



ZEPHYR MINERALS LTD.

**Unaudited Condensed Consolidated Interim Financial Statements Six Months
ended June 30, 2024 and 2023 (Expressed in Canadian dollars)**

Notice of disclosure of non-auditor review of condensed consolidated interim financial statements pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators.

The accompanying condensed consolidated interim financial statements of the Company for the period ended June 30, 2024, have been prepared in accordance with International Financial Reporting Standards and are the responsibility of the Company's management. The Company's independent auditors have not performed an audit or a review of these condensed consolidated interim financial statements.

ZEPHYR MINERALS LTD.**Unaudited Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian dollars)**

	June 30, 2024	December 31, 2023
Assets		
Current		
Cash and cash equivalents	\$ 217,330	\$ 116,800
Accounts receivable (note 3)	7,103	14,500
Prepaid expenses and deposits	-	5,986
	224,433	137,286
Reclamation bonds (note 4)	100,516	99,121
Exploration and evaluation assets (note 5)	5,054,348	5,040,318
	\$ 5,379,297	\$ 5,276,725
Liabilities		
Current		
Accounts payable and accrued liabilities (notes 6,10)	\$ 62,279	\$ 64,022
Long Term		
Reclamation obligation (note 8)	100,516	99,121
Promissory note (notes 7,10)	25,605	-
	188,400	163,143
Equity		
Share Capital (note 9)	10,579,774	10,500,024
Share-based payments reserve	2,825,931	2,716,079
Deficit	(8,214,808)	(8,102,521)
	5,190,897	5,113,582
	\$ 5,379,297	\$ 5,276,725

Basis of presentation and going concern – Note 2

Approved by the Board of Directors

Signed "Loren Komperdo", Director

Signed "David Felderhof", Director

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

ZEPHYR MINERALS LTD.
Unaudited Condensed Consolidated Statements of
Operations and Comprehensive Loss for the Six
Months Ended June 30
(Expressed in Canadian dollars)

	2024		2023	
	3	6	3	6
	<u>Months</u>	<u>Months</u>	<u>Months</u>	<u>Months</u>
Operating Expenses				
Exploration expenses	\$ -	1,994	\$ 768	2,373
Filing fees	7,986	14,147	8,587	15,695
Foreign exchange loss				
(gain) net	(220)	(347)	1,725	2,446
Investor relations	9,154	18,264	13,368	22,571
Professional fees	11,632	17,827	21,276	33,553
General and administrative	2,767	6,315	2,172	10,855
Rent	3,200	5,018	2,568	4,938
Travel	-	8,862	18,796	44,822
Transfer agent	8,884	11,372	6,844	9,041
Wages consulting fees	-	28,835	80,770	168,630
Share based payments	-	-	-	93,498
Net Loss and Comprehensive Loss for the period	(43,403)	(112,287)	(156,874)	(408,422)
Weighted Average Number of Common Shares Outstanding	72,449,622	71,768,304	71,086,985	71,086,985
Loss Per Share – Basic	\$ (0.001)	\$ (0.002)	\$ (0.002)	\$ (0.006)

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

ZEPHYR MINERALS LTD.
Unaudited Condensed Consolidated Interim Statements of Cash Flows
For the Six Months Ended June
(Expressed in Canadian dollars)

	2024	2023
Operating Activities		
Net loss	\$ (112,287)	\$ (408,422)
Items not requiring an outlay of cash		
Share based payments	-	93,498
Net changes in non-cash working capital items		
Accounts receivable	7,397	(6,286)
Prepaid expenses	5,986	11,347
Reclamation bonds	-	-
Accounts payable and accrued liabilities	(1,743)	19,810
Promissory note	25,605	-
Cash Used in Operating Activities	(75,042)	(290,053)
Investing Activities		
Expenditures on exploration and evaluation assets	(14,030)	(45,263)
Cash Used for Investing Activities	(14,030)	(45,263)
Financing Activities		
Issue of common shares net of share issue costs	189,602	-
Cash Provided by Financing Activities	189,602	-
Net Change in Cash and Cash Equivalents for the Period	100,530	(335,316)
Cash and Cash Equivalents, Beginning of Period	116,800	402,953
Cash and Cash Equivalents, End of Period	\$ 217,330	\$ 67,637

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

ZEPHYR MINERALS LTD.
Unaudited Condensed Consolidated Interim Statement of Changes
in Shareholders' Equity
For the Six Months Ended June 30, 2024
(Expressed in Canadian dollars)

	Number of shares	Share capital	Share-based payments reserve	Deficit	Total
		\$	\$	\$	\$
January 1, 2023	71,086,985	10,228,674	2,555,514	(6,022,251)	6,761,837
Share based payments			93,498		93,498
Shares issued in private placement	4,000,000	288,775	71,225		360,000
Share issue costs		(17,425)	(4,058)		(21,483)
Loss for year				(2,080,270)	(2,080,270)
December 31, 2023	75,086,985	10,500,024	2,716,079	(8,102,521)	5,113,582
Shares issued in private placement (note 9)	4,000,000	84,325	115,675		200,000
Share issue costs		(4,575)	(5,823)		(10,398)
Loss for period				(112,287)	(112,287)
June 30, 2024	79,086,985	10,579,774	2,825,931	(8,214,808)	5,190,897

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

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Six Months Ended June 30, 2024

1. NATURE OF OPERATIONS

Zephyr Minerals Ltd. and its wholly owned subsidiaries, Zephyr Gold USA Ltd., and Sutter Mining (Private) Limited (collectively, the "Company") is an exploration stage mining company. The Company is incorporated in Canada and is based in Nova Scotia, Canada. The Company's head office is located at 1301 - 1959 Upper Water St, Halifax, Nova Scotia Canada B3J 3N2.

The Company is a publicly listed company continued under the Canada Business Companies Act with limited liability under the laws of Canada. The Company's shares trade on the Toronto Stock Venture Exchange ("TSX-V").

2. BASIS OF PRESENTATION & GOING CONCERN

Statement of Compliance

These condensed consolidated financial statements, including comparatives, have been prepared using the same accounting policies and methods as those used in the Company's consolidated financial statements for the year ended December 31, 2023. These condensed consolidated financial statements are in compliance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), have been omitted or condensed. The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity or areas where assumptions and estimates are significant to the financial statements have been set out in the Company's consolidated financial statements for the year ended December 31, 2023. These condensed consolidated financial statements should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2023 which are filed at www.sedar.com.

Approval of the financial statements

These consolidated financial statements were approved and authorized for issue by the Audit Committee and Board of Directors of the Company on August 21, 2024

Basis of presentation

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Judgments made by management in the application of IFRS that have a significant effect on the financial statements and estimates with a significant risk of material adjustment in the current and following fiscal years are discussed in Note 3(h) of the Company's December 31, 2023 financial statements.

Going Concern

The Company holds a 100% interest in mineral claims in Colorado, USA, collectively referred to as the Dawson property (the "Property"). The Company has also signed multiple joint venture agreements on properties in Zimbabwe and has applied for two Exclusive Prospecting Orders covering 124,000 hectares. The Company's objective is to explore and evaluate mineral claims to determine whether the properties contain economic resources warranting a development program.

As at June 30, 2024, the Company has cash of \$217,330, working capital of \$162,154, shareholders' equity of \$5,190,897 and an accumulated deficit of \$8,214,808. The Company's financial statements as at June 30, 2024 have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business.

Management of the Company concluded that at June 30, 2024, the Company did not have sufficient funds to meet its minimum corporate, administrative and property obligations for the next 12 months. In order to alleviate the situation, the Company intends to raise additional capital. Currently, the Company is required to make minimum annual payments totaling approximately US\$37,855 to keep the Property in good standing. US\$28,440 of the 2024 Property obligations have been paid and recorded in 2023. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period. If the Company is unable to raise additional capital in the future, the Company may need to curtail operations, liquidate assets, seek additional capital on less favourable terms and/or pursue other remedial measures. These financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. These adjustments may be material.

3. **ACCOUNTS RECEIVABLE**

	June 30, 2024	December 31, 2023
HST receivable	\$ 7,103	\$ 14,500

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

4. RECLAMATION BONDS

The Colorado Department of Reclamation and Mining Safety, and the Colorado Bureau of Land Management hold bonds for estimated rehabilitation costs as noted below:

	June 30, 2024	December 31, 2023
Long term bonds related to project reclamations		
Balance at beginning of period	\$ 99,121	\$ 99,392
Foreign currency movement	1,395	(271)
Balance at end of period	100,516	99,121
(as stated in US\$)	US\$ 73,439	US\$ 73,439

These funds are restricted for use as indicated in Note 8. The long-term bonds will be held until the project has been rehabilitated.

5. EXPLORATION AND EVALUATION ASSETS

	December 31, 2023	June 30, 2024		
	Cumulative since inception	Expenditures in the year	Impairment in the year	Cumulative since inception
USA				
Dawson	\$5,026,276	\$14,030	-	\$5,040,306
Zimbabwe				
MAP Gold	14,042	-	-	14,042
	\$5,040,318	\$14,030	-	\$5,054,348

USA

Dawson

The Dawson property comprises 57 contiguous unpatented lode mining claims, eight patented lode mining claims and two patented placer claims. Dawson encompasses five gold exploration areas which are, from east to west: the Sentinel zone, the Dawson zone, the Copper King zone, the Windy Gulch zone and the Windy Point zone. Dawson forms the eastern portion of the Property which is located in west-central Colorado, 9.5 km southwest of Canon City in Fremont County. Zephyr holds a 100% interest in the unpatented claims, a 100% interest in the Judith Placer claim, 50% interest in the eight patented claims, and a 50% interest in one patented placer claim, which constitute Dawson.

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Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

The 50% of the eight patented lode mining claims not held by Zephyr is leased by Zephyr through a "Mining Lease and Agreement" which effectively gives Zephyr 100% control of these claims. Twenty-one of the 51 unpatented claims, the eight patented lode mining claims and the 50% interest in the one patented placer claim are subject to a sliding scale Net Smelter Return ("NSR") whereby Zephyr agrees to pay up to a 3% NSR as contemplated in the Mining Lease and Agreement.

Zephyr is currently required to make annual advance royalty payments in terms of its Mining Lease and Agreement in the amount of US\$ 25,000 per year. These advance royalties can be applied in the future to reduce the actual production royalty expense incurred. The Company paid and recorded the 2024 obligation in fiscal 2023. To date, advance royalty payments total US\$579,000 which can be so applied. Zephyr USA is also obliged to make a payment of US\$90,000 in the event of embarking on an underground program.

The Company intends to drill additional water monitoring wells and undertake 15 months of well water data collection required by the Colorado Division of Reclamation, and Mine Safety ("DRMS") to satisfy this deficiency in the first submitted mining permit application. Upon completion of this program and satisfactorily addressing certain other identified deficiencies, a new mining application will be submitted to DRMS. While there is no certainty Zephyr will receive a mining permit to develop the Dawson gold deposit, based on the benign environmental characteristics of the project, the Company remains optimistic of ultimate success in this regard.

Zimbabwe

In 2021 the Company launched a wholly owned subsidiary, Sutter Mining (Private) Limited ("Sutter"), in Zimbabwe, which is scouting out prospective gold properties in that country. This move by Zephyr into Zimbabwe was prompted by a recent amendment to the country's Indigenization and Economic Empowerment Act allowing 100% foreign ownership in mining properties, combined with the presence of geological environments prospective for gold, lithium and base metals. In 2021 two applications for Exclusive Prospecting Orders ("EPO") over areas prospective for gold mineralization were lodged with the Zimbabwe Ministry of Mines and Mine Development and have been processed by that agency. Both applications remain outstanding as at the date of this report, and are awaiting approval by the President of Zimbabwe. The two EPO applications combined cover approximately 124,000 hectares.

MAP Gold

On February 7, 2023, the Company entered into an option agreement to acquire up to an 80% interest in the MAP Gold property (65 hectare) in Mashonaland Central from an arm's length citizen of Zimbabwe. Under the terms of the option agreement, Zephyr can acquire 75% of MAP Gold by paying US\$165,000 over two years as well as certain cash payments based on the quantity of gold discovered. In addition, in the event a mine is built, Zephyr will pay the optionor US\$250,000 upon declaration of commercial production. At Zephyr's discretion, it has the right to buy 20% of the optionor's 25% interest, hereby increasing Zephyr's interest in the property to 80%. The optionor is permitted to continue small scale mining within prescribed parameters from areas

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Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

currently being mined until Zephyr makes a decision to transfer the claims into a new operating company, owned as to Zephyr 75% (with option to go to 80%) and the optionor 25% (potentially decreased to 20%). Certain conditions need to be met before exploration can begin including acquiring four additional claims which are included in the agreement. These conditions remain outstanding, and as a result no exploration work has been conducted on this property. Efforts continue to resolve this final issue prior to commencing exploration on the property.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	June 30, 2024	December 31, 2023
Trade payables	\$ 41,683	\$ 42,057
Accrued liabilities	20,596	21,965
	\$ 62,279	\$ 64,022

7. PROMISSORY NOTE

The Chief Financial Officer ("CFO") has agreed to a long-term deferral of fees for the first quarter of 2024, in the amount of \$25,605 (2023 - nil), by way of a promissory note. The promissory note is non-interest bearing and unsecured with a repayment date of January 31, 2026, or such other date as agreed to by the CFO and the Company.

8. RECLAMATION OBLIGATION

At Dawson, the Company recognizes a rehabilitation provision where it has a legal and constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of obligation can be made. At June 30, 2024 the Company has recognized an environmental rehabilitation obligation in the amount of \$100,516 (US\$73,439) to rehabilitate work the Company has done to advance exploration on the Dawson property. This amount has been capitalized by increasing the carrying amount of its exploration and evaluation assets. At present the timing of the obligation is unknown and will depend primarily on the results of its future exploration program. As such the full amount of the estimated liability has been recognized and has not been discounted. Changes in the estimated timing of rehabilitation or changes to the estimated future costs will be dealt with prospectively by recognizing an adjustment to the rehabilitation liability and a corresponding adjustment to the asset to which it relates. The Company assesses its rehabilitation provision on an annual basis. Actual reclamation costs, when incurred, will be charged against the provision. As noted in note 5 above, the Company has \$100,516 (US\$73,439) in bonds held to cover the reclamation obligation.

9. SHARE CAPITAL

Authorized capital consists of an unlimited number of common shares.

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Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

Issuance of common shares in 2024

On May 31, 2024, the Company completed a private placement through the issuance of 4,000,000 units at a price of \$0.05 per unit raising \$200,000. Each unit consists of one common share and one whole common share purchase warrant of the Company. Each warrant entitles the holder to acquire one common share of the Company at an exercise price of \$0.08 per share for a period of thirty-six months from the closing date. The Company valued the warrants and apportioned the share issue expenses incurred between the warrants value and the share value on a pro rata basis. In determining the value of the warrants, the fair value of the warrants issued were estimated using a Black-Scholes pricing model with the following weighted average assumptions used.

Risk-free interest rate	4.04%
Expected dividend yield	0.00%
Expected stock price volatility	78.00%
Expected life of warrants	3.0 years
Grant date fair value of warrant	\$0.028

The Company paid cash finder's fees of \$6,563 and issued 131,250 finder's fee warrants to finders acting on behalf of the Company in connection with the placement. Each finder's fee warrant is exercisable into one common share of the Company at \$0.08 per share for thirty-six months from the closing date. The finder's fee warrants were recorded at their fair value at time of issuance and shown as part of share issue costs netted against share capital. The terms and assumptions used were the same as those for the warrants above.

Issuances of common shares in 2023

On July 31, 2023, the Company completed a first tranche of a private placement through the issuance of 3,210,000 units at a price of \$0.09 per unit raising \$288,900 and on August 15, 2023 the Company completed a second tranche through the issuance of 494,000 units for gross proceeds of \$44,460, and on September 11, 2023 the Company completed the final tranche through the issuance of 296,000 units for gross proceeds of \$26,640. Each unit consists of one common share and one whole common share purchase warrant of the Company. Each warrant entitles the holder to acquire one common share of the Company at an exercise price of \$0.13 per share for a period of twelve months from the closing dates. The expiry dates of the warrants may be accelerated by Zephyr at any time if the volume weighted average trading price of the common shares is greater than or equal to \$0.26 for any 20 consecutive trading days. If this occurs, the Company may accelerate the expiry date of the warrants by issuing a press release announcing the reduced warrant term whereupon the warrants will expire on the 30th calendar day after the date of such press release. In determining the value of the warrants, the fair value of the warrants issued were estimated using a Black-Scholes pricing model with the following weighted average assumptions used.

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

Risk-free interest rate	4.9%
Expected dividend yield	0.00%
Expected stock price volatility	74.13%
Expected life of warrants	1.0 years
Grant date fair value of warrant	\$0.017

The Company paid cash finder's fees of \$17,073 and issued 189,700 finder's fee warrants to finders acting on behalf of the Company in connection with the placement. Each finder's fee warrant is exercisable into one common share of the Company at \$0.13 per share for twelve months from the closing dates. The finder's warrants are subject to the same acceleration clause as the unit warrants. The finder's fee warrants were recorded at their fair value at time of issuance and shown as part of share issue costs netted against share capital. The terms and assumptions used were the same as those for the warrants above.

Warrants

On May 31 2024 the Company issued warrants as part of the private placement as described above. A summary of the change in warrants for the periods ended June 30, 2024 and December 31, 2023 is provided below:

	Number of Warrants	Weighted Average Exercise Price	Weighted Average Years to Expiry
At January 1, 2023	4,164,500	0.120	0.93
Issued	4,189,700	0.130	
Expired	4,164,500	0.120	
At December 31, 2023	4,189,700	0.130	0.60
Issued	4,131,250	0.080	
Expired	-	-	
At June 30, 2024	8,320,950	0.105	1.50

Share-based compensation plan

The Company has an incentive share-based compensation plan (the "Plan") which permits the Board of Directors to grant stock option to directors, officers, employees and consultants. The total number of options issued at any time cannot exceed 10% of the issued and outstanding common shares of the Company unless shareholder and regulatory approval are obtained. Options are granted at a price no lower than the market price of the common shares less any discounts allowed by the TSXV at the time of the grant. Options granted under the Plan have a maximum term of ten years.

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

During the six-month period ended June 30, 2024, an aggregate of 1,400,000 stock options expired with a weighted average exercise price of \$0.24. The Company has not granted any stock options to date in 2024.

On January 17, 2023 the Company granted stock options to officers, directors and consultants to purchase 1,200,000 common shares of Zephyr. The exercise price of the stock options is \$0.11 per share and the options expire five years from the date of grant.

In determining the share-based payments expense the fair value of the options issued were estimated using a Black-Scholes option pricing model with the following assumptions:

Risk-free interest rate	3.76%
Expected dividend yield	0.00%
Expected stock price volatility	86.54%
Expected life of options	5 years
Fair value at grant date	\$0.072

A summary of the change in stock options for the periods ended June 30, 2024 and December 31, 2023 is provided below:

	Number of Options	Weighted Average Exercise Price	Weighted Average Years to Expiry
At January 1, 2023	5,700,000	0.21	2.9
Issued	1,200,000	0.11	
At December 31, 2023	6,900,000	0.19	2.3
Expired	1,400,000	0.24	
At June 30, 2024	5,500,000	0.18	2.1

10. RELATED PARTY TRANSACTIONS

Transactions were in the normal course of operations and were measured at the exchange amounts, which are the amounts agreed to by the related parties. Included in accounts payable and accrued liabilities is \$29,012 (2023 - \$37,186) due to parties related to officers and directors.

The remuneration of directors and other members of key management personnel during the six months ended June 30, 2024 and 2023 were as follows:

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

	2024		2023	
Salaries and consulting fees	\$	25,605	\$	106,050
Share-based payments		-		93,498
	\$	25,605	\$	199,548

The CFO has agreed to a long-term deferral of fees for the first quarter of 2024, in the amount of \$25,605 (2023 - nil), by way of a promissory note. The promissory note is non-interest bearing and unsecured with a repayment date of January 31, 2026, or such other date as agreed to by the CFO and the Company.

11. FINANCIAL INSTRUMENTS

The Company has designated its cash and cash equivalents as fair value through income or loss; accounts receivable and accounts payable and accrued liabilities are carried at amortized cost.

Management of capital risk

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company. The Company considers capital to be cash and cash equivalents. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. Additional funds will be required to finance the Company's Exploration and Evaluation Assets. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

Fair value

The book value of cash and cash equivalents and accounts payable and accrued liabilities all approximate their fair values at the balance sheet dates, due to the relative short-term maturity of the instruments.

Credit risk

The Company is exposed to credit risk with respect to its cash and accounts receivable. The credit risk associated with cash is minimal as cash has been placed with a major Canadian financial institution with strong investment-grade ratings by a primary ratings agency. The Company is not exposed to significant credit risk with respect to accounts receivable, as the entire amount due is from a government agency.

Liquidity risk

The Company's approach to managing liquidity risk is to arrange equity financings in a timely manner so as to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2024, the Company had a cash balance of \$217,330 to settle

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

current liabilities of \$62,282. All of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms. Other than as discussed herein, the Company is not aware of any trends, demands, commitments, events or uncertainties that may result in the Company's liquidity or capital resources either materially increasing or decreasing at present or in the foreseeable future.

Market risk

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

(a) Interest rate risk

The Company is not exposed to significant interest rate risk due to the short-term maturity of its monetary assets and liabilities.

(b) Foreign currency rate risk

Although the Company's principal exploration asset is based in the United States of America, the low annual maintenance costs have led the Company to conclude that it does not believe it is exposed to any significant foreign currency risk at the present time. In addition, the Company has incurred some nominal cost on its operations in Zimbabwe. Transactions in both countries are predominantly in US\$. However, as the foreign currency expenditures to date have been minimal, the Company has concluded that it is not exposed to any significant foreign currency risk at the present time.

(c) Other price risk

Other price risk is the risk that the fair or future cash flows of a financial instrument will fluctuate because of changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is not exposed to other price risk.

Financial instruments disclosure requires a statement of the inputs to fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement. The three levels of fair value are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities;
- Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and;
- Level 3 - Inputs that are not based on observable market date.

The Company has valued all of its financial instruments at Level 2.

12. SEGMENTED INFORMATION

ZEPHYR MINERALS LTD.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (Expressed in Canadian dollars) Three Months Ended June 30, 2024

The Company's operating segments include an exploration and evaluation property in Colorado, USA, an evaluation property in Zimbabwe and a corporate office in Halifax, Nova Scotia, Canada.

As at June 30, 2024:

Country	Cash and cash equivalents	Mineral Properties	Receivables, bonds & prepaids	Current Payables	Profit (Loss)
Canada	\$199,642	\$ -	\$ 7,103	\$ 54,401	\$ (103,709)
USA	17,466	5,040,306	100,516	7,878	(1,355)
Zimbabwe	222	14,042	-	-	(7,223)
	<u>\$ 217,330</u>	<u>\$ 5,040,348</u>	<u>\$ 107,619</u>	<u>\$ 62,279</u>	<u>\$ (112,287)</u>

As at December 31, 2023:

Country	Cash and cash equivalents	Mineral Properties	Receivables, bonds & prepaids	Current Payables	Profit (Loss)
Canada	\$108,650	\$ -	\$ 20,486	\$ 61,543	\$ (463,093)
USA	7,421	5,026,276	99,121	1,136	(1,419,359)
Zimbabwe	729	14,042		1,343	(197,818)
	<u>\$ 116,800</u>	<u>\$ 5,040,318</u>	<u>\$ 119,607</u>	<u>\$ 64,022</u>	<u>\$ (2,080,270)</u>