



OREZONE GOLD CORPORATION

Condensed Consolidated Interim Financial Statements

For the three month period ended March 31, 2024

(Unaudited, expressed in thousands of United States dollars)

Orezone Gold Corporation
Condensed Consolidated Interim Financial Statements
(Unaudited, expressed in thousands of United States dollars)

Notice to reader pursuant to National Instrument 51-102

Auditor's involvement:

The external auditors of the Company have not audited or performed a review of these condensed consolidated interim financial statements.

Orezone Gold Corporation
Condensed Consolidated Interim Statements of Financial Position
(Unaudited, expressed in thousands of United States dollars)

As at	March 31, 2024	December 31, 2023
ASSETS		
Current assets		
Cash	\$15,597	\$19,483
Inventories (Note 3)	12,501	13,664
Other current assets (Note 4)	19,251	19,774
Total current assets	47,349	52,921
Non-current assets		
Other financial assets	24	36
Other non-current assets (Note 4)	15,002	10,904
Deferred income tax asset	4,410	4,810
Long-term inventories (Note 3)	69,837	58,218
Mineral properties, plant and equipment (Note 5)	196,363	193,190
Total assets	\$332,985	\$320,079
LIABILITIES AND EQUITY		
Current liabilities		
Trade and other payables (Note 6)	\$42,312	\$44,948
Income tax payable	24,407	18,279
Current portion of loans and borrowings (Note 7)	19,716	20,192
Total current liabilities	86,435	83,419
Non-current liabilities		
Loans and borrowings (Note 7)	66,750	72,357
Lease liabilities	592	648
Silver stream liability	6,790	6,697
Environmental rehabilitation provision (Note 8)	9,858	10,596
Total liabilities	170,425	173,717
Equity		
Share capital	308,945	306,928
Reserves	31,731	31,236
Accumulated deficit	(177,597)	(189,294)
Equity attributable to shareholders	163,079	148,870
Non-controlling interest	(519)	(2,508)
Total equity	162,560	146,362
Total liabilities and equity	\$332,985	\$320,079

Commitments (Note 12(b))
Subsequent Events (Note 13)

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

These condensed consolidated interim financial statements were approved by the Board of Directors of Orezone Gold Corporation on May 13, 2024:

/s/ Patrick Downey _____

Patrick Downey
Director

/s/ Rob Doyle _____

Rob Doyle
Director

Orezone Gold Corporation
Condensed Consolidated Interim Statements of Income and Comprehensive Income

For the three month periods ended March 31, 2024 and 2023

(Unaudited, expressed in thousands of United States dollars)

	Three months ended March 31,	
	2024	2023
Revenue	\$64,685	\$81,712
Cost of sales		
Operating expenses	(30,054)	(29,572)
Depreciation and depletion (Note 5)	(5,709)	(7,558)
Ore stockpile write-down reversal (Note 3)	3,092	-
Royalties	(5,132)	(4,912)
Cost of sales	(37,803)	(42,042)
Earnings from mine operations	26,882	39,670
Other expenses		
Exploration and evaluation costs	(543)	(1,500)
General and administrative costs	(2,069)	(1,731)
Share-based compensation (Note 9(d))	(1,317)	(1,085)
Depreciation (Note 5)	(26)	(27)
Operating income	22,927	35,327
Other (loss) income		
Foreign exchange gain (loss)	1,708	(1,547)
Finance income	143	104
Finance expense	(4,113)	(4,426)
Fair value loss on other financial assets	(12)	(47)
Fair value loss on warrant liability	-	(623)
Fair value loss on stream liability	(172)	(322)
Other loss	(2,446)	(6,861)
Net income before tax	20,481	28,466
Income tax expense		
Current income tax expense (Note 10)	(6,530)	(2,860)
Deferred income tax expense (Note 10)	(400)	-
Income tax expense	(6,930)	(2,860)
Net income for the period	\$13,551	\$25,606
Net income attributable to:		
Shareholders	11,697	22,560
Non-controlling interest	1,854	3,046
Net income for the period	\$13,551	\$25,606
Comprehensive income attributable to:		
Shareholders	\$11,562	\$22,669
Non-controlling interest	1,989	2,937
Comprehensive income for the period	\$13,551	\$25,606
Net earnings per common share attributable to the shareholders of the Company, basic	\$0.03	\$0.07
Net earnings per common share attributable to the shareholders of the Company, diluted	\$0.03	\$0.06
Weighted-average number of common shares outstanding (in 000's), basic	367,157	346,582
Weighted-average number of common shares outstanding (in 000's), diluted	375,896	360,577

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

Orezone Gold Corporation
Condensed Consolidated Interim Statements of Changes in Equity

For the three month periods ended March 31, 2024 and 2023

(Unaudited, expressed in thousands of United States dollars)

	Share capital		Reserves				Accumulated deficit	Equity attributable to shareholders	Non-controlling interest	Total Equity
	Shares #	Amount \$	Share-based payments \$	Foreign currency translation \$	Contributed surplus \$	Convertible note equity component \$				
Balance, January 1, 2024	365,055,996	306,928	20,920	682	5,466	4,168	(189,294)	148,870	(2,508)	146,362
Shares issued for interest (Note 7(b))	889,683	562	-	-	-	-	-	562	-	562
Stock options exercised (Note 9(b))	1,951,666	1,135	(367)	-	-	-	-	768	-	768
RSUs redeemed (Note 9(c))	406,500	320	(320)	-	-	-	-	-	-	-
Share-based compensation (Note 9(d))	-	-	1,317	-	-	-	-	1,317	-	1,317
Foreign currency translation	-	-	-	(135)	-	-	-	(135)	135	-
Net income for the period	-	-	-	-	-	-	11,697	11,697	1,854	13,551
Balance, March 31, 2024	368,303,845	308,945	21,550	547	5,466	4,168	(177,597)	163,079	(519)	162,560

	Share capital		Reserves				Accumulated deficit	Equity attributable to shareholders	Non-controlling interest	Total Equity
	Shares #	Amount \$	Share-based payments \$	Foreign currency translation \$	Contributed surplus \$	Convertible note equity component \$				
Balance, January 1, 2023	336,328,240	280,901	20,535	489	5,466	4,168	(232,440)	79,119	(8,792)	70,327
Shares issued	13,000,000	12,057	-	-	-	-	-	12,057	-	12,057
Share issue costs	-	(452)	-	-	-	-	-	(452)	-	(452)
Shares issued for interest	624,124	562	-	-	-	-	-	562	-	562
Warrants exercised	8,171,288	8,278	-	-	-	-	-	8,278	-	8,278
Stock options exercised	500,000	336	(78)	-	-	-	-	258	-	258
RSUs redeemed	71,500	60	(60)	-	-	-	-	-	-	-
Share-based compensation	-	-	1,085	-	-	-	-	1,085	-	1,085
Foreign currency translation	-	-	-	109	-	-	-	109	(109)	-
Net income for the period	-	-	-	-	-	-	22,560	22,560	3,046	25,606
Balance, March 31, 2023	358,695,152	301,742	21,482	598	5,466	4,168	(209,880)	123,576	(5,855)	117,721

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

Orezone Gold Corporation
Condensed Consolidated Interim Statements of Cash Flows

For the three month periods ended March 31, 2024 and 2023

(Unaudited, expressed in thousands of United States dollars)

	Three months ended March 31,	
	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income for the period	\$13,551	\$25,606
Adjustments for the following items:		
Depreciation and depletion	5,735	7,585
Ore stockpile write-down reversal	(3,092)	-
Share-based compensation	1,317	1,085
Unrealized foreign exchange (gain) loss	(1,708)	1,547
Finance income	(143)	(104)
Finance expense	4,113	4,426
Fair value loss on other financial assets	12	47
Fair value loss on warrant liability	-	623
Fair value loss on silver stream liability	172	322
Deferred income tax expense	400	-
Changes in non-cash operating working capital (Note 11)	(6,720)	(2,211)
Total cash inflows from operating activities	13,637	38,926
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of property, plant and equipment (Notes 5 and 11)	(11,778)	(7,532)
Interest received	154	104
Total cash outflows used in investing activities	(11,624)	(7,428)
CASH FLOWS FROM FINANCING ACTIVITIES		
Senior debt principal repayments (Note 7(a))	(4,965)	(9,780)
Interest and fees paid	(1,792)	(3,032)
Proceeds from exercise of stock options (Note 9(b))	768	258
Lease principal payments	(48)	(157)
Proceeds from shares issued (Note 9(a))	-	12,057
Share issue costs (Note 9(a))	-	(452)
Proceeds from exercise of warrants	-	5,460
Total cash (outflows) inflows (used in) from financing activities	(6,037)	4,354
Effect of foreign currency translation on cash	138	162
(Decrease) increase in cash	(3,886)	36,014
Cash, beginning of period	19,483	9,158
Cash, end of period	\$15,597	\$45,172

Supplemental cash flow information is provided in Note 11.

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

Orezone Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements

For the three month periods ended March 31, 2024 and 2023

(Unaudited, expressed in thousands of United States dollars except per share amounts, unless otherwise noted)

1. CORPORATE INFORMATION

Orezone Gold Corporation (the “Company”) was incorporated on December 1, 2008 under the Canada Business Corporations Act and is listed on the Toronto Stock Exchange (TSX) under the symbol ORE and on the OTCQX under the symbol ORZCF. The Company is a West African gold producer engaged in mining, developing, and exploring its 90%-owned flagship Bomboré gold mine (“Bomboré”) in Burkina Faso. The Bomboré mine achieved commercial production on its Phase I oxide operations on December 1, 2022, and is now focussed on its staged Phase II hard rock expansion that is expected to materially increase annual and life-of-mine gold production from the processing of hard rock mineral reserves. The Company is currently in advanced discussions with its senior lender for additional debt to help fund the construction of this brownfield expansion.

The address of the Company’s principal office is 505 Burrard Street, Suite 450, Vancouver, British Columbia, Canada, V7X 1M3.

References to “\$” or “US\$” are to United States dollars, references to “C\$” are to Canadian dollars, references to “EUR” are to Euro and references to “XOF” are to West African Communauté Financière Africaine francs.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These unaudited condensed consolidated interim financial statements (the Interim Financial Statements) have been prepared in accordance with International Accounting Standard (IAS) 34, *Interim Financial Reporting*, using accounting policies consistent with International Financial Reporting Standards, as issued by the International Accounting Standards Board (“IFRS”). These Interim Financial Statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Company’s annual consolidated financial statements for the year ended December 31, 2023 (the “2023 Annual Financial Statements”), which have been prepared in accordance with IFRS.

These financial statements were authorized for issue by the Board of Directors on May 13, 2024.

(b) Basis of measurement

The preparation of condensed consolidated interim financial statements in accordance with IFRS requires management to make estimates and judgments that may have a significant impact to these Interim Financial Statements. Estimates are continuously evaluated and are based on management’s experience and expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes may differ from these estimates. The Company’s critical accounting estimates and judgments were presented in Note 4 of the 2023 Annual Financial Statements and have been consistently applied in the preparation of these Interim Financial Statements for the three month periods ended March 31, 2024 and 2023.

(c) Changes in accounting standards

Issued and adopted - Amendments to IAS 1 – Presentation of Financial Statements

In January 2020 and October 2022, the IASB issued an amendment to IAS 1, Presentation of Financial Statements, to clarify the requirements under the standard for classifying a liability as non-current in nature. The amendments include:

- Specifying that an entity’s right to defer settlement must exist at the end of the reporting period;
- Clarifying that classification is unaffected by management’s intentions or expectations about whether the entity will exercise its right to defer settlement;
- Specifying that covenants whose compliance is assessed after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, disclosure of information about these covenants in the notes to the financial statements is required; and
- Clarifying if the settlement of a liability refers to the transfer of cash, equity instruments, other assets or services.

Orezone Gold Corporation
Notes to the Condensed Consolidated Interim Financial Statements
For the three month periods ended March 31, 2024 and 2023
(Unaudited, expressed in thousands of United States dollars)

These amendments did not have a material effect on the Company's financial statements.

3. INVENTORIES

As at	March 31, 2024	December 31, 2023
Stockpiled ore	\$70,517	\$58,798
Gold-in-circuit	1,582	2,888
Finished goods	2,053	2,164
Materials and supplies	8,186	8,032
Total inventories	\$82,338	\$71,882
Less long-term stockpiled ore	(69,837)	(58,218)
Current inventories	\$12,501	\$13,664

The cost of inventories recognized as expense in the three month period ended March 31, 2024 was \$30,054 (March 31, 2023 - \$29,572), and was included in operating expenses.

At March 31, 2024, non-cash costs of \$2,142 (December 31, 2023 - \$1,876) relating to depreciation and depletion were included in inventory.

Stockpiled ore is valued at the lower of weighted average cost and net realizable value ("NRV"). NRV of long-term stockpiled ore is calculated on a discounted cash flow basis over the estimated processing timeframe for such ore. The significant assumptions used in NRV analysis were: long-term gold price (\$1,790 per ounce), discount rate (7%), mine life (10 years), and costs to complete. Of those assumptions, the long-term gold price and the discount rate have the most significant impact to the NRV. Changes in these assumptions could have a significant impact on the NRV of the long-term ore stockpile. A 5% change in the long-term gold price would result in a \$6.3 million change in the NRV; a 1% change in discount rate would result in a \$5.6 million change in the NRV.

As at March 31, 2024, the Company reversed \$3,092 (March 31, 2023 – nil) of previously recorded NRV write-downs to the long-term stockpiled ore as a result of an increase in the long-term gold price from \$1,724 per ounce at December 31, 2023 to \$1,790 per ounce at March 31, 2024.

4. OTHER ASSETS

As at	March 31, 2024	December 31, 2023
Prepaid expenses	\$6,363	\$6,647
Deposits	904	925
Taxes receivable	24,328	20,444
Other receivables	2,658	2,662
Total other assets	\$34,253	\$30,678
Less long-term taxes receivable	(15,002)	(10,904)
Current other assets	\$19,251	\$19,774

Taxes receivable are primarily related to Value Added Tax ("VAT") paid to vendors for goods and services purchased in Burkina Faso.

Orezone Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements

For the three month periods ended March 31, 2024 and 2023

(Unaudited, expressed in thousands of United States dollars)

5. MINERAL PROPERTIES, PLANT AND EQUIPMENT

Cost and accumulated depreciation	Land and Mineral Properties	Plant and Infrastructure	Buildings and Leasehold Improvements	Vehicles and equipment	Construction in progress	Total
Cost						
January 1, 2023	\$18,473	\$149,839	\$7,943	\$11,927	\$7,419	\$195,601
Additions	-	912	90	1,805	40,643	43,450
Disposals	-	-	(267)	-	-	(267)
Transfers	-	4,963	1,679	722	(7,364)	-
Change in estimate of environmental rehabilitation provision	(2,130)	-	-	-	-	(2,130)
December 31, 2023	\$16,343	\$155,714	\$9,445	\$14,454	\$40,698	\$236,654
Additions	-	998	-	1,000	8,031	10,029
Disposals	-	-	-	(26)	-	(26)
Transfers	-	18,387	-	-	(18,387)	-
Change in estimate of environmental rehabilitation provision	(855)	-	-	-	-	(855)
March 31, 2024	\$15,488	\$175,099	\$9,445	\$15,428	\$30,342	\$245,802
Accumulated Depreciation						
January 1, 2023	\$268	\$2,386	\$4,833	\$4,771	-	\$12,258
Depreciation	3,401	25,893	574	1,605	-	31,473
Disposals	-	-	(267)	-	-	(267)
December 31, 2023	\$3,669	\$28,279	\$5,140	\$6,376	-	\$43,464
Depreciation	602	4,721	166	512	-	6,001
Disposals	-	-	-	(26)	-	(26)
March 31, 2024	\$4,271	\$33,000	\$5,306	\$6,862	\$0	\$49,439
Carrying amounts						
December 31, 2023	\$12,674	\$127,435	\$4,305	\$8,078	\$40,698	\$193,190
March 31, 2024	\$11,217	\$142,099	\$4,139	\$8,566	\$30,342	\$196,363

Bomboré, Burkina Faso

The Company's only material mineral property right is the Bomboré mine. The Company has determined that no indicators of impairment exist as of March 31, 2024.

During the three month period ended March 31, 2024, \$266 (March 31, 2023 - \$649) of depreciation and depletion, respectively, were included in stockpile inventory.

6. TRADE AND OTHER PAYABLES

As at	March 31, 2024	December 31, 2023
Trade payables	\$21,217	\$21,794
Accrued liabilities	19,369	21,536
Lease liability, short-term portion	203	203
Payroll and indirect taxes payable	1,523	1,415
Total trade and other payables	\$42,312	\$44,948

Orezone Gold Corporation
Notes to the Condensed Consolidated Interim Financial Statements

For the three month periods ended March 31, 2024 and 2023
(Unaudited, expressed in thousands of United States dollars)

7. LOANS AND BORROWINGS

As at	March 31, 2024	December 31, 2023
Senior Debt Facility		
Senior debt principal (Note 7(a))	\$55,866	\$60,831
Transaction costs	(5,752)	(5,752)
Senior Debt Facility, net of transaction costs	50,114	55,079
Accumulated accretion	4,234	4,300
Foreign exchange	245	1,554
Senior Debt Facility, amortized cost	\$54,593	\$60,933
Convertible Note Facility		
Convertible note principal (Note 7(b))	\$35,000	\$35,000
Transaction costs	(1,166)	(1,166)
Convertible note equity component	(4,168)	(4,168)
Convertible Note Facility, net of transaction costs	29,666	29,666
Accumulated accretion	2,207	1,951
Convertible Note Facility, amortized cost	\$31,873	\$31,616
Total loans and borrowings	\$86,466	\$92,549
Less: current portion, Senior Debt Facility	(19,716)	(20,192)
Total non-current portion, loans and borrowings	\$66,750	\$72,357

(a) Senior Debt Facility

The Senior Debt Facility is a project-level debt with Coris Bank International SA (“Coris”) and was originally divided into a medium-term loan and a short-term loan. The medium-term loan of XOF 40.0 billion bears interest at 9.0% per annum and is repayable in monthly principal instalments that started in October 2023 and matures in September 2026. The short-term loan of XOF 17.5 billion bore interest at 8.0% per annum and had a term of 12 months, maturing on June 28, 2023. The Senior Debt Facility is secured by a pledge of assets of the Bomboré mine and a parental guarantee.

The Company made principal repayments totalling XOF 17.5 billion (\$28.8 million) on the short-term loan in 2023, with the loan fully extinguished on maturity. In addition, the Company made principal repayments totalling XOF 3.0 billion (\$5.0 million) on the medium-term loan during the three month period ended March 31, 2024.

(b) Convertible Note Facility

The Convertible Note Facility bears interest at 8.5% per annum, has a term of 5 years, and matures on October 15, 2026. Interest is payable quarterly and up to 75% in common shares at the Company’s option and is convertible at the option of the holder at any time at the conversion price of \$1.08 per share (“Conversion Price”). The note is non-callable with principal due on maturity. The Company may elect to convert up to 50% of the outstanding principal at the Conversion Price when commercial production has been achieved and if over 20 consecutive trading days within three months from the proposed date of conversion, the volume-weighted average price of the Company’s common shares exceeds a 50% premium to the Conversion Price.

During the three month period ended March 31, 2024, the Company issued 889,683 shares (March 31, 2023 - 624,124) as payment for \$562 of interest (March 31, 2023 - \$562) on the Convertible Note Facility.

Orezone Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements

For the three month periods ended March 31, 2024 and 2023

(Unaudited, expressed in thousands of United States dollars)

8. ENVIRONMENTAL REHABILITATION PROVISION

As at	March 31, 2024	December 31, 2023
Opening balance	\$10,596	\$12,241
Obligations incurred	-	1,274
Change in estimate	(855)	(3,404)
Accretion	117	485
Closing balance	\$9,858	\$10,596

The undiscounted cash flows related to the environmental rehabilitation obligation as of March 31, 2024 totalled \$19.0 million (December 31, 2023 - \$19.0 million).

9. SHARE CAPITAL

(a) Capital stock

Authorized capital stock consists of an unlimited number of common shares, without par value.

On March 8, 2023, the Company completed a non-brokered private placement of 13,000,000 common shares of the Company at a share price of C\$1.27 for gross proceeds of C\$16,510 (\$12,057). The net proceeds received from the share issuance was C\$15,891 (\$11,605) after commissions, legal and other fees.

(b) Stock options

The following table summarizes changes in stock options for the three month period ended March 31, 2024 and the year ended December 31, 2023.

	Stock options	
	Outstanding	Weighted average exercise price
	#	C\$
January 1, 2023	22,076,556	0.73
Granted	2,342,309	1.21
Exercised	(3,847,290)	0.73
Expired / Forfeited	(306,715)	1.20
December 31, 2023	20,264,860	0.78
Granted	3,817,369	0.80
Exercised	(1,951,666)	0.53
Expired / Forfeited	(865,000)	0.53
March 31, 2024	21,265,563	0.82

Orezone Gold Corporation
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For the three month periods ended March 31, 2024 and 2023
(Unaudited, expressed in thousands of United States dollars)

The following table summarizes information about the Company's stock options outstanding at March 31, 2024:

Range of exercise prices	Options outstanding			Options exercisable		
	Outstanding as at March 31, 2024	Weighted average remaining contractual life	Weighted average exercise price	Outstanding as at March 31, 2024	Weighted average exercise price	
C\$	#	Years	C\$	#	C\$	
0.30 – 0.60	6,190,334	1.04	0.51	6,190,334	0.51	
0.61 – 0.90	9,627,369	3.96	0.79	6,882,454	0.79	
0.91 – 1.20	2,426,283	2.32	1.11	2,371,627	1.10	
1.21 – 1.60	3,021,577	3.46	1.29	2,276,004	1.29	
Totals	21,265,563	2.85	0.82	17,720,419	0.80	

The Black-Scholes option valuation model input factors for stock options granted during the three months ended were as follows:

	March 31, 2024	March 31, 2023
Expected life (years)	3.0	3.0
Expected volatility (%)	52.59	65.45
Expected dividend yield (%)	-	-
Risk-free interest rate (%)	3.94	4.03
Weighted average exercise price (C\$)	0.80	1.26
Weighted average fair value (C\$)	0.31	0.58

(c) Restricted Share Units ("RSUs") and Deferred Share Units ("DSUs")

	RSUs		DSUs	
	Outstanding	Vested	Outstanding	Vested
	#	#	#	#
January 1, 2023	2,155,792	1,203,396	1,025,418	1,025,418
Granted	839,073	-	513,337	-
Vested	-	865,145	-	513,337
Redeemed	(770,450)	(770,450)	(323,116)	(323,116)
Forfeited	(79,430)	-	-	-
December 31, 2023	2,144,985	1,298,091	1,215,639	1,215,639
Granted	2,422,857	-	928,125	-
Vested	-	415,951	-	928,125
Redeemed	(406,500)	(406,500)	-	-
Forfeited	-	-	-	-
March 31, 2024	4,161,342	1,307,542	2,143,764	2,143,764

RSUs

Each RSU is redeemable into one common share of the Company.

During the three month period ended March 31, 2024, the Company granted 2,422,857 RSUs (March 31, 2023 – 839,073) at an average fair value of C\$0.80 (March 31, 2023 – C\$1.26) each to employees of the Company. The RSUs will vest in two equal installments on the first and second anniversaries of the grant date.

During the three month period ended March 31, 2024, 406,500 (March 31, 2023 – 71,500) RSUs were redeemed for an equal number of common shares of the Company, and nil (March 31, 2023 – 44,430) unvested RSUs were forfeited.

DSUs

Each DSU is redeemable into one common share of the Company.

Orezone Gold Corporation
Notes to the Condensed Consolidated Interim Financial Statements

For the three month periods ended March 31, 2024 and 2023
(Unaudited, expressed in thousands of United States dollars)

During the three month period ended March 31, 2024, the Company granted 928,125 DSUs (March 31, 2023 – 446,670) to directors of the Company. The DSUs are fully vested on the grant date at an average fair value of C\$0.80 each (March 31, 2023 – C\$1.26).

During the three month period ended March 31, 2024, nil DSUs (March 31, 2023 – 323,116) were redeemed for an equal number of common shares of the Company.

(d) Share-based compensation

The following table summarizes share-based expense by unit type for the three month periods ended March 31:

	2024	2023
Stock options	\$468	\$440
Restricted share units	295	226
Deferred share units	554	419
Total share-based compensation	\$1,317	\$1,085

10. INCOME TAXES

The Company estimates the effective tax rates expected to be applied for the full year and uses these rates to determine an income tax provision in interim periods. The impact of changes in judgements and estimates concerning the probable realization of losses, changes in tax rates are recognized in the interim period in which they occur. The effective corporate income tax rate in Burkina Faso is 27.5% (2023 – 27.5%). In January 2024, effective for taxes payable for the 2023 taxation year onwards, the Burkina Faso government introduced a special levy of 2% on after-tax profits, adding an additional 1.45% to the effective rate.

The income tax expense for the three months ended March 31, 2024 was \$6,930 (March 31, 2023 – \$2,860).

11. SUPPLEMENTAL CASH FLOW INFORMATION

(a) Changes in non-cash operating activities

Supplemental details of the changes in non-cash working capital for the three month periods ended March 31:

	2024	2023
Inventories	(\$7,026)	(\$1,372)
Other current assets	1,644	(5,068)
Other non-current assets	(4,852)	-
Trade and other payables	(2,614)	4,229
Income tax payable	6,128	-
	(\$6,720)	(\$2,211)

(b) Changes in non-cash investing activities

Supplemental details of the changes in non-cash investing activities for the three month periods ended March 31:

	2024	2023
Acquisition of mineral properties, plant and equipment	(\$2,630)	(\$2,308)
	(\$2,630)	(\$2,308)

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(c) Changes in non-cash financing activities

Supplemental details of the changes in non-cash financing activities for the three month periods ended March 31:

	2024	2023
Fair value of warrant exercises	-	(\$3,408)
Accretion on loans and borrowings (Note 7)	471	733
Other finance costs (Note 7)	175	(347)
Shares issued for interest (Note 7)	562	562
Non-cash and accrued interest (Note 7)	154	270
Fair value loss on silver stream liability	172	322
	\$1,534	(\$1,868)

12. FINANCIAL INSTRUMENTS AND RISKS

The Company's existing operations involve the exploration, development, and mine operation of its Bomboré mine in Burkina Faso which exposes the Company to a variety of financial instrument related risks. These risks include foreign currency risk, liquidity risk, credit risk and other risks. The Company's board of directors provides oversight for the Company's risk management processes.

(a) Foreign currency risk

The Company is exposed to currency risk due to business transactions in foreign countries. The Company mainly transacts in Canadian dollars, United States dollars, Euros, and XOF. Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Exchange rate fluctuations may affect the costs that the Company incurs in its operations. There has been no change in the Company's objectives and policies for managing this risk during the three month period ended March 31, 2024.

The US\$ equivalent of the Company's financial instruments by originating denomination currency was as follows:

As at March 31, 2024	US\$	C\$	EUR & XOF ¹	Other	Total
Financial assets					
Cash	\$32	\$6,100	\$9,451	\$14	\$15,597
Other current assets	3,705	117	2,671	342	6,835
Other financial assets	-	24	-	-	24
	\$3,737	\$6,241	\$12,122	\$356	\$22,456
Financial liabilities					
Trade and other payables	\$13,955	\$1,446	\$24,016	\$404	\$39,821
Loans and borrowings	31,873	-	54,593	-	86,466
Lease liabilities	322	270	-	-	592
Silver stream liability	6,790	-	-	-	6,790
Net financial instruments	(\$49,203)	\$4,525	(\$66,487)	(\$48)	(\$111,213)

¹ The financial instruments held in EUR and XOF have been presented together as the XOF is pegged to the EUR.

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As at December 31, 2023	US\$	C\$	EUR & XOF ¹	Other	Total
Financial assets					
Cash	\$110	\$8,588	\$10,779	\$6	\$19,483
Other current assets	3,759	81	1,694	964	6,498
Other financial assets	-	36	-	-	36
	\$3,869	\$8,705	\$12,473	\$970	\$26,017
Financial liabilities					
Trade and other payables	\$14,397	\$2,643	\$24,042	\$388	\$41,470
Loans and borrowings	31,616	-	60,933	-	92,549
Lease liabilities	354	294	-	-	648
Silver stream liability	6,697	-	-	-	6,697
Net financial instruments	(\$49,195)	\$5,768	(\$72,502)	\$582	(\$115,347)

A 10% weakening against the US\$ of the currencies to which the Company had exposure would have had the following loss (gain) effects (a 10% strengthening against the US\$ would have had the opposite effect):

As at	March 31, 2024	December 31, 2023
C\$	(\$453)	(\$577)
EUR & XOF	\$6,649	\$7,250
Others	\$5	(\$58)

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting its financial obligations as they fall due. The Company manages its liquidity by preparing cash flow forecasts on a regular basis to assess whether the Company will likely have sufficient cash resources to meet its future operational and working capital requirements.

The following table summarizes the contractual maturities of the Company's operating, capital and financing commitments at March 31, 2024, shown in contractual undiscounted cashflows:

	Within 1 year	Between 1 and 5 years	Thereafter	Total
Trade and other payables	\$42,312	-	-	\$42,312
Income tax payable	24,407	-	-	24,407
Capital commitments	8,025	-	-	8,025
Operating commitments	7,927	237	-	8,164
Lease commitments	91	673	-	764
Senior Debt Facility	25,338	39,906	-	65,244
Convertible Note Facility	2,975	39,589	-	42,564
Total	\$111,075	\$80,405	-	\$ 191,480

The Senior Debt Facility and the Convertible Note Facility presented include both contractual principal and interest payments and, in the case of the Convertible Note Facility, exclude the exercise of the equity conversion rights.

The Company has a Silver Stream to deliver 50% of future silver production from the Bomboré mine to the stream holder for no further payments.

(c) Credit risk

The Company's cash and trade and other receivables are exposed to credit risk, which is the risk that the counterparties to the Company's financial instruments will fail to discharge their obligations to the Company. The amount of credit risk

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to which the Company is exposed is considered insignificant as the Company's cash is held with highly rated financial institutions in interest-bearing accounts and the concentration of cash held in any one institution is regularly monitored.

(d) Fair value measurements

The following table sets forth the Company's financial instruments measured at fair value by level within the fair value hierarchy:

	Level 1	Level 3	March 31, 2024	Level 1	Level 3	December 31, 2023
Cash	\$15,597	-	\$15,597	\$19,483	-	\$19,483
Other financial assets	24	-	24	36	-	36
Silver stream liability	-	(\$6,790)	(\$6,790)	-	(\$6,697)	(\$6,697)

The Company did not transfer any assets or liabilities between levels on the fair value hierarchy and has not offset any of its financial assets against its financial liabilities.

13. SUBSEQUENT EVENTS

On April 5, 2024, the Company issued 648,334 and 259,334 shares to Resource Capital Fund VII L.P. and Beedie Investments Ltd., respectively, as payment for interest on the Convertible Note Facility.

During April 2024, 650,000 stock options were exercised at an exercise price of C\$0.53 for total proceeds of C\$345 (\$252).

During April 2024, 236,500 RSU's were redeemed for an equal number of common shares of the Company.

On May 10, 2024, the Company closed a bridge loan of XOF 12.0 billion (approximately \$20.0 million) with Coris. The bridge loan has a term of 12-months, bears monthly interest of 10% per annum, and holds the same security currently in place for the Coris medium term loan (Note 7(a)). The bridge loan requires principal repayments on a semi-annual basis but can be repaid in full or in part any time without penalty. The Company drew on the bridge loan upon closing on May 10, 2024.