, 2023. Releases from the DPA are available on satisfaction of certain customary conditions. Interest earned on amounts remaining in the DPA are transferred to Marathon on a quarterly basis. As at September 30, 2024, $100,000 remained in the DPA. In October 2024, an additional $25,000 was released from the DPA.

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

16. DEBT - *continued*

Sprott Loan - *continued*

Unless one or more waivers are obtained from Sprott, pursuant to the Credit Agreement, Marathon must comply with certain covenants including the following: (i) maintain a reserve tail ratio of no less than 35%; (ii) ensure that the balance of its unrestricted cash and unrestricted authorized investments is no less than $15,000; and (iii) maintain a working capital ratio of no less than 1.00:1.00 until September 30, 2025 and 1.20:1.00 therafter, in each case, reported at the end of each quarter. At September 30, 2024, Marathon was in compliance with these covenants.

The obligations under the Credit Agreement have been guaranteed by the Company (the “guarantor”). Pursuant to such guarantee, unless one or more waivers are obtained from Sprott, the guarantor must comply with certain covenants including the following: (i) the guarantor must maintain at all times a debt to equity ratio less than 0.65:1.00; (ii) the guarantor must ensure at all times that the balance of unrestricted cash is not less than $5,000; and (iii) the guarantor must maintain at all times a working capital ratio of no less than 1:10:1.00, in each case, reported at the end of each quarter. As at September 30, 2024, the guarantor was in compliance with the covenants under such guarantee.

17. LEASE OBLIGATION

	September 30, 2024	December 31, 2023
Balance beginning of year	**$ 627**	$ 835
Lease liability related to Marathon acquisition (Note 3)	**22,070**	-
Additions	**38,364**	-
Interest accretion	**1,434**	42
Repayments	**(3,990)**	(277)
Revaluation	**(75)**	27
Balance end of period	**$ 58,430**	$ 627
Less: current portion	**(5,772)**	(287)
Long-term portion end of period	**$ 52,658**	$ 340

Prior to the Transaction, Marathon entered into a series of mobile equipment contracts under a $90,000 Master Lease Agreement with Caterpillar Financial Services Limited. The leases are for four to six year terms, with quarterly lease payments beginning upon commissioning of the units. Marathon also entered into five year leases with Epiroc Canada Inc. for surface drill rigs under a Master Lease Agreement and into various land, office, warehouse, and office equipment leases. The lease liability was measured at a fair value of $22,070 at the date of the Marathon acquisition.

18. SHARE CAPITAL

Authorized and Issued Share Capital

At September 30, 2024 and December 31, 2023, the Company had approximately 838.2 million and 463.9 million common shares issued and outstanding, respectively. The authorized share capital consists of unlimited common shares without par value.

18. SHARE CAPITAL – *continued*

Recent Issuances of Share Capital

	Nine months ended September 30,	
(number of common shares - in million)	**2024**	2023
Outstanding, beginning of year	**463,878**	450,367
Issuance of shares for purchase of Marathon (Note 3)	**249,813**	-
Issuance of shares for payment of acquisition costs (Note 3)	**3,698**	-
Issuance of shares for share-based compensation	**6,532**	5,778
Issuance of shares on exercise of warrants	**45,740**	2,265
Issuance of shares on equity financing	**68,540**	-
Outstanding, end of period	**838,201**	458,410

Warrants

A summary of the Company's warrant activities for the nine months ended September 30, 2024 and the year ended December 31, 2023 is presented below:

	Nine months ended September 30, 2024		Year ended December 31, 2023	
	Shares issuable on exercise of warrants (in thousands)	Weighted average exercise price (CAD$)	Shares issuable on exercise of warrants (in thousands)	Weighted average exercise price (CAD$)
Balance as at beginning of period	-	$ -	9,091	$ 0.95
Marathon replacement warrants (Note 3)[1]	54,495	2.19	-	-
Exercised	(45,740)	2.19	(8,991)	0.95
Expired	(2,592)	-	(100)	0.95
Balance as at end of period	6,164	$ 2.19	-	$ -

1 Prior to September 30, 2024, warrants previously issued by Marathon were exercised for the purchase of 45.7 million common shares of the Company at an equivalent exercise price of C$2.19 per common share. Warrants exercisable for 6.2 million common shares of the Company at an exercise price of C$2.19 until January 24, 2028 remained outstanding at September 30, 2024.

Long-term Incentive Plan

Effective October 8, 2020, the Company adopted the Incentive Plan (the "Incentive Plan"). The purpose of the Incentive Plan is to attract, retain and incentivize leadership as directors, officers, employees and consultants of the Company and to promote a greater alignment of interests between such persons and shareholders of the Company. The Incentive Plan is administered by the Board of Directors including determining the times when awards are granted, to whom, the number of awards granted, the length of the exercise period and the vesting provisions, subject to the terms of the Incentive Plan, applicable securities laws and regulatory requirements.

As at September 30, 2024, the aggregate number of shares reserved for issue upon the exercise or redemption and settlement for all awards granted under the Incentive Plan (options, deferred share units ("DSUs"), performance share units ("PSUs") and restricted share units ("RSUs") collectively, the "Share Unit Awards") is fixed at 75 million. The Share Unit Awards can be settled through a delivery of cash, common shares, or any combination thereof, at the sole discretion of the Board of Directors. To date, the Company has not granted any DSUs under the Incentive Plan.

18. SHARE CAPITAL – *continued*

Long-term Incentive Plan - *continued*

The Company amortizes the fair value of options, RSUs, and PSUs granted over a graded vesting schedule. Consequently, the total compensation expense recognized for Share Unit Awards during the nine months ended September 30, 2024 was $11,539 (nine months ended September 30, 2023 - $3,529). For the nine months ended September 30, 2024, the total compensation charged to the statement of operations was $11,491 (nine months ended September 30, 2023 - $3,426) and $49 (nine months ended September 30, 2023 - $102) was capitalized to mineral interests.

Stock Options

A summary of the Company's stock option activities for the nine months ended September 30, 2024 and the year ended December 31, 2023 is presented below:

	Nine months ended September 30, 2024			**Year ended December 31, 2023**		
	Shares issuable on exercise of options (in thousands)		Weighted average exercise price (CAD$)	Shares issuable on exercise of options (in thousands)		Weighted average exercise price (CAD$)
Balance as at beginning of period	30,845	$	0.85	31,033	$	0.81
Marathon replacement options (Note 3)	9,861		2.83	-		-
Granted	1,595		1.51	5,209		1.01
Exercised	(4,189)		0.99	(3,617)		0.57
Cancelled	(79)		0.91	(437)		1.03
Expired	(221)		1.31	(1,343)		1.16
Balance as at end of period	37,812	$	1.38	30,845	$	0.85

During the nine months ended September 30, 2024, the Company granted 11.5 million stock options, of which 9.9 million options were granted pursuant to the acquisition of Marathon (Note 3). The options granted pursuant to the Marathon acquisition are fully vested and are subject to expiry at varying dates. The remaining 1.6 million options granted expire in 2032, with all the options vesting one-third per year beginning one year from the date of grant.

As at September 30, 2024, the following stock options were outstanding and exercisable:

Options Outstanding			Options Exercisable
Number of Options (in thousands)	Exercise price (CAD$)	Weighted average remaining contractual life in years	Number of Options (in thousands)
24,907	$0.18 - $1.24	4.06	19,256
3,769	$1.29 - $1.62	5.11	1,952
6,353	$1.66 - $3.79	1.39	6,875
2,784	$4.52 - $5.91	0.76	2,395
37,812	$1.38	3.81	30,478

18. SHARE CAPITAL – *continued*

Stock-Based Compensation

The weighted average fair value of a stock option granted during the nine months ended September 30, 2024 was $0.27 per option (nine months ended September 30, 2023 - $0.45 per option). The fair value of options granted during the nine months ended September 30, 2024 and 2023 was estimated on the date of grant using the Black-Scholes option pricing model with the following weighted average assumptions:

	Nine months ended September 30, 2024	
	2024	2023
Weighted average risk-free interest rate	**3.77%**	3.57%
Weighted average expected option life	**5 years**	5 years
Weighted average expected stock volatility	**65%**	68%
Weighted average expected dividend yield	**Nil**	Nil

Restricted Stock Units ("RSU")

A summary of the Company's RSU activities for the nine months ended September 30, 2024 and the year ended December 31, 2023 is presented below:

	Nine months ended September 30, 2024	**Year ended December 31, 2023**
	Number of units (in thousands)	Number of units (in thousands)
Balance as at beginning of period	4,376	3,473
Granted	7,386	2,508
Exercised (equity-settled)	(1,445)	(903)
Exercised (cash-settled)	(464)	(452)
Cancelled	(682)	(250)
Balance as at end of period	9,171	4,376

The Company granted a total of 7.4 million RSUs during the nine months ended September 30, 2024 and 2.5 million RSUs during the year ended December 31, 2023. The RSUs granted vest one-third per year, on the anniversary dates starting one-year from the date of grant. The RSUs will be settled within 10 business days of vesting, however, as permitted under the Incentive Plan, individuals may elect to defer the receipt of any vested RSUs until a later date prior to their expiry which is no later than three years after the grant date. A summary of the vesting schedule of the RSUs currently outstanding is outlined in the table below:

	Number of RSUs vesting during the period (in thousands)
Vested and Exercisable as at September 30, 2024	505
Vesting in 2024	149
Vesting in 2025	3,416
Vesting in 2026	2,907
Vesting in 2027	2,194
	9,171

18. SHARE CAPITAL – *continued*

Performance Share Units ("PSU")

A summary of the Company's PSU activities for the nine months ended September 30, 2024 and the year ended December 31, 2023 is presented below:

	Nine months ended September 30, 2024	Year ended December 31, 2023
	Number of units (in thousands)	Number of units (in thousands)
Balance as at beginning of period	1,100	1,100
Granted	1,000	-
Exercised (equity-settled)	(25)	-
Balance as at end of period	2,075	1,100

19. SUPPLEMENTAL CASH FLOW INFORMATION

The following table includes supplemental information to the statement of cash flows for the three and nine months ended September 30, 2024 and 2023:

	Three months ended Sept. 30,		Nine months ended Sept. 30,	
	2024	2023	**2024**	2023
Change in non-cash working capital				
Change in receivables, prepaids, and deposits	**$ (21,128)**	$ (7,622)	**$ (16,671)**	$ (7,081)
Change in inventories	**(5,345)**	(168)	**(3,008)**	(2,947)
Change in accounts payable, accrued liabilities and income tax	**5,178**	12,933	**(16,889)**	11,564
Change in provisions and other liabilities	**(708)**	(743)	**206**	635
	$ (22,003)	$ 4,400	**$ (36,362)**	$ 2,171
Non-cash investing and financing activities				
Value of shares issued for acquisition of Marathon (Note 3)	$ -	$ -	**$ 231,583**	$ -
Value of options and warrants issued for acquisition of Marathon (Note 3)	-	-	**4,297**	-
Value of shares issued as part of Marathon acquisition costs	**-**	-	**3,427**	-
Share-based compensation included in exploration and evaluation assets	**13**	31	**49**	102
Mineral interest costs included in accounts payable	**67,260**	6,723	**67,260**	6,723

20. RELATED PARTY TRANSACTIONS

All related party transactions were incurred in the normal course of operations and are recorded at the amount agreed upon by the related parties.

Compensation of Key Management and Board of Directors

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The Company has identified its members of the Board of Directors and certain senior officers as its key management personnel, including the Chief Executive Officer and the Chief Financial Officer. The remuneration of directors and key management is determined by the compensation committee of the Board of Directors.

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

20. RELATED PARTY TRANSACTIONS - *continued*

Compensation of Key Management and Board of Directors - *continued*

The directors' fees, consulting fees and other compensation of directors and key management personnel were as follows for the three and nine months ended September 30, 2024 and 2023:

	Three months ended Sept. 30,		Nine months ended Sept. 30,	
	2024	2023	**2024**	2023
Short-term salaries and benefits	**$ 843**	$ 458	**$ 1,976**	$ 1,269
Directors' fees	**285**	168	**775**	502
Share-based compensation	**206**	294	**796**	810

Management contracts

As at September 30, 2024, minimum commitments due within one year under the terms of contracts with key management personnel totalled $3,016. Such contracts have minimum commitments upon termination thereof of approximately $2,334 and payments totalling $7,681 that would be required to be made in certain circumstances upon the occurrence of a "change of control" of the Company.

21. SEGMENTED INFORMATION

Operating segments are those operations whose operating results are reviewed by the chief operating decision makers ("CODM") to make decisions about resources to be allocated to the segments and assess their performance, provided those operations pass certain quantitative thresholds. The CODMs for the Company are the Chief Executive Officer and the Chief Financial Officer. In order to determine if operating segments shall be aggregated, management reviews various factors, including economic characteristics, nature of their products, production process, regulatory environment, geographical location and managerial structure. After aggregation criteria have been considered, operations whose revenues, earnings or assets exceed 10% of the total consolidated revenues, earnings or assets are considered to be reportable segments.

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

21. SEGMENTED INFORMATION – *continued*

The Company has three separate operating segments: Nicaragua, United States, and Valentine (acquired pursuant to the Marathon acquisition in January 2024 (Note 3)). Corporate includes costs related to head office and group services which do not form part of a segment. The following table provide information on the operations of the Company for the three and nine months ended September 30, 2024 and 2023:

	Three months ended September 30, 2024					Three months ended September 30, 2023			
	Nicaragua	**United States**	**Valentine**	**Corporate**	**Total**	**Nicaragua**	**United States**	**Corporate**	**Total**
Revenue	$ 91,988	$ 21,696	$ -	$ -	$ 113,684	$ 125,168	$ 18,716	$ -	$ 143,884
Cost of Sales						$ -	$ -		
Production costs	(57,466)	(12,866)	-	-	(70,332)	(57,101)	(13,370)	-	(70,471)
Royalties and production taxes	(3,286)	(1,084)	-	-	(4,370)	(4,648)	(890)	-	(5,538)
Refinery and transportation	(332)	(51)	-	-	(383)	(358)	(27)	-	(385)
Depreciation and amortization	(19,696)	(2,656)	-	-	(22,352)	(22,239)	(2,495)	-	(24,734)
Total cost of sales	(80,780)	(16,657)	-	-	(97,437)	(84,346)	(16,782)	-	(101,128)
Earnings from operations	11,208	5,039	-	-	16,247	40,822	1,934	-	42,756
Expenses									
General and administrative	-	-	-	(4,760)	(4,760)	-	-	(3,221)	(3,221)
Share-based compensation	-	-	-	(5,289)	(5,289)	-	-	(1,651)	(1,651)
Foreign exchange gain (loss)	27	-	3,849	(14)	3,862	180	-	17	197
Other expense	(2,079)	-	(666)	665	(2,080)	-	-	(1,295)	(1,295)
Operating profit	$ 9,156	$ 5,039	$ 3,184	$ (9,398)	$ 7,981	$ 41,002	$ 1,934	$ (6,150)	$ 36,786
Additions to:									
Mineral interest	$ 14,477	$ 2,835	$ 1,723	$ -	$ 19,035	$ 19,712	$ 3,883	$ -	$ 23,595
Assets under construction	-	-	79,826	-	79,826	-	-	-	-
Plant and equipment	8,346	1,902	37,813	27	48,088	9,090	305	-	9,395
Exploration and evaluation	6,920	2,031	3,436	-	12,387	5,428	2,277	-	7,705
Total capital additions	$ 29,743	$ 6,768	$ 122,798	$ 27	$ 159,336	$ 34,230	$ 6,465	$ -	$ 40,695

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

21. SEGMENTED INFORMATION – *continued*

	Nine months ended September 30, 2024					Nine months ended September 30, 2023			
	Nicaragua	United States	Valentine	Corporate	Total	Nicaragua	United States	Corporate	Total
Revenue	$ 325,916	$ 56,981	$ -	$ -	$ 382,897	$ 350,503	$ 59,604	$ -	$ 410,107
Cost of Sales									
Production costs	(186,580)	(34,608)	-	-	(221,188)	(168,584)	(40,894)	-	(209,478)
Royalties and production taxes	(12,106)	(2,650)	-	-	(14,756)	(12,609)	(2,681)	-	(15,290)
Refinery and transportation	(1,072)	(131)	-	-	(1,203)	(1,133)	(107)	-	(1,240)
Depreciation and amortization	(50,839)	(6,767)	-	-	(57,606)	(47,889)	(7,659)	-	(55,548)
Total cost of sales	(250,596)	(44,156)	-	-	(294,753)	(230,215)	(51,341)	-	(281,556)
Earnings from operations	75,320	12,825	-	-	88,144	120,288	8,263	-	128,551
Expenses									
General and administrative	-	-	-	(13,366)	(13,366)	-	-	(8,642)	(8,642)
Share-based compensation	-	-	-	(11,482)	(11,482)	-	-	(3,397)	(3,397)
Foreign exchange gain (loss)	117	-	(475)	44	(314)	226	-	(120)	106
Other expense	(2,079)	-	(2,440)	(7,771)	(12,290)	-	-	(2,541)	(2,541)
Operating profit	$ 73,358	$ 12,825	$ (2,915)	$ (32,575)	$ 50,692	$ 120,514	$ 8,263	$ (14,700)	$ 114,076
Additions to:									
Mineral interest	$ 48,788	$ 9,125	$ 1,975	$ -	$ 59,888	$ 51,613	$ 6,736	$ -	$ 58,349
Assets under construction	-	-	203,466	-	203,466	-	-	-	-
Plant and equipment	17,002	7,793	42,569	27	67,391	30,500	900	-	31,400
Exploration and evaluation	18,938	5,159	4,894	-	28,991	15,798	5,650	-	21,448
Total capital additions	$ 84,728	$ 22,077	$ 252,904	$ 27	$ 359,736	$ 97,911	$ 13,286	$ -	$ 111,197

The following geographic data includes assets based on their location as at September 30, 2024 and December 31, 2023:

	September 30, 2024				
	Nicaragua	United States	Valentine	Corporate	Total
Cash and cash equivalents	$ 3,720	$ 2,450	$ 35,087	$ 74,543	$ 115,800
Other current assets	73,853	49,255	111,174	20,321	254,603
Mining interest, property and equipment	476,666	127,796	700,845	601	1,305,908
Other long-term assets	12,330	3,822	10,001	-	26,153
Total assets	$ 566,569	$ 183,323	$ 857,107	$ 95,465	$ 1,702,464

	December 31, 2023				
	Nicaragua	United States	Valentine	Corporate	Total
Cash and cash equivalents	$ 21,623	$ 10,848	$ -	$ 53,689	$ 86,160
Other current assets	77,033	41,375	-	1,311	119,719
Mining interest, property and equipment	441,958	114,503	-	601	557,062
Other long-term assets	10,848	3,443	-	42,341	56,632
Total assets	$ 551,462	$ 170,169	$ -	$ 97,942	$ 819,573

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

22. COMMITMENTS AND CONTINGENCIES

Commitments

The Company is committed to certain obligations under normal course of operations including capital expenditure commitments and contractual commitments. The following table provides a summary of the upcoming commitments by year as at September 30, 2024:

	2024	2025	2026	Total
Accounts payable and accrued liabilities	$ 113,057	$ -	$ -	$ 113,057
La Libertad equipment loan facilities:				
Principal	$ 2,746	$ 6,194	$ -	$ 8,940
Interest (estimated)	$ 195	$ 242	$ -	$ 437
El Limon equipment loan facility:				
Principal	$ 733	$ 3,079	$ 1,911	$ 5,724
Interest (estimated)	$ 108	$ 284	$ 51	$ 442
Sprott Loan:				
Principal	$ -	$ 31,478	$ 70,110	$ 101,588
Interest (estimated)	$ 2,032	$ 20,025	$ 25,738	$ 47,795
Production payment (estimated)	$ -	$ 1,856	$ 3,417	$ 5,273
Lease liabilities:				
Principal	$ 1,544	$ 10,670	$ 11,113	$ 23,327
Interest (estimated)	$ 522	$ 4,829	$ 3,839	$ 9,190
Gold Prepay I:				
Interest (estimated)	$ 729	$ 406	$ -	$ 1,135
Capital expenditure commitments	$ 169,890	$ 24,855	$ -	$ 194,745
Total	**$ 291,555**	**$ 103,919**	**$ 116,179**	**$ 511,653**

The majority of the capital expenditure and contractual commitments noted above relate to Valentine. In addition to the contractual arrangements set out above, the table does not include the Company's obligations to repay Prepay I, its outstanding gold prepayment arrangement, which is physically settled in 2024 and 2025 and its obligations to pay certain royalties that are production and/or gold price dependent.

Contingencies

Various tax and legal matters are outstanding from time to time. Judgements and assumptions regarding these matters are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations. If management's estimate of the future resolution of these matters changes, the Company will recognize the effects of these changes in the consolidated financial statements on the date such changes occur.

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

23. FINANCIAL INSTRUMENTS AND RISK FACTORS

The Company's operations include the acquisition, operation, and exploration of mineral properties. The Company's activities expose it to risks, including financial and operational risks of varying degrees of significance to achieve its strategic objectives for growth and shareholder returns. These principal risks related to financial instruments to which the Company is exposed are credit risk, liquidity risk, interest rate risk, and currency risk.

The Company's financial assets and liabilities consist of cash and cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities, deferred revenue, lease liabilities, and long-term debt.

Fair values

The Company's financial assets and liabilities are classified based on the lowest level of input significant to the fair value measurement based on the fair value hierarchy:

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

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

Level 3 – inputs for the asset or liability that are not based on observable market data.

	Level 1	Level 2	Level 3	Total
Financial Assets				
Cash and cash equivalents	$ 115,800			**$ 115,800**
Restricted cash	$ 105,395			**$ 105,395**
Receivables, prepaids and other current assets	$ 69,217			**$ 69,217**
Financial Liabilities				
Accounts payable and accruals	$ 113,057			**$ 113,057**
Deferred revenue	$ 34,489			**$ 34,489**
Lease liability	$ 58,430			**$ 58,430**
Long-term debt		$ 326,949	$ 2,304	**$ 329,253**

<u>Cash, cash equivalents, restricted cash and others</u>
The carrying values of cash and cash equivalents, restricted cash, accounts receivable, deferred revenue, lease liabilities, accounts payable and accrued liabilities approximate fair value due to the short-term maturity of these financial instruments and are included in Level 1.

<u>Long-term debt</u>
The fair value of the Company's long-term debt approximates its carrying value as it has a floating interest rate and the Company's credit spread has remained approximately consistent since the acquisition of Marathon (Note 3). It is therefore classified within Level 2 of the fair value hierarchy.

23. FINANCIAL INSTRUMENTS AND RISK FACTORS – *continued*

Fair values - *continued*

Embedded derivative – Prepayment option on Sprott Loan
The fair value of the prepayment option embedded derivative relating to the Sprott Loan has been determined using an interest rate receiver swaption approach based on the Hull-White single factor interest rate method. A 50 basis point change in the credit adjusted risk-free rate would have an immaterial impact on the fair value of the prepayment option embedded derivative as at September 30, 2024. The embedded derivative relating to the Sprott Loan is Level 3.

Credit risk

Credit risk is the risk of financial loss to the Company if a third party to a financial instrument fails to meet its contractual obligations. As at September 30, 2024, the Company's maximum exposure to credit risk was the book value of cash and cash equivalents, restricted cash, accounts receivable and current and long-term loan receivable. Management believes that the credit risk with respect to these financial instruments is limited.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and through its budgeting and forecasting process. Budgets are prepared annually, and forecasts are prepared and reviewed on a regular basis, to help determine the funding requirements to support the Company's current operations and expansion and development plans.

As at September 30, 2024, the Company had cash and cash equivalents of $115,800 (December 31, 2023 - $86,160) and current liabilities of $180,019 (December 31, 2023 - $93,284). Cash provided by operating activities, including proceeds from Prepay I, totaled $88,808 for the nine months ended September 30, 2024 (nine months ended September 30, 2023 - $140,776). In addition, the Company's working capital increased from $112,595 at December 31, 2023 to $190,384 at September 30, 2024, primarily as a result of the acquisition of Marathon (Note 3).

The Company's objectives when managing its capital is to ensure it will be able to continue as a going concern and, therefore, it has secured various forms of financing to continue the successful completion of Valentine. These capital inflows supplement the Company's operating cash flow and include the gold prepayment agreement in respect of Prepay I (Note 14), the bought deal financing, the proceeds from warrants exercises, and additional releases from restricted cash under the Sprott Loan.

As at September 30, 2024, the Company's significant commitments are disclosed in Note 22.

Interest rate risk

Interest rate risk is the risk that the fair values and future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The Company has interest bearing cash and restricted cash balances, which are subject to fluctuations in the interest rate. An increase or decrease in the interest earned from financial institutions on deposits held would result in a nominal increase or decrease in the Company's income (loss) before income taxes in the consolidated statement of operations. The Company has additional exposure to interest rate risk on its outstanding borrowings. The Sprott Loan bears interest of 7.0% plus the greater of (i) 3-month SOFR, and (ii) 2.50% per annum, payable quarterly, as such future cash flows may be impacted by material changes in SOFR.

23. FINANCIAL INSTRUMENTS AND RISK FACTORS – *continued*

Currency risk

Currency risk is the risk that the fair values or future cash flows of the Company's financial instruments, in functional currency terms, will fluctuate because of changes in foreign exchange rates. Except for Marathon, which has a Canadian dollar functional currency, the functional currency of the Company and its subsidiaries is the U.S. dollar. The Company and its subsidiaries are exposed to currency risk on transactions, investments and balances denominated in currencies other than the U.S. dollar, principally on the Nicaraguan Cordoba and Canadian dollar expenses and Canadian dollar investments. The Company generates revenue in U.S. dollars, thereby mitigating currency risk for its Nicaraguan operations where expenditures are mainly in U.S. dollars. A significant portion of the Company's corporate administrative costs and the Valentine project costs are denominated in Canadian dollars, accordingly, the Company is exposed to currency risk on transactions and balances denominated in U.S. dollars. The Company continuously monitors currency risk and evaluates its exposure to ensure that its risk management strategies remain effective. However, fluctuations in the U.S. dollar against the Canadian dollar are not expected to have a material impact on the Company's cash flows given the relative stability of both currencies. Sensitivity to a plus or minus 5% change in all foreign currencies (Canadian dollar and Nicaraguan Cordoba) against the U.S. dollar with all other variables held constant at September 30, 2024, would affect the statements of operations and comprehensive income by approximately $5,424.

Commodity price risk

The Company sells gold and silver at market prices. The market prices of gold, and to a lesser extent silver, are a primary driver of Calibre's profitability and ability to generate both operating and free cash flow. The Company may use derivatives, including forward contracts, to manage commodity price risks, in particular during the construction of Valentine.

During the nine months ended September 30, 2024, Calibre entered into Prepay I in respect of approximately 10% of production from May 2024 to April 2025 (Note 14).

During the second quarter of 2024, the Company entered into gold put derivative contracts on 20,000 ounces of gold per month from June 2024 to August 2024, representing approximately 100% of estimated production volumes over that period. These derivative contracts expired unexercised and the Company recognized a realized loss of $738 in the third quarter of 2024.

During the three months ended September 30, 2024, the Company entered into certain gold forwards expected to be settled through production and, therefore, the gold forwards were accounted for as executory contracts. The Company recognizes revenue upon physical settlement of each gold forward contract. During the three months ended September 30, 2024, the Company settled 6,605 ounces of gold forwards and recognized $16,862 of revenue. As at September 30, 2024, the Company had gold forwards outstanding on 6,054 ounces at prices ranging between $2,477 and $2,479 which were settled subsequent to the end of the third quarter.

24. SUBSEQUENT EVENTS

On November 4, 2024, the Company entered into an amended and restated gold prepayment agreement with a customer pursuant to which the Company will receive an additional $55,000 gold prepayment ("Prepay II"). To repay Prepay II, the Company must physically deliver a total of 20,000 gold ounces (2,500 gold ounces per month) from May 2025 to December 2025 which number was determined using a gold forward curve price averaging $2,816 per ounce. Approximately 2,442 ounces per month will be credited against the prepayment and the Company will receive a cash payment for the balance. The outstanding amount under Prepay II bears interest at the rate of 1-Month SOFR plus 4.50% per annum. Obligations under Prepay I and Prepay II are guaranteed by certain US subsidiaries of the Company and secured by all present and after-acquired property of such US subsidiaries and certain gold and doré of the Company. The Company may terminate Prepay II after June 30, 2025 by physically delivering the remaining gold ounces and paying in cash a penalty of 3% of the remaining principal amount of Prepay II. Subsequent to September 30, 2024, a total of 31,500 ounces currently remain to be delivered under Prepay I and Prepay II.