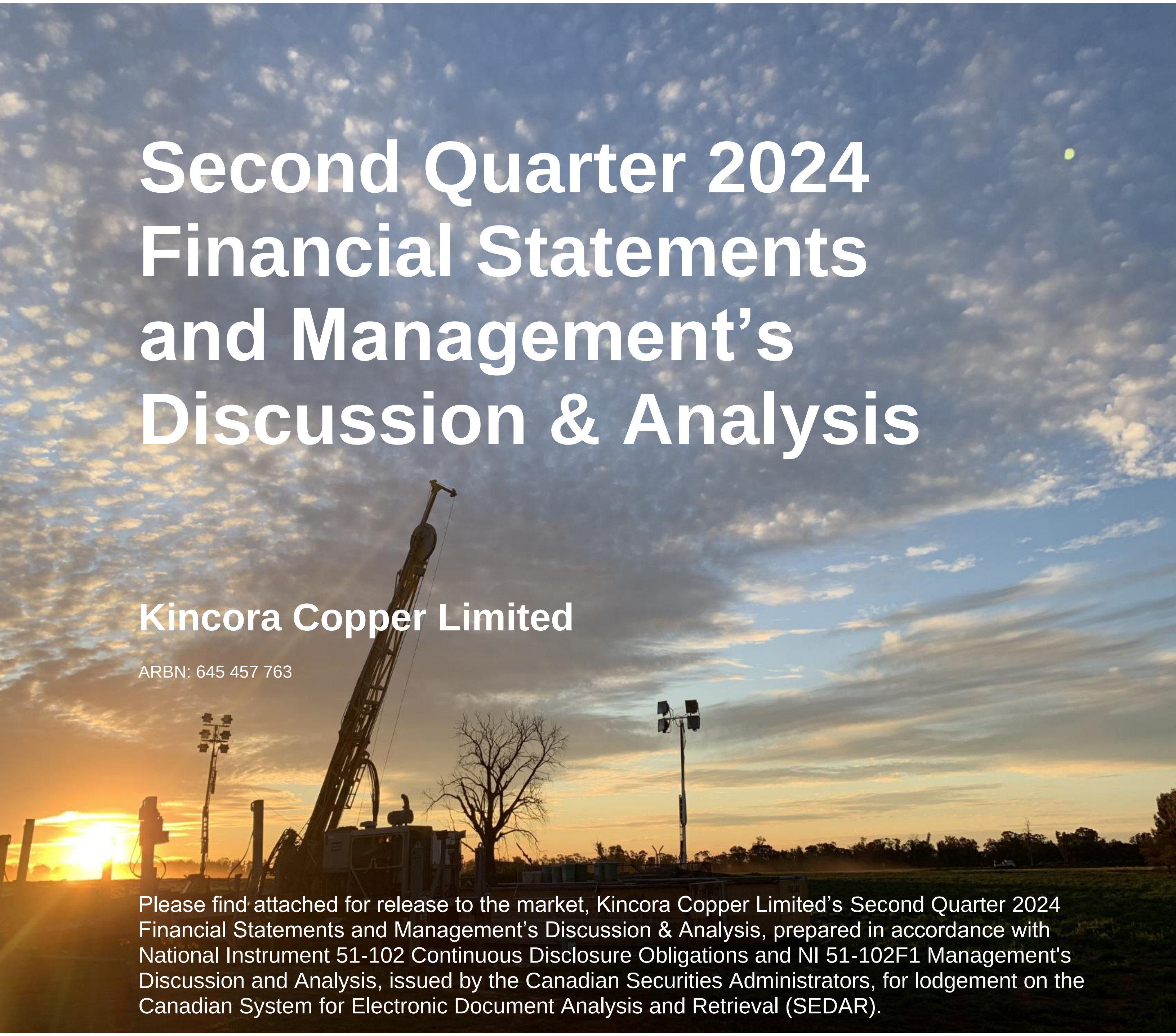

Second Quarter 2024 Financial Statements and Management's Discussion & Analysis

Kincora Copper Limited

ARBN: 645 457 763

Please find attached for release to the market, Kincora Copper Limited's Second Quarter 2024 Financial Statements and Management's Discussion & Analysis, prepared in accordance with National Instrument 51-102 Continuous Disclosure Obligations and NI 51-102F1 Management's Discussion and Analysis, issued by the Canadian Securities Administrators, for lodgement on the Canadian System for Electronic Document Analysis and Retrieval (SEDAR).

August 14, 2024

This announcement has been authorized for release by the Board of Kincora Copper Limited (ARBN 645 457 763)

Website: www.kincoracopper.com Email: enquiries@kincoracopper.com

Kincora Copper Limited

(An Exploration Stage Company)

MANAGEMENT'S DISCUSSION AND ANALYSIS

Expressed in Canadian Dollars

FOR THE SIX-MONTH PERIOD ENDED JUNE 30, 2024

As at August 12, 2024

Introduction

The following Management's Discussion and Analysis (*"MD&A"*) of the Company has been prepared as of August 12, 2024, and reported in Canadian dollars. This MD&A should be read in conjunction with the interim condensed consolidated financial statements of Kincora Copper Limited and the notes thereto for the six-month period ended June 30, 2024, which have been prepared using accounting policies consistent with International Financial Reporting Standards ("*IFRS*"). In addition, the consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Management is responsible for the preparation and integrity of the consolidated financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including the consolidated financial statements and *MD&A*, is complete and reliable.

Additional information relating to the Company, including most recent financial reports, are available on the Canadian System for Electronic Document Analysis and Retrieval ("*SEDAR*") at www.sedar.com, on the Australian Securities Exchange ("*ASX*") announcements platform under the Company's code 'KCC' and on the Company's website at www.kincoracopper.com.

Business Overview

Kincora Copper Limited (the "*Company*" or "*Kincora*") is an active explorer and project generator focused on world-class copper-gold discoveries. Kincora's portfolio includes district scale landholdings and scale-able drill ready targets in both Australia and Mongolia's leading porphyry belts, the Macquarie Arc and Southern Gobi, respectively.

The Company is a leading listed pure play explorer in one of the most significant gold rich porphyry regions in the world, the Macquarie Arc within the Lachlan Fold Belt ("*LFB*"), located in the Central West of New South Wales ("*NSW*") in Australia. This region has multiple world-class mining operations, an established exploration and mining culture, excellent existing infrastructure, a supportive government environment and multiple recent private sector exploration, development and mining successes.

Kincora has assembled an industry leading technical team who have made multiple world-class copper and gold discoveries, who have "*skin in the game*" equity ownership, and, backed by a consolidated and sophisticated shareholder register (insiders owning over 45% of the Company, with the top 10 shareholders approximately 60%).

During 2023, Kincora made three major shifts in corporate strategy to lay the foundations to create and realize value from its two district-scale porphyry project portfolios.

The first step taken was the strategic review process for the wholly owned Mongolian portfolio, following the Company's focus having pivoted to NSW in 2019/2020 and with recent activities having capital efficiently advanced the Mongolian portfolio (including securing a mining license, announcing a maiden JORC resource and updated exploration target, and, making a new (third) intrusive complex discovery).

This divestment process has just successfully concluded with Kincora having secured a funded, successful and motivated ASX listed partner for the Mongolian assets. The Company has retained upside to these assets by becoming this ASX listed partners largest shareholder via an earn-in and carry/bullet payment and Net Smelter Royalty (NSR) model.

The second major shift in strategy was Kincora securing 100% ownership across all of the Australian projects (announced 3Q'2023, closed December 2023), concurrent with a strongly supported A$2 million capital raising.

Consolidating the project ownership and removing the prior carried interests increases the strategic value and attractiveness of the projects and Australian project portfolio. This portfolio already attracted interest from mid-tier and industry majors.

Importantly this milestone enabled a third leg to Kincora's action plan, providing for a potential pivot in funding strategy and investors at the asset level, not solely at the listed company level. It is also a catalyst for on-going discussions and negotiations. The fundamental motivator is unlocking and providing a path for realising value for shareholders (with different potential structures for each project).

These shifts in corporate strategy have been a catalyst for four recent agreements that have unlocked up to A$60 million in multi-year partner funding relating to a pipeline of the Company's non-flagship projects and also providing Kincora a management fee and cash flow from being current operator for one of these partnerships. Further deals that offer a clear value path and targeted partnerships are proposed.

Importantly this provides the Company a hybird approach to create shareholder value with catalysts from (i) securing further strategic projects, (ii) doing further deals with funding and technical partners, and, (iii) ramping up drilling providing shareholders economic exposure to potential Tier-1 copper-gold discoveries.

Kincora's first exploration partner, Earth AI, has commenced a maiden drilling program at the Cundumbul project (at its cost), which follows recent encouragement for Earth AI at two other NSW projects it has drilled at in the last 12 months. This program at Cundumbul will test the porphyry potential associated with anomalous copper geochemistry from outcropping hydrothermal breccias and skarns (the latter a key geological marker for the Boda-Kaiser deposits to the north in the same belt). The success-based exploration alliance seeks to leverage Earth AI's proprietary artificial intelligence and machine learning technology for generating, funding and drill testing targets, with Kincora retaining 100% ownership of the project. Earth AI gains economic exposure to the project via a new NSR only upon a new discovery ("qualifiying interval").

Geophysical surveys are ongoing following the recent partnership with Fleet Space Technologies Pty Ltd (Fleet Space) at the northern section of the Nyngan project. The surveys cover a regionally significant priority target identified by Fleet Space under a Research and Development grant agreement. The agreement follows Fleet Space recently completing the world's largest Ambient Noise Tomography (ANT) survey within the immediate district and building a proprietary AI-powered district scale copper prospectivity map. The Fleet Space surveys complement the proposed upcoming maiden drilling program of the northern section of the Nyngan project.

During the last quarter, the Company signed a definitive multiple-phase Earn-in and Joint Venture Agreement with a wholly owned subsidiary of AngloGold Ashanti plc (AngloGold Ashanti) (NYSE: AU; JSE: ANG) for the Nyngan and Nevertire projects. AngloGold Ashanti has the right to spend up to A$50 million to earn a 80% interest. Under the agreement a wide range of virgin, large intrusive-related copper-gold targets will be drill tested with the ambition of confirming a new district, or series of new district-scale discoveries.

Subject to permitting, access and weather conditions, a maiden drilling program at the northern section of the Nyngan project is anticipated to commence from mid-September and will continue until the summer break, comprising up to eight holes for an estimated 4000-5000 metres. Recent planning and targeting activities have significantly expanded the number of targets, the drilling necessary to test a series of major and previously-undrilled interpreted magmatic complex targets at the Nyngan Project. This first program will test the potential for up to eight separate large intrusive complex targets.

Subsequent to the June quarter, the Company signed a binding Earn-In Term Sheet relating to the wholly owned Mongolian assets (Mongolia Agreement) with Woomera Mining Limited (ASX: WML, Woomera). Woomera has the right to spend up to US$4 million over a period of 5 years to earn a 80% interest (in two phases) and may elect to then:

- purchase the remaining 20% interest from Kincora for US$10 million cash consideration and a 1% NSR;

or,

- enter into a shareholders agreement whereby Kincora is free carried until the point of a Final Investment Decision (FID) for project development (minimum reserve of 1Moz gold equivalent)

Woomera is a well creditentialed partner with a highly successful team and strong shareholder register, and has concluded a raising to support the Mongolia Agreement. A high impact field program proposed from next month including new discovery and resource expansion drilling coupled with a second mining license conversion. Kincora will become Woomera's largest shareholder and receive A$100,000 in total cash payments.

For over a year the Company has not drilled as it has looked to shift corporate strategy in light of changing market conditions. Following various recent funding and technical partner agreements the Company's direct and indirect exposure to drilling activities is ramping up with up to 10,000m of partner funded drilling testing up to 14 targets expected in the next 6 months. Kincora targets increasing this to over 30,000m of annual drilling.

The Company remains extremely bullish on the medium to longer-term fundamental outlook for copper. The industry has seen multiple billion dollar M&A in NSW during 2023, from the exploration stages (including four recent earn-in and joint venture agreements supporting potentially over A$200m in expenditure) to producing mines (eg Evolution Mining's acquisition of 80% of Northparkes for up to A$720m, A$1.3b sale of the CSA mine (supporting Metals Acquisition's recent dual listing and A$325m raising on the ASX), and, Newmont's acquisition of Newcrest.

The Kincora corporate office is in Vancouver, and operating offices in Ulaanbaatar (Mongolia) and field camps in Trundle (NSW) and the Southern Gobi (Mongolia).

The Company is a reporting issuer in Ontario, British Columbia and Alberta, Canada, with its common shares trading on the TSX Venture Exchange and Chess Depositary Interests ("CDIs"), trading on the ASX under the symbol **KCC**. As at August 2nd, 2024, the Company has 42.3 million shares listed on the TSX Venture Exchange and 204.9 million CDIs on the ASX.

For further information please refer to our website: www.kincoracopper.com, with detailed project level summaries and presentations available under the "*Projects*" tab.

In all aspects of our business, the Company retains our focus on the safety and wellbeing of our staff, engaging with stakeholders and creating shareholder value.

Operational and Corporate Highlights

Highlights for the six-month period ended June 30, 2024 include:

- **Artificial intelligence partner drilling new copper targets at Cundumbul project:** *Kincora's exploration alliance partner Earth AI Pty. Ltd. (Earth AI) in May commenced its maiden and first phase drilling program at the Cundumbul project, testing a number of new copper targets. Earth AI's Artificial Intelligence and field based exploration has generated a pipeline of new intrusion related copper targets in the central portion of the project which are now being tested for the first time and at Earth AI's cost. Only upon a new discovery (qualify intercept) does Earth AI gain an economic interrest to the project via a Net Smelter Royalty ("NSR"). Results are pending.*

- **Up to A$50 million earn-in and joint venture agreement:** *In May, Kincora executed the definitive multiple-phase earn-in and joint venture agreement that outlines the terms under which AngloGold Ashanti plc may earn into the wholly owned Nyngan and Nevertire projects.*

- **New major, virgin porphyry complex and drill targets secured:** *In June, Kincora secured the Wongarbon project as open ground. The new project is considered a compelling untested Macquarie Arc porphyry complex, with analogues to nearby porphyry complexes and existing Tier 1 deposits in the Arc and aeromagnetic signatures of other globally significant porphyry deposits. Wongarbon has never been drilled and has a number of immediate high priority targets for drilling.*

- **Kincora announces change to the board and issuance of options:** *In June non-executive director Ray Nadarajah transitioned to an advisory role, having stood down from the board.*

  The Company also announces that it has granted an aggregate of 24.5 million incentive stock options to certain board members, senior management and advisers of Kincora (the optionees). Each option is exercisable into one common share in the capital of the company at an exercise price of $0.05 per common share with expiry two years following the date of grant.

Subsequent to period end

- **ANT and gravity geophysical surveys at the Nyngan project:** *Ambient Noise Tomography (ANT) and gravity geophysical survey partnership formed with Fleet Space at the Nyngan project. A two phase regional and infill surveys commenced in early August. The surveys cover a regionally significant priority target identified by Fleet Space under a Research and Development grant agreement and are expected to complement near-term drilling activities.*

- **Kincora secures funded, successful and motivated partner for Mongolian assets:** *In August, the Company announced the successful completion of the strategic review process for the wholly owned Mongolian assets has resulted in a binding Earn-In Term Sheet (Mongolia Agreement) with Woomera Mining Limited (ASX: WML, Woomera). Woomera has an obligation to drill this field season and may eventually earn into the Company's wholly owned Mongolian subsidiaries and thereby obtain exposure to the Company's Bronze Fox copper-gold project.*

  A high impact field program is proposed from next month including new discovery and resource expansion drilling coupled with a second mining license conversion. Kincora will become Woomera's largest shareholder and receive A$100,000 in cash payments. The scrip component provides highly attractive upside to success and the advancement of the fourth major porphyry district in the world-class Southern Gobi copper belt.

- **Kincora and AngloGold Ashanti's first drilling program:** *In August, Kincora announced the first ever copper-gold focused drilling program at the northern portion of the Nyngan project will shortly commence with earn-in partner AngloGold Ashanti. The program seeks to test new district-scale potential with up to eight large intrusive complex targets to be drill-tested for the first time in this initial first phase program.*

  Approximately 6 to 8 drill holes for an estimated 4000-5000 metres are budgeted before the summer break. Kincora is managing the program and will receive a 10% management fee.

President and chief executive officer Sam Spring, and chairman Cameron McRae commented:

"Kincora is delivering on our corporate strategy with four recent deals that have unlocked up to A$60 million in multi-year partner funding relating to a pipeline of the Company's non-flagship projects, also providing a management fee and cash flow from being the current operator for one of these partnerships. Further deals that offer a clear value path and targeted partnerships for our 100% owned tenements are proposed.

After not drilling for a year, as we have been focused aligning the business for a sustained next phase of drilling and to the scale of our project portfolio, we are very pleased to be ramping up exposure to multiple drilling programs. Our shareholders are expected to now have exposure for to up to 10,000 metres of *drilling in the next six months with a target to increase this to over 30,000 metres of annual drilling going forward."*

Macquarie Arc, Australia portfolio

Kincora holds district scale positions within highly prospective settings on the key belts of the Macquarie Arc.

The corporate appeal of the district is evident from the multiple billion dollars of M&A during 2023; from one of the world's most profitable hard rock projects (Cadia), to multiple significant exploration focused transactions.
Kincora's projects:

- Sit in highly prospective locations of the key belts of the Lachlan Fold Belt
- Are at advanced stages of exploration and/or host large scale footprints
- Demonstrate hallmarks of neighbouring world-class deposits
- Benefit from existing infrastructure and favourable ESG considerations

Kincora in December 2023 consolidated a 100% interest in all its NSW projects and in August 2024 concluded the strategic review for the Mongolian project portfolio.

This strategy supports attracting potential asset partners for our Tier-1 scale copper-gold porphyry projects. These core projects include Trundle, Fairholme (+/- Jemalong), the Northern Junee-Narromine Belt portfolio (Nyngan, Nevertire and Mulla), the Condobolin project and recent pegging of the Wongarbon project.

Kincora's flagship and advanced projects with extensive confirmed mineral systems are the Fairholme and Trundle projects, which are proximal to and have common mineral system to existing world-class mines (Cowal and Northparkes respectively). The Company has recently consolidated the historical Condobolin mining district, situated within trucking distance to the Mineral Hill mine (which has capacity for third party ore) and within the southern section of the emerging Cobar Superbasin, with very encouraging first phase Kincora drilling results in 2024.

All NSW projects have designed drilling programs offering company making upside supported by strong technical merits in highly prospective locations and within established mineral belts.

Further details on the NSW project are also available at:
https://kincoracopper.com/lachlan-fold/ including an accompanying detailed summary presentation (December 2023).

<u>Northern Junee-Narromine Belt Project Portfolio</u>
Kincora's Northern Junee-Narromine Belt (the "*NJNB*") portfolio and strategy includes the wholly owned Nyngan, Nevertire and Mulla licenses covering 1,553.2km^2. The portfolio includes a large portion of what is interpreted by Kincora to be the most prospective and shallow to moderate covered part of the commonly accepted northwards extension of the Junee-Narromine Belt of the Macquarie Arc. Due to post mineral cover, there has been very limited prior drilling in this section of the belt relative to the southern section (see Figures 1 & 2). The NJNB offers true new district scale potential.

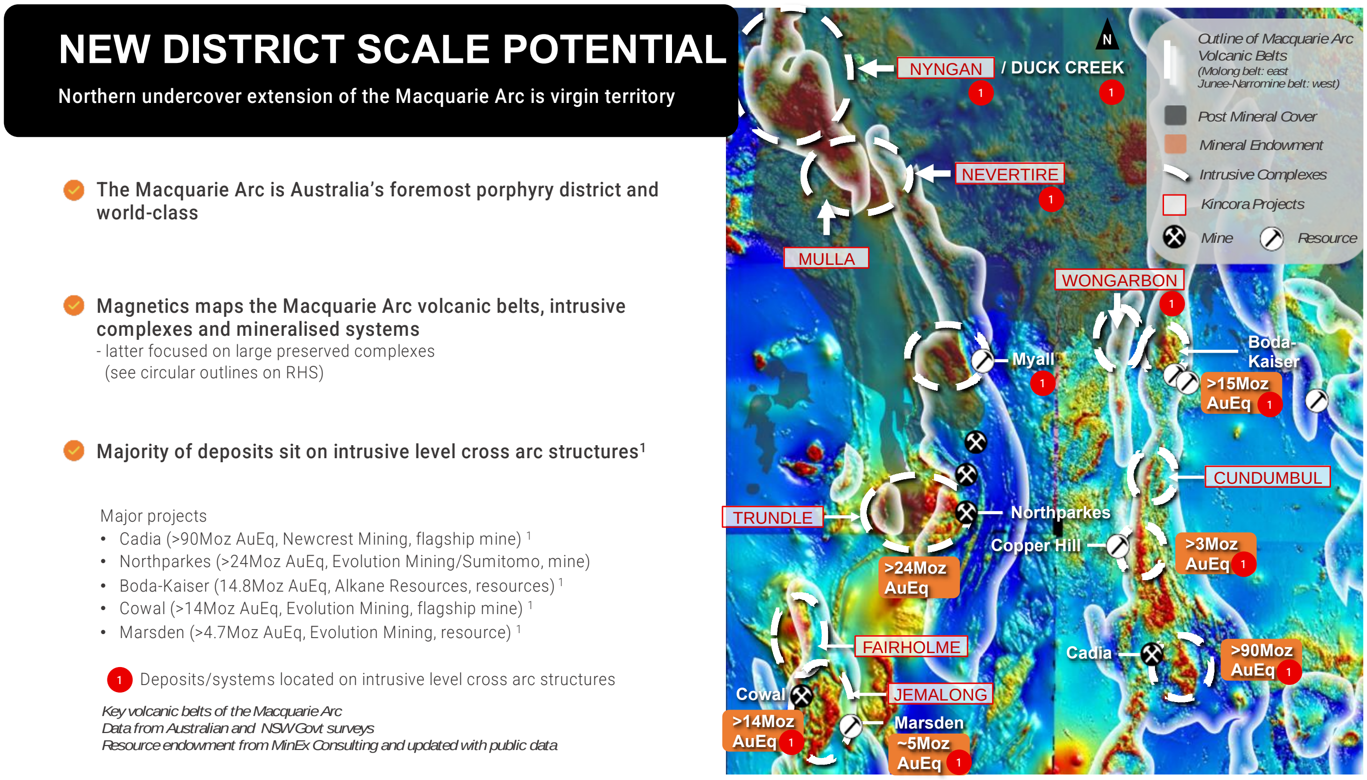

Figure 1: Magnetics maps Macquarie Arc volcanic belts, intrusive complexes and mineralised systems
Over 160Moz AuEq has been defined in the southern section of the Macquarie Arc and magnetics highlights the largest volcano-intrusive complex of the Macquarie Arc sits under post mineral cover to the north, a region that is relatively untested

Kincora was the early mover into the region, which is within a structural jog along the Junee-Narromine belt. This jog is favourably comparable to the Lachlan Transverse Zone and other NW-SE lineaments that have often been interpreted as fundamental controls on the formation of the porphyry related mineralised systems in the Macquarie Arc (e.g., Cadia, Northparkes, Boda-Kaiser and Cowal-Marsden).

The NJNB offers new district-scale discovery potential with spatial and temporal settings, coupled with magnetics, supportive of large-scale targets analogous to porphyry deposits located in the southern section of the Macquarie Arc and other globally significant porphyry districts (see Figure 2).

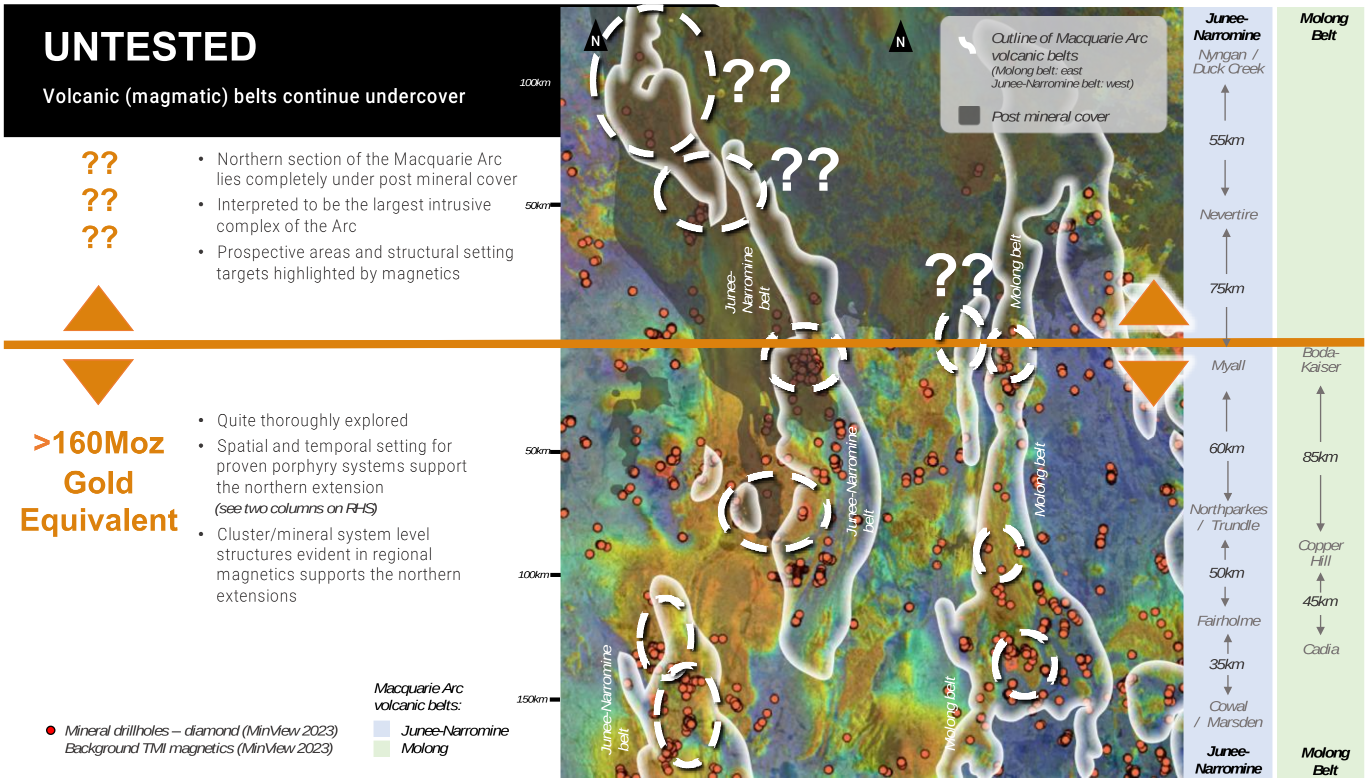

Figure 2: The Northern Junee-Narromine Belt is an untested district under the most mineral cover
Regional magnetics clearly maps the Macquarie Arc volcanic belts, intrusive complexes and mineralised systems – the latter focused on large transverse structures

The copper-gold potential of the NJNB and northern extension of the Molong belt is beginning to be recognised as they compare extremely favourably to other global porphyry hot spots for exploration and development. The district is now fully pegged. Across the wider district, under cover drilling is taking place at Boda-Kaiser (Alkane Resources), Myall (FMG and Magmatic), Wellington North (Magmatic), Cargo (Waratah), Duck Creek (Inflection and AngloGold Ashanti), Glenlogan (S2 Resource with Legacy) and Yarindury (Talisman).

As announced on May 28th 2024, during the period Kincora signed a definitive multiple-phase Earn-in and Joint Venture Agreement with a wholly owned subsidiary of AngloGold Ashanti plc (AngloGold) (NYSE: AU; JSE: ANG) for the Northern Junee-Narromine Belt Project, comprising the Nyngan and Nevertire licenses.

The key terms of the Agreement with AngloGold Ashanti Australia Limited, a wholly owned subsidiary of AngloGold Ashanti plc, covering the Nyngan (EL 8929) and Nevertire (EL 8960) projects, comprise:

- AngloGold may earn a 70% initial interest by incurring A$25 million in total expenditure on exploration in the initial earn-in period of up to seven years upon which a joint venture would be formed (Phase I). This includes a minimum expenditure of A$2 million within the first two years (Minimum Obligation). AngloGold is permitted to withdraw from the Agreement after satisfying the Minimum Obligation or payment of any shortfall.

- AngloGold can then earn an additional 10% interest (for a total interest of 80%) by completing a Pre-Feasibility Study (PFS) or by funding a further $25m of expenditure over an additional three years (Phase II).

- During the Minimum Obligation period, Kincora will operate and conduct all exploration activities as directed by an Exploration Management Committee that will comprise two members from each party, and be entitled to a 10% management fee.

The Agreement is otherwise on terms that are customary for similar agreements and includes the agreed principal terms of the proposed joint venture agreement that will apply if AngloGold Ashanti earns an interest in the NJNB tenements. All expenditure timelines under the Agreement can be accelerated.

Under the agreement a wide range of virgin, large intrusive-related copper-gold targets will be drill tested.

AngloGold Ashanti has now secured Earn-in and Joint Venture Agreements with both Kincora and Inflection Resources (AUCU.CSE) (Inflection) covering ~8,000km^2 across the NJNB seeking to confirm a new globally significant porphyry district (or series of new districts). The scale of this portfolio is significantly larger than the Vicuna district in the Central Andes, which has been a recent example of the very significant value a new globally significant porphyry district can create with four large scale discoveries currently having a total current market value of over C$8 billion (and all being at the pre-development phase).

AngloGold has spent over A$6 million in exploration of the Inflection agreement area in its first year primarily focused on the Duck Creek target, located within 3km of the Nyngan license boundary, with recent encouraging results at the Canonba target on the Nyngan license boundary.

Separate to the agreement with AngloGold Ashanti, during the quarter Kincora announced a new Ambient Noise Tomography (ANT) and gravity geophysical survey partnership with Fleet Space for the Nyngan project. A two-phase regional and infill survey commenced in early August. The surveys cover a regionally significant priority target identified by Fleet Space under a Research and Development grant agreement and follows Fleet Space recently completing the world's largest ANT survey in the immediate district and having built a proprietary AI-powered district scale copper prospectivity map. The Fleet Space surveys are expected to complement Kincora and AngloGold Ashanti planned exploration and upcoming drilling.

On August 14, 2024, the Company announced plans of the first ever copper-gold focused drilling program at the northern portion of the Nyngan project with earn-in partner AngloGold Ashanti. Recent planning and targeting activities has significantly expanded the number of targets, the drilling activities needed and planned to test a series of major and previously undrilled interpreted magmatic complex targets.

This first phase program seeks to test new district-scale potential with up to eight large intrusive complex targets to be drill-tested for the first time. Approximately 6 to 8 drill holes are planned for an estimated 4000-5000 metres budgeted before the summer break. Kincora is managing the program and will receive a 10% management fee.

Further details and technical disclosures are available on Kincora's website.

Cundumbul Project

The Cundumbul project is located in the central Molong volcanic belt of the Macquarie Arc, approximately 30km south of Alkane's Boda-Kaiser porphyry project (Boda resource ~10.9Moz AuEq and Kaiser resource ~4.7Moz AuEq), 25km north of Copper Hill (>3Moz AuEq resource) and 70km north of Cadia (>90Moz AuEq endowment).

Last exploration efforts were lead by Mitsubishi Materials Corporation during an earn-in period (concluded 2015). Mineralised monzonitic intrusions have been identified at both the Andrews and Bells prospects, in the north and south respectively of the Cundumbul project, located over 10km apart.

More recent exploration by Sultan Resources at multiple common prospect mineral systems adjacent to the projects license boundary have returned extensive hydrothermal alteration, anomalous copper and gold, and further confirmed porphyry potential.

On October 6th, 2022, Kincora announced a success-based exploration alliance agreement with Earth AI Pty Ltd (“*Earth AI*”) to generate and drill test artificial intelligence and machine-based learning targets at the Cundumbul project. The agreement supports a co-funding and royalty model with Earth AI to spend up to A$4.5m generating and drill testing targets and to earn a royalty only upon a new drilling discovery (qualify intersection). The agreement does not affect the capital structure of the Company or ownership in the project, with Kincora consolidating 100% project ownership in December 2023.

After multiple field-based campaigns refining Earth AI’s artificial intelligence model and geological theses in late May 2024 a maiden diamond drilling program commenced. This first phase program of up to 1800m of diamond core drilling includes up to 3 holes at approximately 600m per hole.

This program seeks to test the porphyry potential associated with anomalous copper geochemistry from outcropping hydrothermal breccias and skarns (the latter a key geological marker for the Boda-Kaiser deposits to the north in the same belt). Field work by Earth AI has identified a 2.2km x 800m zone of anomalous surface copper associated with this zoned hydrothermal quartz breccia system (and open).

Field mapping, soil and rock chip sampling program is ongoing to test both north and southern strike extensions, and open zones to the west and east, including higher grade surface geochemical anomalies (up to 5.2% Cu).
The “success based” Exploration Alliance between Kincora and Earth AI is unlike a “classic earn-in and JV model”, with Kincora retaining 100% project ownership and Earth AI gaining a royalty only upon a new discovery (qualifying intercept).

The maiden drilling program at Cundumbul follows recent encouragement for Earth AI at two other NSW projects it has drilled at in the last 12 months (including magmatic-related platinum group elements (PGEs) and Ni-Cu-Fe sulphides at Legacy Mineral’s Fontenoy project).

Further details and technical disclosures are available on Kincora’s website.

Wongarbon

In June 2024, Kincora secured the Wongarbon project, covering 172.8km^2, located on the shallow to moderate covered extension of the Molong Belt of the Macquarie Arc (the eastern major parallel belt to the Junee-Narromine). The Wongarbon project has never been drilled and hosts compelling drill ready targets.

The Wongarbon Magnetic Complex is interpreted to be a composite volcanic and intrusive complex such as Cadia, Copper Hill and Boda-Kaiser on the Molong Belt, with analogous aeromagnetic signatures to other Macquarie Arc porphyry complexes (eg Cadia, Cowal, Northparkes, Boda-Kaiser, Marsden etc). The Wongarbon project was previously identified by Newcrest in 1996, target depth 300-400m, but not drill tested due to higher priority NSW targets driven by the Cadia Far East and Ridgeway discoveries.

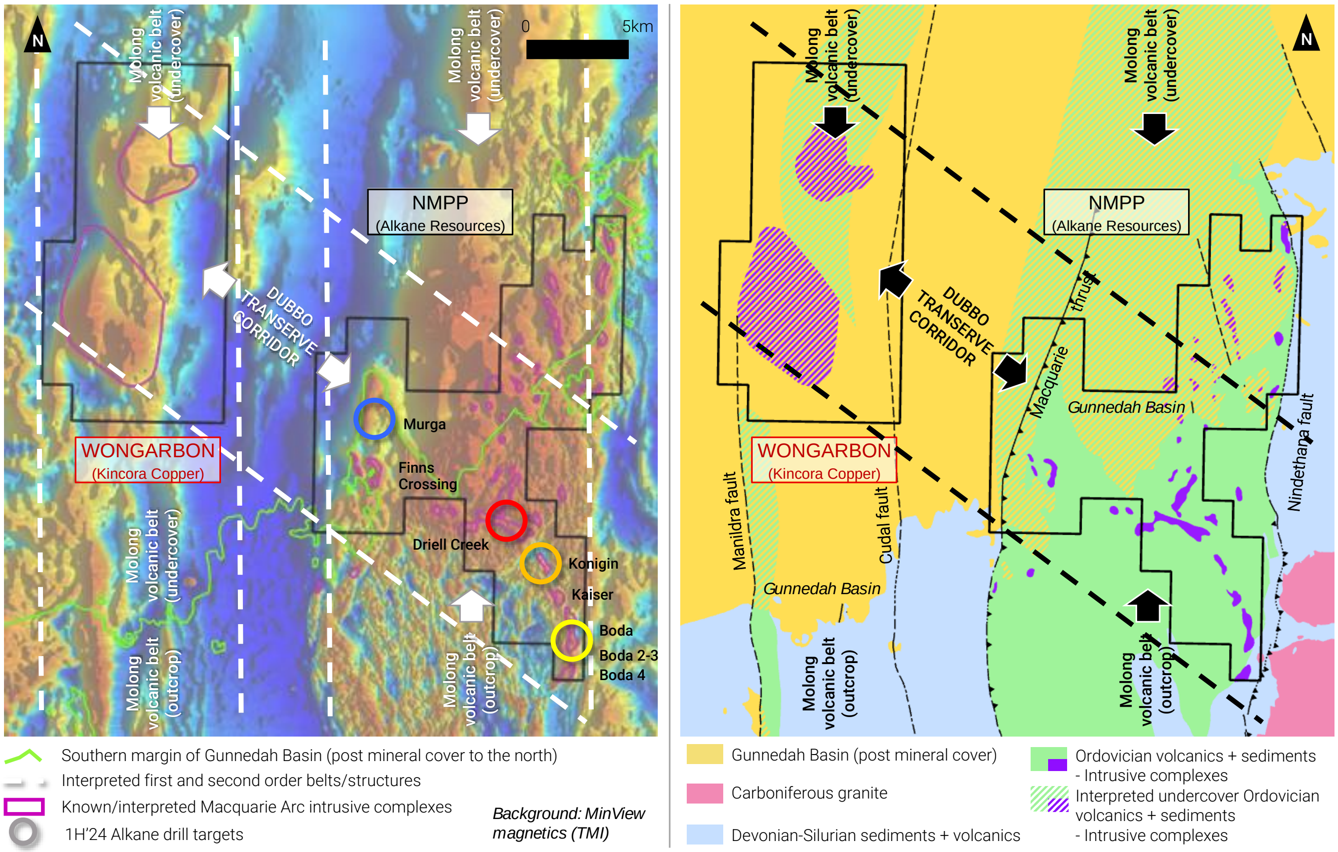

Figure 3: The Wongarbon project is located in a very favourable interpreted arc transverse structure with analogous signatures to other Macquarie Arc porphyry complexes
Giant Porphyry Copper Deposits occur in clusters within highly mineralised magmatic arcs located in favourable structural settings and the Wongarbon project is a compelling new, untested gold-copper porphyry complex opportunity

The project is situated on a linear parallel structure of the Molong belt (<10km from outcropping volcanics) and coincident oblique structural corridor (the "Dubbo" transverse corridor) from Alkane's Northern Molong Porphyry Project ("NMPP", resources >15Moz AuEq). The immediate region has been recognized as a new geoscience frontier by the Geological Survey NSW as Group 1 Mineral Allocation Area and the Wongarbon project is located only ~10km from current Alkane drilling.

Further details and technical disclosures are available at:
https://kincoracopper.com/wongarbon including an extensive project level presentation (March 2024).

Fairholme Project
The Fairholme project is located in the southern sector of the Junee-Narromine Belt of the Macquarie Arc in the Cowal block with license contiguous to Evolution Mining's flagship Cowal project.

The Cowal mine hosts a cluster of epithermal, quartz-carbonate-base metal-gold mineralization deposits across a 7.5 x 2km north-south oriented and structurally controlled "gold corridor", located on the western edge of Lake Cowal.

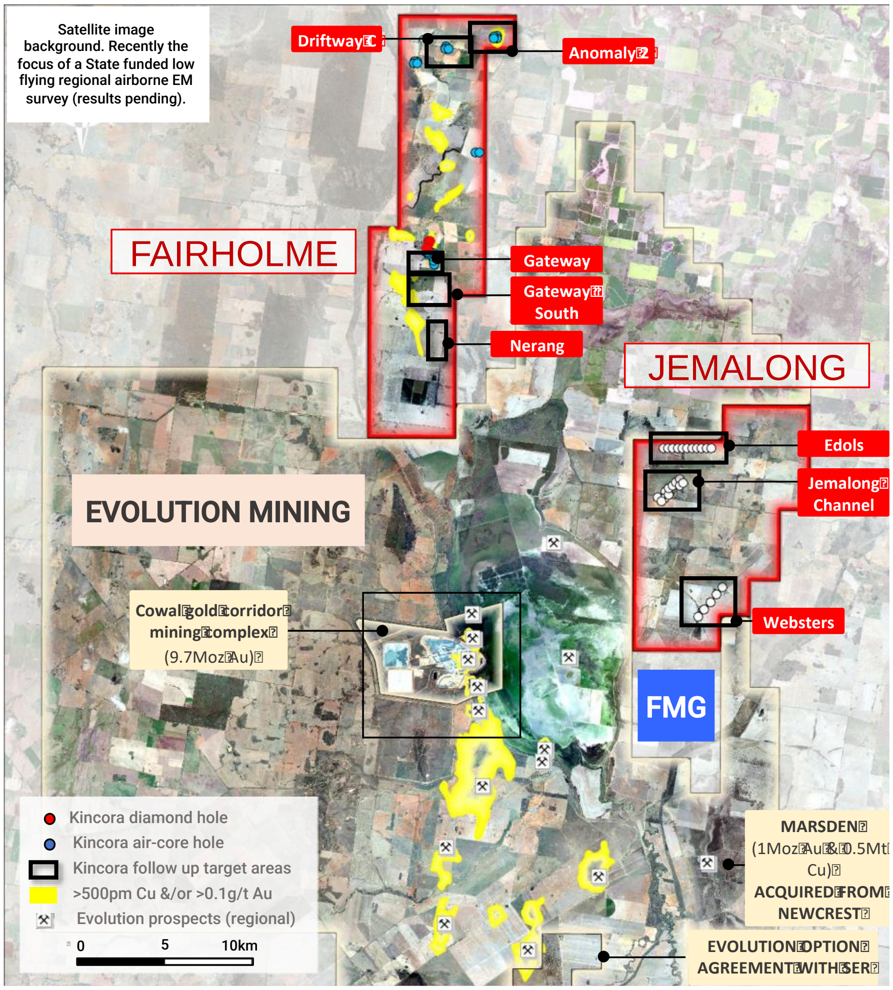

Figure 4: Fairholme – On mineralised trend and adjacent to the Cowal "gold corridor" and mine
The wider Cowal project hosts a approximately 15Moz gold and 0.5Mt copper endowment

Modern exploration in the Cowal region commenced following the discovery of porphyry mineralization in Goonumbla district (Northparkes), seeking to test a similar geophysical profile under generally shallow post mineral cover, with the large low grade E39 porphyry discovery and then Newcrest's discovery of the Marsden porphyry deposit within the Cowal block (>0.5Mt copper and >1Moz gold). Newcrest undertook the majority of drilling at Fairholme, total prior explorer drilling 62,768m for 641 holes, between 1990-2005.

The last exploration prior to Kincora's involvement at Fairholme was by Kaizen Discovery earning into the project (an Ivanhoe Electric group company, chairman Robert Friedland). Despite Kaizen recognizing the potential for Cowal style gold deposits (including prior results such as 8m at 5.2g/t Au and 6m at 1.4g/t Au from 114m and 60m depths respectively) its focus was the copper porphyry potential and undertook exploration to moderate-deep depths (including Typhoon™ Induced Polarization/Resistivity survey, magnetics and drilling). Kaizen left the project at the start of the last commodity cycle downturn (March 2016).

In 2015, Evolution Mining acquired the Cowal mine from Barrick and has since grown gold inventory from 3.4Moz to 9.7Moz (net of 1.7Moz mine depletion), with a target total endowment of approximately 15Moz Au (noting total historical production of 4Moz gold).

Previous explorers have largely underestimated the scale potential of the gold corridor at Cowal, and no drilling (prior to Kincora) has taken place at Fairholme since Evolutions rapid resource growth with the regions higher level gold endowment now far outshining the deeper copper porphyry potential (the latter generally the focus of previous explorers).

The Fairholme project is host to a number of advanced to early-stage exploration prospects across a 16km north-south mineralised strike, with relatively limited effective previous drilling having identified multiple and large intrusive related mineralised systems. Kincora's strategy is not restricted to focusing on copper porphyry targets, and seeks to benefit from the various exploration techniques and successes achieved by Evolution at Cowal and other modern exploration techniques applied within the Macquarie Arc.

Kincora's initial drilling program at the Fairholme project included completion of five diamond holes at the Gateway prospect located less than 15km along strike from the five epithermal, carbonate base-metal deposits that comprise the Cowal mine.

This Kincora program was completed in 2021, identifying zonation and controls to mineralisation with a mineralised system confirmed over 600m in strike. These results assisted with the design of a second phase and follow up air-core drilling program (completed in late 2022), which successfully both extend the southern mineralised trend and strike, and confirmed higher-grade potential.

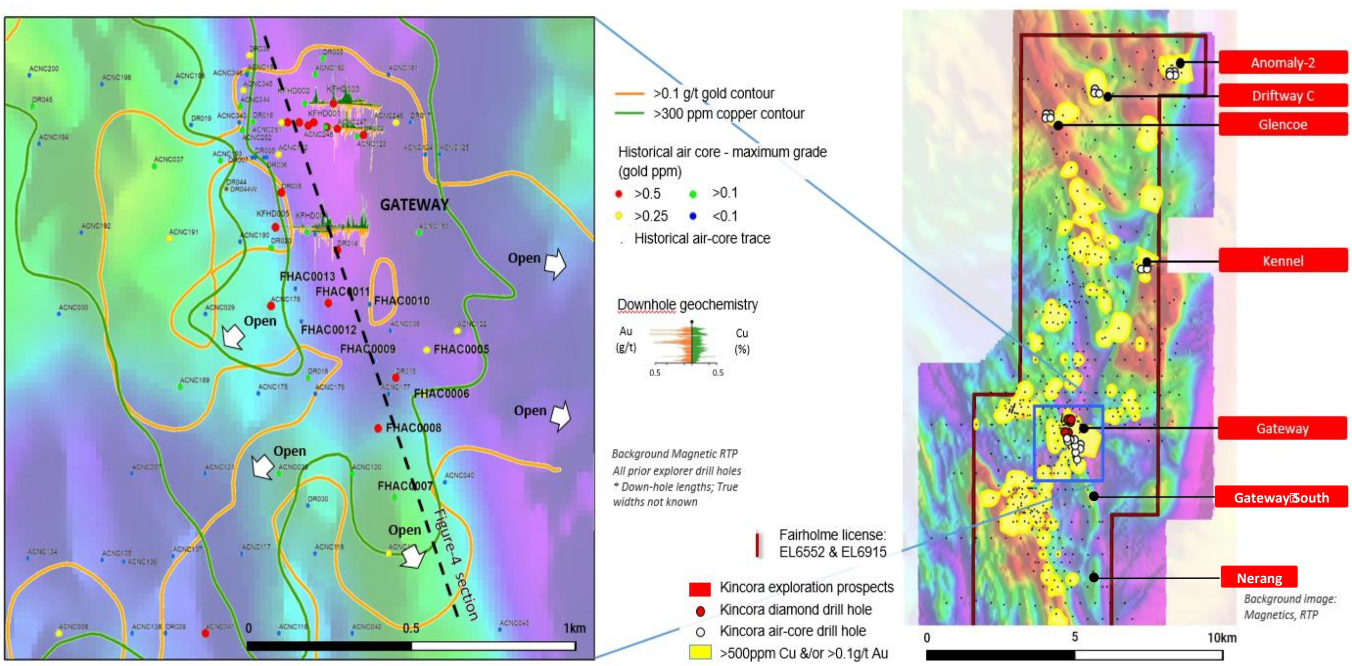

Figure 5: Gateway prospect strike >1.6km with vectors

Recent drilling returned anomalous gold and copper in all nine holes, including the 5th highest grade air-core interval to date at the Fairholme project (3.35g/t gold over 2m in hole FHAC008, noting a total of 552 prior explorer air-core holes)

Anomalous gold and copper results were returned in all nine air-core holes across a ~900m strike including the fifth highest grade air-core interval to date at the Fairholme project (3.35 g/t gold over 2m, from 52m in hole FDAC008).

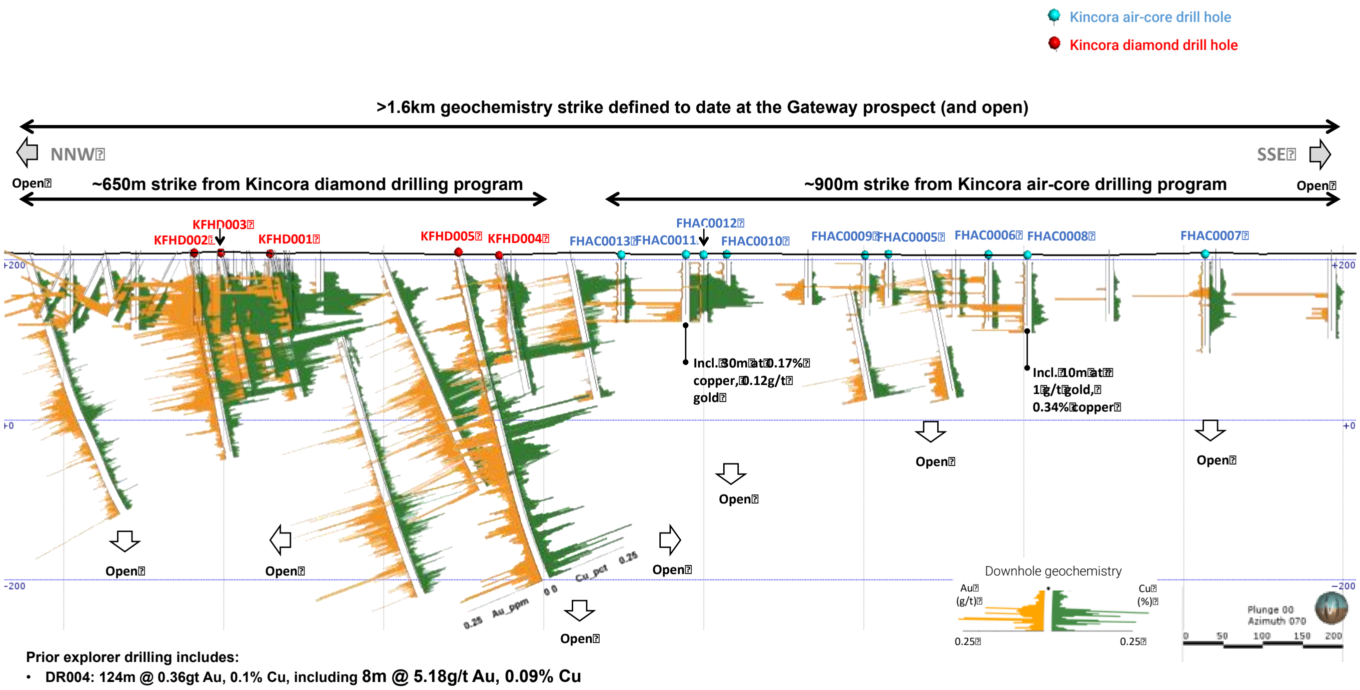

Figure 6: Gateway long section illustrates extensive mineralised system largely untested at depth and open
Long section to Figure 5

The first phase diamond drilling and second phase air-core program have confirmed a zoned and structurally controlled mineralised corridor across a greater than 1.6km strike at Gateway (and open). Plans are to continue to test the southern strike potential at the Gateway South and Nerang targets, which are situated on the key regional structure interpreted to be associated with the structurally controlled "gold corridor" at the adjacent Cowal gold mine.

Kincora was awarded during December 2021 a A$200,000 project drilling grant for the diamond and air-core drilling programs at the Gateway prospect under the New Frontiers Cooperative Drilling program from the NSW Government.

Subsequently, the 2022 Kincora air-core program also tested four other prospects, being the first drilling at these prospects since 1997. The program was analogous to the original Geopeko reconnaissance RAB drilling to bedrock program over many targets, largely selected on the basis of geophysical data and insufficiently followed up geochemical data. That program by Geopeko ultimately led to the discovery of the Cowal gold-base metal deposits and is an exploration strategy Kincora is looking to further replicate.

The Kincora air-core program successfully converted two of the four anomalies drilled to highly prospective targets. All holes drilled at the Driftway C target returned broad anomalous copper, including end of hole primary mineralisation. At the Anomaly 2 target, all holes drilled returned anomalous copper, with intrusion related anomalous copper and gold noted in half the holes.

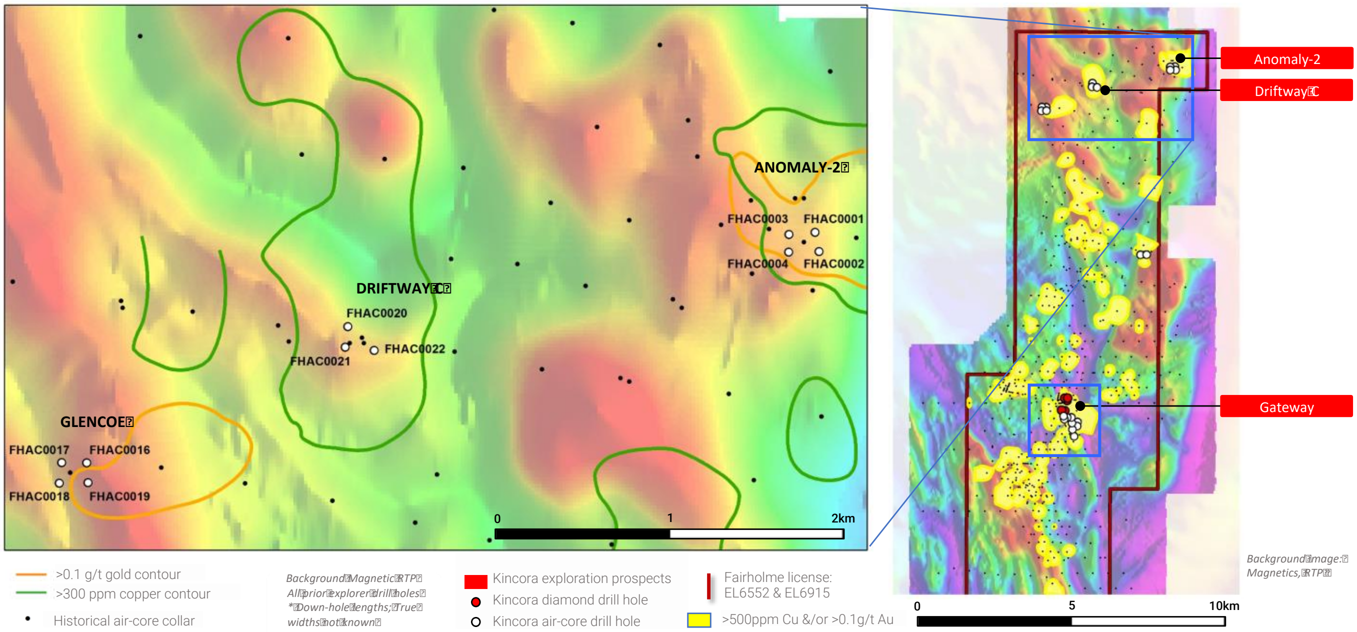

Figure 7: First drilling at northern prospects since 1997 delivers
Anomaly 2 and Driftway identified as highly prospective follow up targets - all Kincora holes returned anomalous copper

Follow up air-core and diamond drilling programs have been designed to expand the open near surface footprints and evaluate the untested potential for underlying porphyry gold-copper related systems at shallow to moderate depth at the Gateway (South), Nerang, Driftway C and Anomaly 2 targets (Figure 8).

Discussions with potential asset level partners continue, assisted by Kincora securing 100% ownership of the project in December 2023.

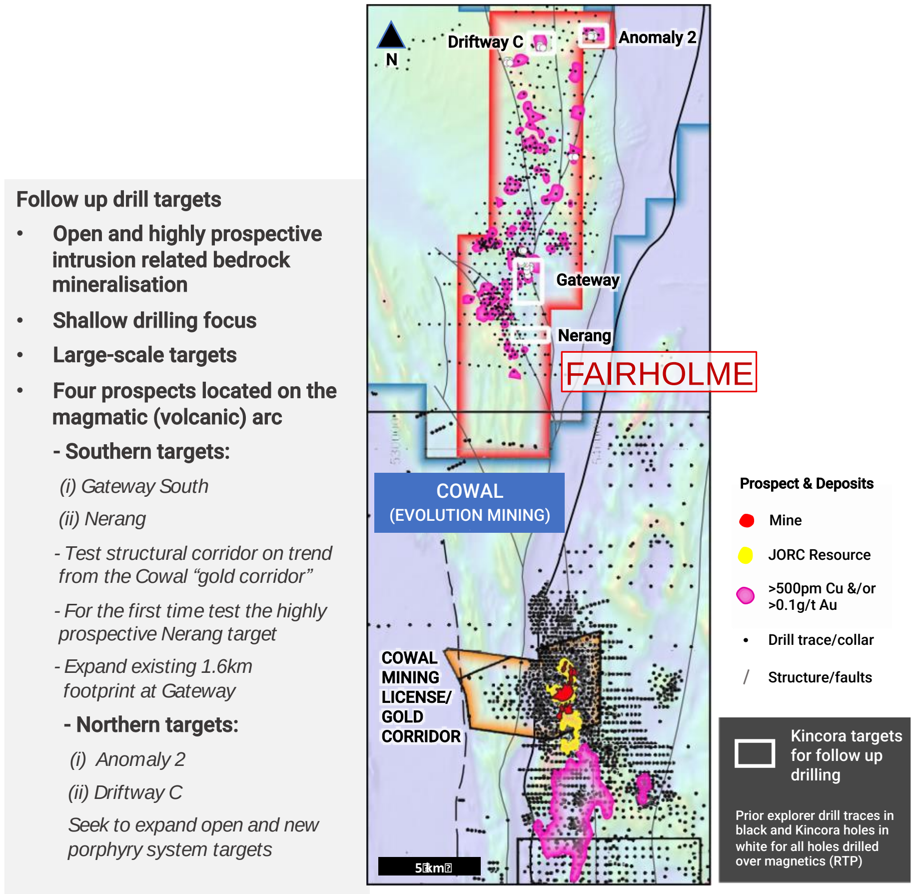

Figure 8: Four large-scale prospects identified for follow up drilling
In December 2023, Kincora consolidated a 100% interest in the Fairholme project

Further details and technical disclosures for the Fairholme project, and neighbouring Cowal mine, are available on Kincora's website.

Jemalong Project

The Jemalong project is located in the southern sector of the Junee-Narromine Belt of the Macquarie Arc in the Cowal block with license contiguous to Evolution Mining's flagship Cowal project, immediately on the other side of Lake Cowal, and ~12km north of the Marsden gold-copper porphyry deposit (~1Moz Au and ~0.5Mt Cu resource). In February 2024, FMG secured the license immediately adjacent to the south of the Jemalong project.

Jemalong was previously the focus of limited drilling by BHP and Newcrest targeting a major low-grade, high tonnage gold deposit amendable to open pit mining and hosts the potential for higher grade alkalic gold-copper porphyry systems (similar to Marsden) and/or intrusion related gold-base metals systems (similar to Cowal).

Kincora has identified three targets at the Jemalong project for drilling:

- Limited drilling has confirmed a mineralised porphyry system (open) at the Jemalong Channel prospect with step-out drilling required,
- Maiden drilling proposed at the Edols and Webster prospects, testing similar targets and settings that lead to the discovery of Marsden.

These targets and designed drill programs were successful with winning grants in the fourth round of the NSW Government's New Frontiers Cooperative Drilling grants program (December 2021). Due to significant regional and project level flooding these programs were not completed prior to the June 2023 deadline.

Discussions with potential asset level partners continue, assisted by Kincora securing 100% ownership of the project in December 2023.

Further details and technical disclosures for the Jemalong project are available at:
https://kincoracopper.com/jemalong-project/ including an extensive project level presentation (December 2023).

Trundle Project

The Trundle project is located in the Junee-Narromine volcanic belt of the Macquarie Arc, and between the Northparkes mine, Australia's second largest porphyry mine, and the Sunrise Energy Metals' large, low cost, long life Sunrise development stage, battery materials complex which is in immediate proximity to the Platina scandium project (latter acquired by Rio Tinto in 2023).

During 1H'2023, two neighbouring explorers also undertook drilling at the western and southern extensions of the Trundle project. Fortescue Metals Group ("*FMG*") completed drilling immediately adjacent to the south, testing the potential southern extension and associated magnetic anomalies of the 3.2km mineralised and magnetic corridor Kincora drilled during 2023 testing at the Dunn's-NE Gold Zone-Botfield prospects. Rimfire Pacific Mining completed a two rig program on the neighbouring western license, one drilling its Valley target adjacent to the northern section of the Trundle project, testing the western undercover extension of Kincora's Mordialloc target.

Historically small base metal and gold occurrences were mined at the Trundle project with a combination of open cut and underground workings. Numerous groups have carried out mineral exploration over the last 40 years (the last prior to Kincora being Robert Friedland's High Powered Exploration, a predecessor company to Ivanhoe Electric Inc (NYSE American: IE; TSX: IE), until the last commodity cycle downturn) focusing on porphyry copper-gold mineralisation associated with shoshonitic Ordovician igneous rocks like those at Goonumbla (Northparkes) and Cadia.

A total of 61,146m for 2208 holes of prior explorer drilling, mainly air-core, has taken place with over 90% of holes within 50m from surface. Extensive near surface mineralisation has been defined along a 10km north-south strike length with coincident (and largely untested) magnetic anomalies. Prior to Kincora only 11 holes have previously been drilled to depths greater than 250m.

Kincora has recognized that despite various positive indicators supporting deeper drilling that there had been a lack of drilling to intersect porphyry systems at depths similar to those at Cadia (>90Moz AuEq, host to five main porphyry and two skarn deposits), Northparkes (>24Moz AuEq, host to 22 porphyry discoveries, 9 of which have positive economics) and/or the more recent Boda-Kaiser discoveries (>15Moz AuEq and growing).

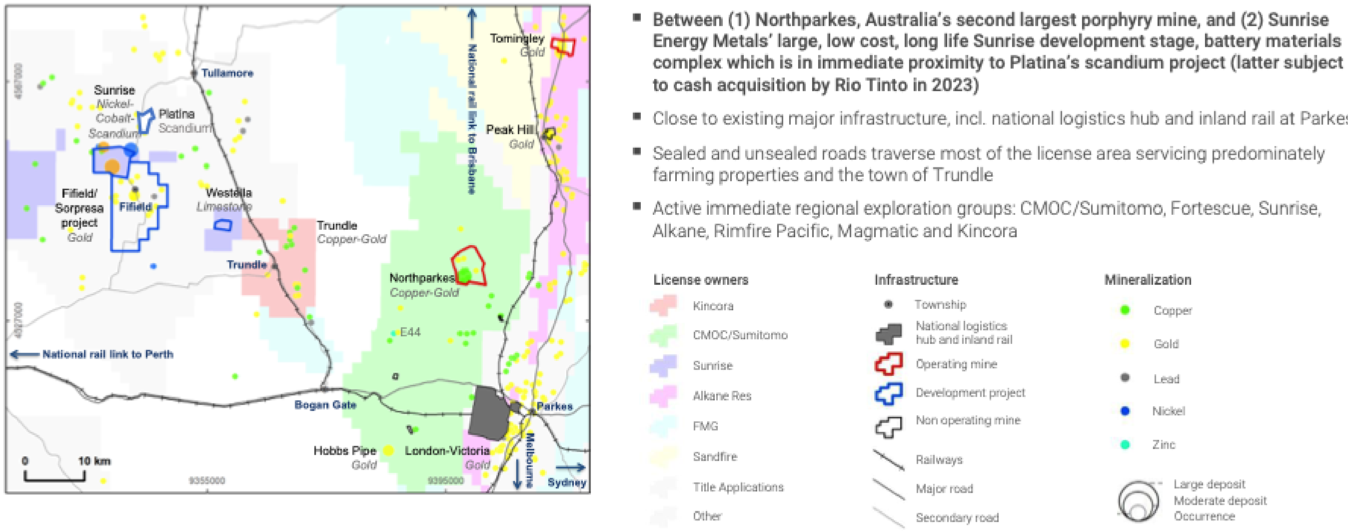

Figure 9: The Trundle project is centered between potentially two long life mining projects, including Australia's second largest porphyry mine (+ Rio Tinto's recent acquisition of Platina's scandium project)
The central west of NSW is an agricultural, mining, infrastructure and rail hub

Subsequently, Kincora's approach has been to develop a detailed 3D model to advance and refine geological interpretations, to identify mineralised trends, then rank and test targets. A key advancement has been the development of this 3D working model, based upon the observed and updated geological logging, and also incorporating the structural, alteration, geochemical and mineralogical results, coupled with geophysical inversions. This significantly improved geological understanding and has both guided and justified deeper drilling.

Before the 2023 phase of drilling, Kincora had completed 34 diamond holes for 23,513m with a focus in the southern portion of the license at the Trundle Park prospect with 25 holes and 16,224m (up to 1,032m depth). To date, Kincora has discovered two new porphyry intrusion areas (the Eastern and Central Zones) with associated skarn horizons, and more recently a down faulted extension to the wider system to the south - the "Southern Extension Zone" ("*SEZ*").

The skarn system at the Trundle Park prospect is currently believed to be one of the largest mineralised skarn systems in NSW, with the size of the skarn system providing significant encouragement for the size and metal tenor of the causative porphyry sources.

In late 2022, Kincora announced the highest primary mineralisation to date at the Trundle project in hole TRDD032 which returned: 34m @ 1.45 g/t Au, 0.25% Cu in skarn, including an interpreted porphyry vein that drove 2m at 19.9 g/t Au, 2.43% Cu, within a broad interval of 104m @ 0.59g/t Au and 0.11% Cu. While the interpreted porphyry vein in hole TRDD032 was less than 5 milometers width, it was very high grade, within a 40cm semi-massive interval that drove the 19.9g/t Au and 2.43% Cu over a 2 metre sample. The newly identified and interpreted first direct porphyry vein in the SEZ provides strong evidence for potential ore grade porphyry vein mineralisation.

Prograde and retrograde skarn alteration and mineralisation have been returned in all four holes to date within the SEZ (holes TRDD029-32), with no causative porphyry intrusive source yet confirmed. Ore grade gold-copper in skarn has been intersected within the SEZ over a 330m SSE strike and 225m W-E wide system, which is open, with drilling in 2023 extending this system across a major regional fault into the Botfield prospect. The intersected tabular, bedded, mineralised skarn system across multiple horizons (with greater than 120m cumulative skarn widths in three of the four holes in the SEZ) has assisted to provide various geological vectors for follow up drilling.

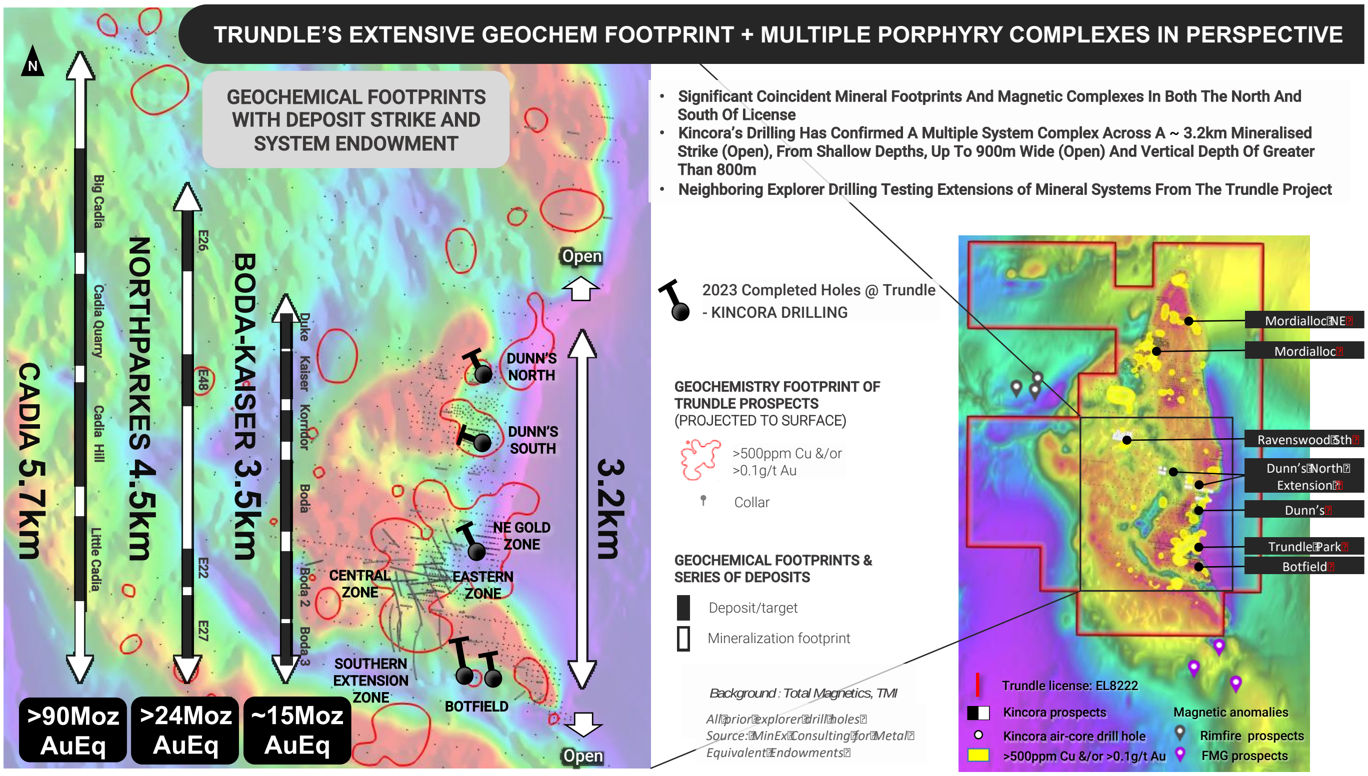

Figure 10: Kincora 2023 drilling at Trundle has confirmed an extensive multiple system gold-copper complex
A 3.2km gold-copper mineralised strike remains open to the north and south, confirmed up to 900m wide (open) and a vertical depth of greater than 800m

Kincora's 2023 completed drilling program included 5 diamond holes for 1,972m testing four adjacent mineral systems (see Figure 10). All holes have intersected zones of gold-copper mineralisation at shallow depths with broader lower grade intervals and localised higher grade intervals, supporting the concept for a cluster or series of standalone porphyry deposits.

Highlights include:

- **Dunn's North -** hole TRDD035: 12.5m @ 2.77g/t gold from 77.5m, including 2m @ 14.2g/t gold
  - First Kincora hole at the Dunn's North prospect
  - Multiple phase mineralised complex with porphyritic quartz-sulfide veins occurring in both near surface intrusive bodies and volcanic sandstone wall-rock
  - Geophysical profile and target explained with the original geological target failed to be tested and remaining open

- **Dunn's South** – hole TRDD036: 44.4m @ 0.36g/t gold, 0.19% copper an 41ppm molybdenum from 52.5m, including:
  - 8.6m @ 1.21g/t gold, 0.26% copper and 90ppm molybdenum from 65.9m
  - 4.5m @ 0.50g/t gold, 0.79% copper and 180ppm molybdenum from 92.4m

- First Kincora hole at the Dunn's South prospect, drilled ~640m south of TRDD035 at Dunn's North
- Multiple phase intrusive complex with zones of higher gold-copper and molybdenum grades suggesting a proximal setting
- Geophysical profile and target explained with the original geological target failed to be tested and remaining open

- **North-East Gold Zone -** TRDD038: 135.5m @ 0.23g/t gold, 0.02%, 10ppm molybdenum from 220.5m
  - A step out hole that has returned the strongest and longest interval of potassic alteration with sulphides at the Trundle project
  - Associated with both multiple phase intrusions and adjacent volcaniclastic wall-rocks, including a molybdenum zone near end of hole

- **Botfield** – hole TRDD037: First Kincora hole at the Botfield prospect and testing a regionally significant magnetic anomaly
  - High grade veins and mineralised skarn from 112m and 330m vertical respectively:
    - 2.9m @ 0.95% Cu, 0.62g/t Au (from 129-132m), including 0.9m @ 2.24% Cu, 1.75g/t Au
    - 31m of magnetite skarn hosted anomalous gold and copper (from 393-424m)
  - Working interpretation is the western portion of Botfield is an uplifted block (~500m) in comparison to the similar and adjacent magnetite skarn intervals at the SEZ discovery

- **Botfield** – hole TRDD039: Follow up to TRDD037 stepping out 260m to the east.
  - High grade veins and mineralised skarn from 80m and 240m vertical respectively:
    - Strong hydrothermal hematite-silica alteration overprinting feldspar altered volcaniclastic conglomerate and coarse banded chalcopyrite-pyrite vein (from 92-94m) with 4m @ 0.17 g/t Au, 0.28% Cu
    - ~40m of retrograde magnetite (massive) skarn with 25m @ 0.10g/t Au, 0.07% Cu (from 270m vertical depth), cut by carbonate-chalcopyrite veining at 288.6m downhole.
  - Working interpretation is that the skarn system at Botfield continues towards (and also to surface) the east and is associated with historical informal workings on its most eastern limit

The causative porphyry source and fluid pathway is yet to be confirmed for the >900m NW-SE trending mineralised magnetite skarn intersected by Kincora drilling in the SEZ and Botfield prospects (open on strike and depth). Alteration and garnet zone zonation, coupled with metal tenure and interpretation of regional structures also supports an untested 750m N-S by 200m E-W corridor (named "*The Gap*"), and open further to the south, that remains prospective for causative porphyry intrusions and the source of the mineralisation in the skarns.

Assay results returned, and detailed geological logging of all holes from the 2023 program are suggestive of an interpreted proximal setting to the targeted porphyry intrusions. The observed alteration and mineralisation at each prospect drilled during this program are interpreted to be analogous to a proximal setting in comparison to the deposits at Northparkes and Cadia mines. This setting, coupled with the coincident magnetic response, across a long strike, and open both to the north and south, supports the Company's concept that the southern

portion of the Trundle project has the potential for a series or cluster of high-grade and gold endowed porphyry copper and skarn deposits.
Follow up air-core and diamond drill hole programs have been designed to test for open porphyry type mineralization at up to seven prospects, from the north and towards the south of the license:

- To expand the geochemical foot print for copper-gold and search for intrusions through bedrock mapping by way of shallow (to basement) air core drilling at the Mordialloc South and Dunns North-Waynes's target areas, in turn helping to focus deeper level drilling under anomalous areas.

- Existing prospect anomalous surface and down-hole gold-copper results at Mordialloc NE, Mordialloc, Mordialloc South, Dunn's North-Waynes, Dunn's Central, Dunn's South and The Gap (between Botfield and the SEZ) by way of diamond drill testing below target areas

Discussions with potential asset level partners continue, assisted by Kincora securing 100% ownership of the project in December 2023.

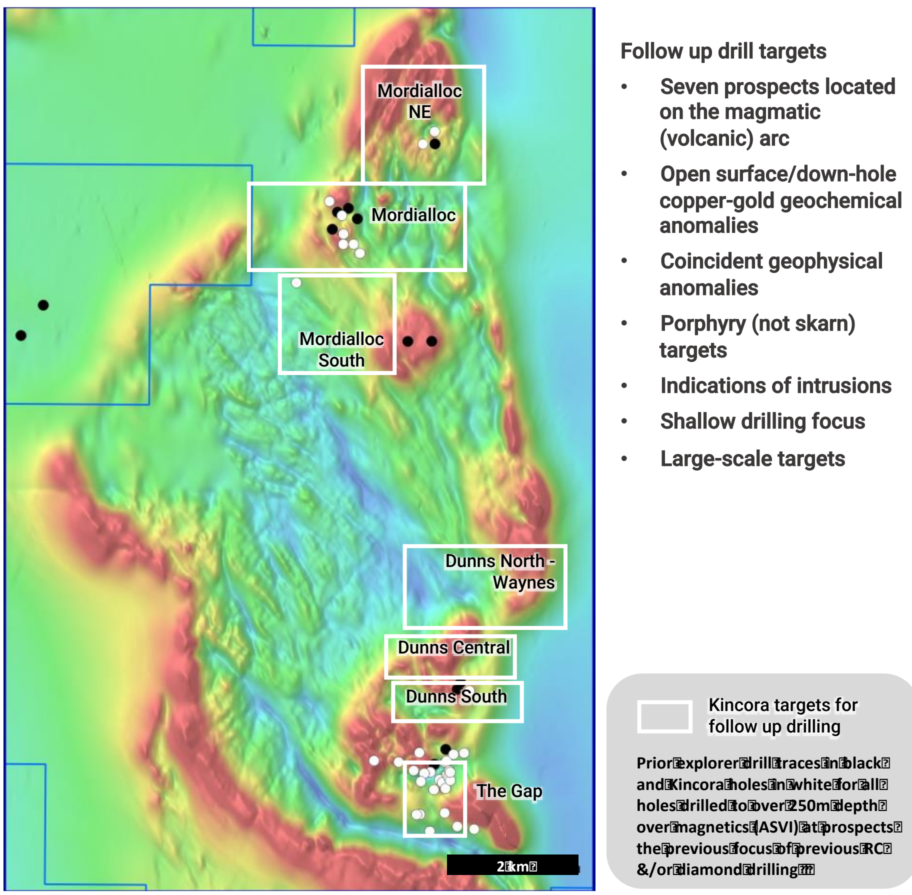

Figure 11: Seven large-scale, separate porphyry prospects identified for follow up drilling
In December 2023, Kincora consolidated a 100% interest in the Trundle project

For further details on Kincora's results and technical disclosures from the Trundle project please refer to the March 21st, 2023 "*Drilling at Trundle intersects shallow mineralisation*" and May 10th, 2023 *"Extensive multiple system porphyry complex confirmed at Trundle" press releases.*

Further details on the Trundle project, and neighbouring Northparkes mine, are also available on Kincora's website.

Condobolin

The Condobolin Base Metal District ("CBMD") has a substantial mining history as a high grade gold and base metals field (lead, zinc and copper, as well as silver) within the southern and lesser explored sections of the Cobar Superbasin.

The CBMD was historically the focus of 25 informal open pit operations (peak late 1800's-early 1900's), with mining impacted by the water table (generally 70-90 metre depth) and exploration by the weathering profile (generally 30 metre depth).

Limited modern exploration has taken place despite significant new discoveries in the Cobar Superbasin within similar settings and utilising modern, quick and cost effective district scale airborne geophysics. Within the immediate district, Talisman Mining (ASX: TLM) has recent new exploration success at its Rip N Tear and Durnings targets, while Australian Gold and Copper (ASX: AGC) has excited the market with its new potential district scale discovery at its Achilles target located within the south western extension of the Cobar Superbasin.

The Condobolin project is located approximately 40km south from the mill at the Mineral Hill precious and base metals restart operation, and north of the Condobolin town (which is the primary source of employees to Mineral Hill operation).

Kincora has recently consolidated a 100% ownership and the interpreted near surface potential associated within the CBMD, total project size 207.4km^2 across two adjacent licenses, and in 2023 completed a maiden drilling program, testing new geological concepts and targets at the Meritilga, Phoenix and Tilga prospects.

Three single scout drill holes completed at each prospect has identified the presence of shallow level (near surface) gold and gold-silver-base metals in basement rocks. The program sought to confirm new geological concepts and has indicated the along strike potential across an open 2.7km northeast-trending strike with demonstrated potential for higher grade precious metals tenor, including most recent assay results of up to 9.1 g/t gold and 530 g/t silver. Following the successful first phase Kincora drill program, exploration plans and drilling permits are in place to test the Meritilga and Piebald prospects, with consideration to also undertake airborne geophysics across the full project and the expectation of further targets being generated below shallow post mineral cover.

The first and northeastern diamond hole CDDH001 at the Meritilga prospect returned very promising results. CDDH001 intersected broad near surface gold and silver, with ore grade intervals, observed to be with multiple laminated and colloform banded quartz-sulphide veins and also in breccia zones with quartz-sulphides, with the mineralising system open further to the north, northeast and along strike towards the southwest.

To the southwest, gold, silver and base metals (copper, lead and zinc) were intersected in chips from reverse circulation hole CDRC002 at the Phoenix prospect, with the prospect area open towards the southwest, north and the northeast. This is a very significant mineralising precious-base metal system, with further potential to test and expand the scale of this system along strike.

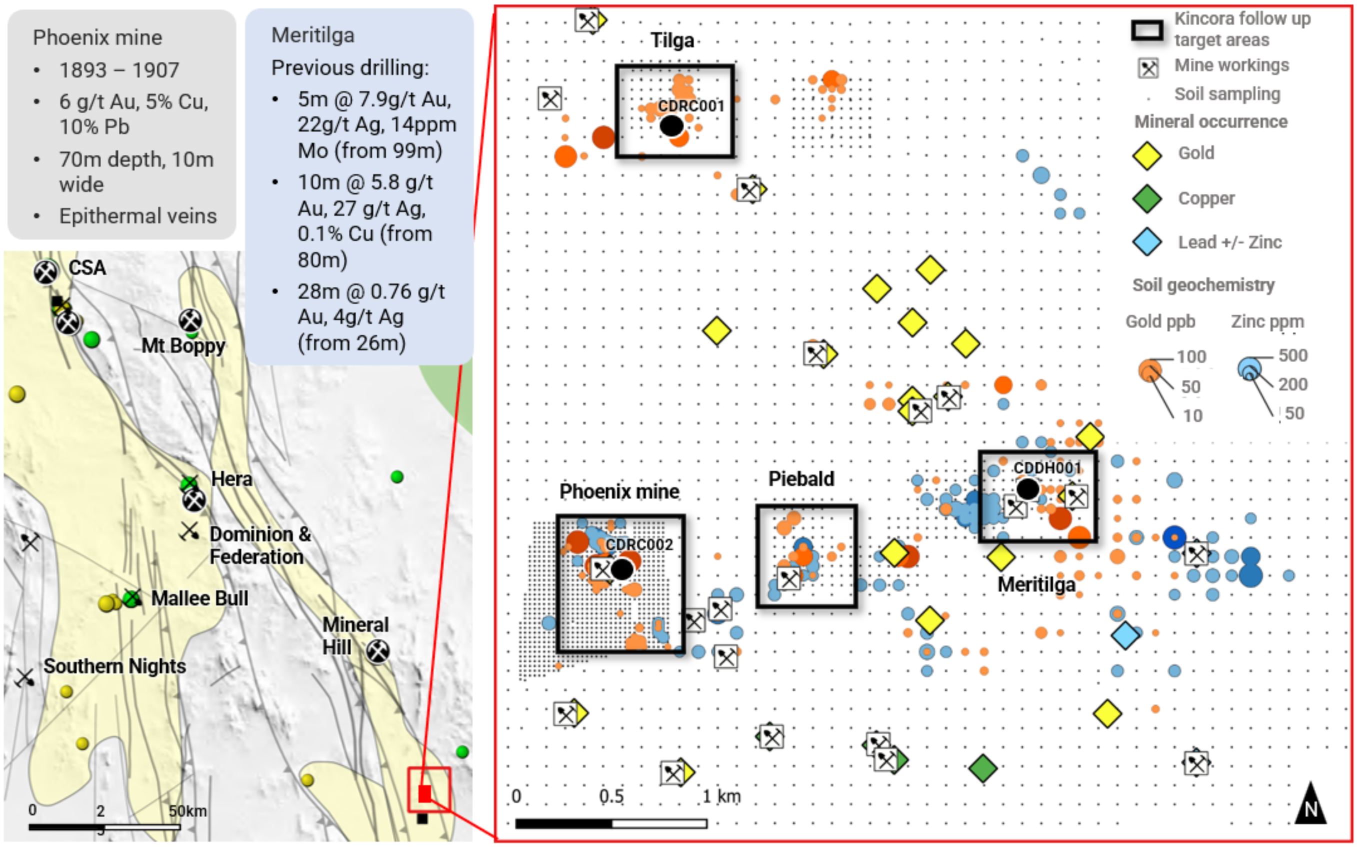

Figure 12: Shallow level gold-silver-base metal targets confirmed
Maiden Kincora scout drilling program completed at the Condobolin project

Mineralisation within the CMBD is hosted in colloform banded quartz veins and shear zones within meta-sedimentary units, inferred to be the Ordovician Girilambone Group. The quartz veins are associated with pyrite, arsenopyrite, chalcopyrite, sphalerite, galena, silver and gold.

The mineralisation is inferred to have been emplaced syn- to post-thrusting and is also associated with multiple pulses of mineralisation. The source of the mineralisation is interpreted to be magmatic and potentially related to vertically extensive and reduced intrusive systems, typical of other Cobar Superbasin mineral systems.

Kincora's maiden drilling program sought to test new geological concepts for the controls of mineralisation at three existing high-grade gold-base metal targets; the Meritilga; Phoenix; and, Tilga prospects – see Figure 14 - testing several NW-SE trending mineralised intervals that appear to be structurally controlled and also similar to the regional NW trending lineaments defined by magnetics. These NW trends are also evident in soil and rock chip sampling geochemistry and had not been adequately drill tested previously (Figure 12).

The three prospects are located within a 2km radius of each other, and the 2023 programs results, combined with further targets across the project, support the concept of a potential hub and spoke development scenario.

High grade, near surface gold drill targets have been identified for follow up in addition to a district scale geophysical program across the full Condobolin Base Metal District.

Further details and technical disclosures are available on Kincora's website.

Southern Gobi, Mongolia portfolio

Following the successful completion of strategic review process for Kincora's Mongolian assets on August 12 2024, the Company announced a binding Earn-In Term Sheet (Mongolia Agreement) with Woomera Mining Limited (ASX: WML, Woomera).

The key terms of the Mongolia Agreement with Woomera comprise:

- Woomera may earn a 51% equity interest in the asset holding subsidiaries by funding US$2 million in expenditure in an initial earn-in period of up to three years and has the right to earn a further 29% equity interest in the asset holding subsidiaries by funding a further US$2 million in expenditure within five years of the date of the Mongolia Agreement. This includes a minimum expenditure of US$0.5 million in the each of the first two years of the earn-in period.

- Upon earning and exercising the right for the 80% interest Woomera can elect to:

    - purchase the remaining 20% equity interest in the subsidiaries from Kincora for a purchase price of US$10 million and a 1.0% net smelter royalty (NSR); or,

    - enter into a shareholders' agreement where Woomera free-carries Kincora until the point of a Final Investment Decision (FID) for project development (minimum threshold of a JORC 2012 compliant reserve of 1Moz gold equivalent).

- Woomera completing a capital raising, which has been strongly supported, and further Share Purchase Plan is proposed.

- The Mongolia Agreement requires the parties to enter into a formal agreement to reflect the terms of Woomera's operations of the Bronze Fox project and is conditional upon the parties obtaining shareholder and regulatory approvals.

- Woomera has agreed to cover the holding costs and spend a minimum of US$500,000, including satisfying the minimum statutory field related commitments and drilling for the project between the date of its shareholder approval and Decemeber 31st, 2024.

- If Woomera withdraws from the earn-in prior to earning an 80% interest it must forfeit any equity interest it has obtained in the asset holding entities to Kincora.

Woomera is a well creditentialed partner with a highly successful team and strong shareholder register, and has concluded a A$1.7 million raising and undertaking a A$0.3 million Share Purchase Plan to support the Mongolia Agreement. A high impact field program is proposed from next month including new discovery and resource expansion drilling coupled with a second mining license conversion.

Kincora will receive A$450,000 share consideration in Woomera becoming its largest shareholder (8.2% interest post money and transaction) and A$100,000 cash payments. Scrip component provides highly attractive upside to success and the advancement of the fourth major porphyry district in the world-class Southern Gobi copper belt. The Mongolia Agreement allows Kincora to focus on the flagship NSW copper-gold projects located in highly prolific Macquarie Arc and follows the strategy of doing deals with funding and technical partners to unlock the value of the existing project pipeline.

Further details and technical disclosures are available on Kincora and Woomera Mining Limit's website.

Qualified Person

The scientific and technical information in this announcement was prepared in accordance with the standards of the Canadian Institute of Mining, Metallurgy and Petroleum and National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101") and was reviewed, verified and compiled by Kincora's staff under the supervision of Peter Leaman (M.Sc. Mineral Exploration, FAusIMM), Senior Vice-President of Exploration of Kincora, and John Holliday (BSc Hons, BEc, member of the Australian Institute of Geoscientists), Non-Executive Director and Chairman of Kincora's Technical Committee, who are Qualified Persons for the purpose of NI 43-101.

JORC Competent Person Statement

Information in this announcement that relates to Exploration Results, Mineral Resources or Ore Reserves are those that have been previously reported (with the original release referred to in this announcement), in the case of Mineral Resources or Ore Reserves the material assumptions and technical parameters underpinning the estimates have not materially changed, and have been reviewed and approved by John Holliday and Peter Leaman, who are a Competent Person under the definition established by JORC and has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity being undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'.

John Holliday and Peter Leaman consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

Selected Financial Information

The following table provides selected financial information that should be read in conjunction with the audited Consolidated Financial Statements and Notes of the Company for the applicable year:

Summary of Results *In thousand $*	**Year ended December 31, 2023**	**Year ended December 31, 2022**	**Year ended December 31, 2021**
Net Loss	(1,460)	(1,961)	(22,581)
Current Assets	1,701	2,379	5,352
Total Assets	17,751	16,094	16,286
Total Liabilities	248	464	681
Shareholders' Equity	17,503	15,630	15,605

Results of Operations (reported in Canadian dollars)

Three-Month Period Ended June 30th, 2024

The Company's loss for the three-month period ended June 30th, 2024 (the "*Current Period*") was $1,124,000 or $0.00 per share as compared with $355,000 or $0.00 per share for the three-month period ended June 30th, 2023 (the "*Comparative Period*").

General and administrative expenses were $775,000 higher in the Current Period at $1,130,000 compared with $355,000 in the Comparative Period, predominately driven by the issuance of new share performance and incentivisation stock options (with all prior stock options having lapsed). This difference was due to higher consultants ($60,000 versus $37,000), higher directors and audit committee fees ($57,000 versus $24,000), higher insurance ($8,000 versus $7,000), higher legal and accounting ($41,000 versus $15,000), higher management fees ($75,000 versus $55,000), higher share-based compensation ($794,000 versus $42,000), and higher travel ($3,000 versus $Nil). These increases were offset by lower corporate administrative and office services ($54,000 versus $94,000), lower investor relations ($10,000 versus $45,000), and lower foreign exchange loss ($Nil versus $8,000). Consultants – geologists, consultants – technical and transfer agent and filing fees retained at $5,000, $19,000 and $4,000 respectively from 2023.

Six-Month Period Ended June 30th, 2024

The Company's loss for the six-month period ended June 30th, 2024 (the "*Current Period*") was $1,479,000 or ($0.01) per share as compared with $727,000 or $0.00 per share for the six-month period ended June 30th, 2023 (the "*Comparative Period*"), predominately driven by the issuance of new share performance and incentivisation stock options (with all prior stock options having lapsed).

General and administrative expenses were $758,000 higher in the Current Period at $1,485,000 compared with $727,000 in the Comparative Period. This difference was due to higher consultants ($114,000 versus $75,000), higher directors and audit committee fees ($120,000 versus $48,000), higher insurance ($16,000 versus $15,000), higher legal and accounting ($68,000 versus $61,000), higher management fees ($150,000 versus $110,000), higher share-based compensation ($794,000 versus $87,000), higher travel ($8,000 versus $Nil), and higher foreign exchange loss ($1,000 versus $39,000 gain). These increases in expenses were offset by lower corporate administrative and office services ($112,000 versus $180,000), lower investor relations ($19,000 versus $91,000), lower transfer agent and filing fees ($35,000 versus $51,000). Consultants – geologists and consultants – technical retained at $10,000 and $38,000, respectively from 2023.

Summary of Quarterly Results – ***000's***

The table below presents selected financial data for the Company's eight most recently completed quarters, all prepared in accordance with IFRS.

In thousand $	June 30, 2024 ($)	March 31, 2024 ($)	December 31, 2023 ($)	September 30, 2023 ($)	June 30, 2023 ($)	March 31, 2023 ($)	December 31, 2022 ($)	September 30, 2022 ($)
Financial Results								
Net loss for period	1,124	355	(368)	(365)	(355)	(372)	(469)	(395)
Basic and diluted loss per share	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)
Exploration expenditures, net of impairment	549	140	880	287	538	719	299	369
Financial Position								
Cash and cash equivalents	942	1,028	1,530	1,783	809	1,891	2,224	1,188
Exploration and evaluation assets	16,576	16,027	15,887	15,007	14,720	14,182	13,463	13,164
Total assets	17,834	17,363	17,751	17,263	15,968	16,492	16,094	14,847
Shareholders' equity	17,606	17,134	17,503	17,095	15,738	16,047	15,630	14,603

Liquidity and Capital Resources

As of June 30th, 2024, the Company had current assets in excess of current liabilities of $857,000 and cash of $942,000. During the year ended December 31, 2023, the Company received $155,000 (A$127,850) NSW government grants relating to completed drilling at the Nyngan and Trundle projects.

On March 6, 2023, the Company issued 15,132,794 shares at $0.05 (A$0.055) per share for gross proceeds of $756,640 (A$832,304) from the second tranche of the December 2022 private placement. The Company incurred share issuance costs of $32,657.

On July 27, 2023, the Company executed a conditional agreement with RareX to acquire its carried 35% asset level interests in the Trundle, Fairholme, Jemalong, Cundumbul and Condobolin licenses. In consideration, the Company issued 40m CDIs, and granted a 1% NSR for the vended licenses to RareX (the "RareX Transaction").

The RareX Transaction is subject to:

(a) shareholder approval proposed to be obtained at an Annual General and Special Meeting ("AGM"), which was achieved September 26th, 2023;
(b) completion of the placement for an aggregate subscription amount of not less than 30 million CDIs ($1.5m), which was achieved via the oversubscribed A$2m private placement announced August 8th, 2023; and,
(c) the parties obtaining approvals required under the Mining Act 1992 (NSW), which was achieved in 4Q'2023.

Completion resulted in Kincora securing a 100% interest in all of the Company's NSW projects.

On August 8th, 2023, the Company completed an oversubscribed private placement and raised $1,784,167 (A$2,030,000) via the issuance of 40,600,000 new CDIs at $0.044 (A$0.05) per CDI. This placement includes a one (1) for two (2) free-attaching option exercisable at A$0.075 (C$0.065) and expiring 24-months from the issue.

On December 15, 2023, the Company completed the acquisition of RareX's minority and carried interest in various projects to now have a 100% ownership of the entire NSW project portfolio.

Historically, the Company's sole source of funding has been the issuance of equity, and one issuance of debt financing. Through 2023/2024, the Company has sought to change its funding model, consolidating a 100% interest in all its projects, and seeking to bring in asset level partners.

This has resulted in four agreements that unlock up to A$60 million in multiple year partner funding, and also providing the Company a management fee from being current operator for one of these partnerships (with AngloGold Ashanti for the Nyngan and Nevertire projects). Further deals that offer a clear value path and targeted partnerships are proposed.

As with all exploration juniors, the Company's access to financing is always uncertain. There can be no assurance of continued access to significant financing. Liquidity risk is assessed as high.

As at June 30th, 2024, the Company had an accumulated deficit of $189,314,000, current assets in excess of current liabilities of $857,000 and a cash balance of $942,000, and a net loss for the six-month period ended June 30th, 2024 of $1,479,000.

During the six-month period ended June 30th, 2024, the Company had cash of $496,000 used in operating activities and $377,000 net cash used in investing activities which was mainly used for the acquisition of equipment and expenditures for the exploration and evaluation assets, net of exclusivity payment received. The Company's cash position is highly dependent on the ability to raise cash through financings and the expenditures on its exploration programs. As results of exploration programs are determined and other opportunities become available to the Company, management may complete an external financing as required.

At present, the Company's operations do not generate positive cash inflows and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control. In order to finance the Company's future exploration programs and to cover administrative and overhead expenses, the Company has raised money through equity sales, and in the future could raise money from optioning its exploration and evaluation assets.

Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its management, corporate activity and exploration results. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities and industry conditions. Management believes it will be able to raise equity capital as required in the long term, but recognizes that there will be risks involved which may be beyond its control.

Related Party Transactions

The Company incurred the following amounts for related party services:

a) During the six-month period ended June 30, 2024, the Company incurred $36,900 (2023 - $36,900) to a company with an officer in common for management and accounting services.

b) During the six-month period ended June 30, 2024, the Company incurred $150,000 (2023 - $110,000) to an officer and a company with an officer in common for management services.

c) During the six-month period ended June 30, 2024, the Company incurred director's fees of $153,333 (2023 - $83,000) to current directors and to a former director.

d) During the six-month period ended June 30, 2024, the Company incurred consulting fees of $10,000 (2023 - $10,000) to a director of the Company.

e) At June 30, 2024, the Company owed $355,384 (December 31, 2023 - $242,710) in accrued directors' fees and management and accounting fees in accounts payable, which are non-interest bearing and due on demand, and obligation to issue shares.

f) During the year ended December 31, 2023, the Company issued 40,000,000 CDIs to RareX for the acquisition of the 35% interest in the NSW project portfolio.

Compensation of key management personnel

In thousand $		**June 30, 2024**		June 30, 2023
Management, chairman, directors, and audit committee fees	**$**	**350**	$	240
Share-based payments		**778**		41
	$	**1,128**	$	281

Share Capital Information

The table below presents the Company's common share data as of August 12, 2024 and does not reflect the consideration shares due to RareX from Kincora acquiring RareX's minority interests in various NSW projects.

	Price ($)	Expiry date	Number of common shares
Common shares, issued and outstanding			247,173,541
Securities convertible into common shares			
Warrants	***n/a***	***n/a***	Nil
Stock options	***various***	***various***	52,300,000
Performance rights		***n/a***	5,520,449
			304,993,990

In consideration of Kincora acquiring RareX's carried 35% asset level interests in the Trundle, Fairholme, Jemalong, Cundumbul and Condobolin licenses, the Company issued 40.6m CDIs and granted a 1% NSR for the vended licenses to RareX (the "RareX Transaction").

On August 8, 2023, concurrent with the RareX transaction, the Company completed a private placement raised $1,784,167 (A$2,030,000) via the issuance of 40,600,000 new CDIs at $0.044 (A$0.05) per CDI. The placement includes a one (1) for two (2) free-attaching option exercisable at A$0.075 (C$0.065) and expiring 24-months from the issue ("Attaching Options"). Associated with the raising, 7,500,000 unquoted options were issued at an exercise price of A$0.075 (C$0.065) and expiring 24-months from the date of issue.

On December 15, 2023, the Company completed the acquisition of RareX's minority and carried interest in various projects to now have a 100% ownership of the entire NSW project portfolio.

The Company had a shareholder meeting on March 3, 2023 approving the second tranche of the December 15, 2022, non-brokered private placement, which resulted in the issuance of a further 15,132,795 common shares on March 6, 2023.

During the six-month period ended June 30, 2024, 2,004,506 stock options with an exercise price of $0.48, 10,000,000 stock options with an exercise price of $0.29 and 7,580,575 stock options with an exercise price of $0.28 have expired unexercised.

Contingencies

In the course of its business activities the Company has from time to time, been the subject of civil claims by third parties, including former employees that could give rise to a liability to pay compensation or damages. In addition, the Company may receive notices from regulatory and other governmental agencies responsible for the administration of regulations impacting on the Company's business affairs, in relation to the imposition or intended imposition of penalties, assessments and other orders that could potentially have an adverse effect or negatively impact on the Company's business and financial condition. Based upon historic experience with management of such claims, assessment and regulatory actions, the Company does not anticipate that the outcome of those claims, assessments and regulatory actions, will have a materially adverse effect on the Company's business or financial condition.

Mongolia

During the year ended December 31, 2021, Golden Grouse received a tax act reassessment for $2.7 billion Tugriks (MNT), approximately $1 million (US$800,000) from the Mongolian Tax Authority ("MTA").

The 2021 tax assessment comprises four items, of which the Company strongly refutes the merit of three including the very vast majority of the liability sought relating to a retrospective tax assessment of the 2016 merger with IBEX (the agreed liability owed is 16.2 million MNT or approximately $5,700 (U.S.)).

The 2016 IBEX merger required a prior tax assessment, which followed an audit of the IBEX entity's prior-year periods and the on-shore and off-shore agreements to the merger (IBEX and parent entities). The 2016 tax assessment was paid and relied upon by Mongolian government departments to facilitate the merger and was a condition precedent to close the merger with any adverse liability enabling both counterparties to withdraw from the merger (Note 6). In the Company's view, supported by four independent external legal opinions, the 2021 tax assessment's retrospective liability is not in line with the 2016 tax assessment and Mongolian law, and there is no basis for a different determination.

Kincora, IBEX and various Mongolian public sector departments relied upon the 2016 tax audit and rulings to close the merger. The transaction underpinned over C$12 million of subsequent equity being raised by Kincora, including investments following extensive due diligence from the European Bank for Reconstruction and Development (EBRD, one of the largest investors in Mongolia and an IFI like the IFC), and, Resource Capital Funds (RCF, one of the largest resource specialist private equity groups).

Since 2021, the Company has pursued defending the 2016 tax ruling, paid a $52,000 (MNT $100 million) security deposit (materially more than the agreed liability owed of 16.2 million MNT) to facilitate this legal defence and objection to the 2021 tax act via the Mongolian administrative courts.

In March 2023, Kincora applied to the Mongolian Administrative Chamber for the dispute to receive a hearing at the Supreme Court, which is the last legal defence step available under the Mongolian judicial system having undertaken two prior court hearings (which provided conflicting rulings) and the Mongolian Tax Dispute Counsel failing to hear the required case. This application was accepted and follows the last Appeal Court ruling (in January 2023) being outside of the litigants' appeal and counter-arguments, overturned a prior First Instance Administrative Court ruling that referred the reassessed tax act back to the MTA (with annulment occurring in 3 months should the MTA take no action), and preceded in a timeframe far too short to consider the merits of the reassessed Tax Act.

In May 2023, the Supreme Court hearing occurred with the dispute returned to the First Instance Administrative Court with a review ongoing of the reassessment by a court appointed panel of independent tax experts. A First Instance Administrative Court hearing is expected shortly to consider the independent tax experts review and the Company is of the opinion that the findings of the independent tax experts were very favourable to our case.

The Company has sought to defend its position in a fair and equitable manner following due process and Mongolian law, with support from various Third Neighbour missions and business associations.

Kincora has sought to utilise the ombudsman and dispute counsel process with the MTA – and then the government's own Investor Protection Council (IPC) mechanism – both unsuccessfully. This necessitated continuing to defend our position in the Mongolian judicial system, which has traversed the three levels of the court process. Post the May 2023 Supreme Court ruling, which sent the matter back to the lowest level court, Kincora has sought government level meetings to get more focused attention from the IPC. Kincora has also drafted a proposed mutually beneficial settlement for the tax dispute and sought engagement with appropriate senior Government of Mongolia officials.

Legal advice has also been received that the MTA officials have behaved in a criminal manner (according to how Mongolian law applies to government officials) and the police have opened a case and commenced an investigation.

After 3 years, Kincora efforts and initiatives to date have proven ineffective and there is no clear timeline or path for resolution under Mongolian law or the Mongolian judicial system.

Brazil

Brazilian Diamonds, a former name of the Company, in 2001 to 2005, via the Brazilian subsidiary Samsul, held certain mineral rights, and some of these rights were the focus of alluvial diamond operations undertaken by an assignor in the State of Goias. In 2015, a lawsuit was filed by state and federal prosecutors seeking indemnification from certain defendants (including but not limited to Samsul and the assignor) in the amount of BRL 492,840, equivalent to seventy (70) carats of diamonds and 9000M3 of gravel. The case is with the lower courts in Brazil and the timing for hearing is undeterminable as at audit report date. The Company does not believe there is merit in this case.

Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares.

In the management of capital, the Company includes the components of shareholders' equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and investments.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of three months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

The Company is uncertain as to whether its current capital resources will be sufficient to carry its exploration plans and operations through its current operating period and, accordingly, management is reviewing the timing and scope of current exploration plans and is also pursuing other financing alternatives to fund the Company's operations.

Due to the difficult market conditions and the Company's share price performance, the Remuneration Committee in mutual agreement with the CEO has elected to suspend bonus payments for the CEO and key staff for the year ending 2021 and 2022.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Management of Financial Risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below:

Interest Rate Risk
The Company has non-material exposure at June 30th, 2024 to interest rate risk through its financial instruments.

Currency Risk
The Company's operations are focused on Australia and Mongolia, where many exploration and administrative expenses are incurred in the Australian Dollar, Mongolian Tugrik and the US Dollar. The Company's ability to advance funds to Mongolia is subject to changes in the valuation of the Tugrik and the US dollar as well as rules and regulations of the Mongolian government. Fluctuations in the value of the Australian Dollar, Tugrik and the US dollar may have positive and/or adverse effect on the operations and operating costs of the Company. Management seeks to limit foreign current risk, primarily seeking to retain funds in Canada and Australia wiring funds as and when needed to foreign subsidiaries to meet operating expenditures, and believes this risk to be minimal.

Credit Risk
The Company's primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in bank accounts held with major banks in Canada and Australia, with more limited funds held in Mongolia, where the Mongolian subsidiaries make monthly cash calls. As most of the Company's cash is held by three banks there is a concentration of credit risk, and, in Mongolia one of the two subsidiary's bank accounts has been frozen by the Mongolian Tax Authority as a result of an ongoing tax dispute. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies and looking to avoid holding more than one months budgeted cash reserves in Mongolia.

Receivables consist of goods and services and the harmonized sales tax due from the Government of Canada. Management believes that the credit risk concentration with respect to receivables is remote.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of three months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. Management believes its credit risk to be minimal.

Liquidity Risk
The Company attempts to manage liquidity risk by maintaining sufficient cash and cash equivalent balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations.

As at June 30, 2024, the Company had a cash balance of $942,000 (December 31, 2023 - $1,530,000) to settle current liabilities of $228,000 (December 31, 2023 - $248,000). On December 15, 2022, the Company raised $1,330,000 from the first tranche of a non-brokered private placement. In addition, the Company had a shareholder meeting on March 3, 2023 approving the second tranche A$832,304 of the December 15, 2022 placement, which resulted in the issuance of a further 15,132,795 common shares on March 6, 2023. During the year ended December 31, 2023, the Company received $155,000 (A$127,850) NSW government grants relating to completed drilling at the Nyngan and Trundle projects.

On July 27, 2023, the Company executed a conditional agreement with RareX Limited ("RareX") to acquire its carried 35% asset level interests in the Trundle, Fairholme, Jemalong, Cundumbul and Condobolin licenses. In consideration, the Company will issue 40m CDIs, and granted a 1% NSR for the vended licenses to RareX (the "RareX Transaction").

As part of the acquisition, the Company completed an oversubscribed private placement and raised $1,784,167 (A$2,030,000) via the issuance of 40,600,000 new CDIs at $0.044 (A$0.05) per CDI. This placement included a one (1) for two (2) free-attaching option exercisable at A$0.075 (C$0.065) and expiring 24-months from the issue.

On December 15, 2023, the Company completed the acquisition of RareX's minority and carried interest in various projects to now have a 100% ownership of the entire NSW project portfolio.

Commodity Price Risk
The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the general market prices and investor sentiment, particularly relating to copper and gold. The Company closely monitors general market conditions and commodity prices to determine the appropriate course of action to be taken.

Critical Accounting Estimates

The preparation of interim condensed consolidated financial statements requires the Company to select from possible alternative accounting principles, and to make estimates and assumptions that determine the reported amounts of assets and liabilities at the statement of financial position date and reported costs and expenditures during the reporting period. Estimates and assumptions may be revised as new information is obtained, and are subject to change. The Company's accounting policies and estimates used in the preparation of the consolidated financial statements are considered appropriate in the circumstances, but are subject to judgments and uncertainties inherent in the financial reporting process.

Property acquisition costs and related direct exploration costs may be deferred until the properties are placed into production, sold, abandoned, or written down, where appropriate. The Company's accounting policy is to capitalize exploration costs, which policy it believes to be consistent with IFRS and applicable guidelines for exploration stage companies. The policy is consistent with other junior exploration companies that have not established mineral reserves objectively. An alternative policy would be to expense these costs until sufficient work has been done to determine that there is a probability a mineral reserve can be established; or alternatively, to expense such costs until a mineral reserve has been objectively established. Management is of the view that its current policy is appropriate for the Company at this time. Based on annual impairment reviews made by management, or earlier if circumstances warrant, in the event that the long-term expectation is that the net carrying amount of these capitalized exploration costs will not be recovered, then the carrying amount is written down accordingly and the write-down charged to operations. A write-down may be warranted in situations where a property is to be sold or abandoned; or exploration activity ceases on a property due to unsatisfactory results or insufficient available funding.

Risks and Uncertainties

The Company is engaged in the business of acquiring, exploring and developing mineral properties with the expectation of locating economic deposits of minerals. All of the properties are without proven copper/gold deposits and there is no assurance that the Company's exploration programs will result in proven copper/gold deposits, nor can there be any assurance that economic deposits can be commercially mined. As a consequence, any forward-looking information is subject to known and unknown risks and uncertainties.

Confirmation or otherwise of our more advanced geological models, advancement of earlier stage project pipeline and exploration success is expected to materially impact the value of the Company. The ability of the Company to systematically advance its district-scale project pipeline from a technical perspective is a fundamental value driver, upside and downside, to the Company and its valuation. The ability of the Company to commercially advance and effect its exploration strategy is also a fundamental value driver.

The Company will be required to negotiate access arrangements and pay compensation to landowners, local authorities, transitional land users, the NSW Government and others who may have an interest in the area covered by a tenement/license. The Company's ability to resolve access and compensation issues may have an impact on the future success and financial performance of the Company's operations.

The responsibility of overseeing the day-to-day operations and the strategic management of the Company depends substantially on senior management, the exploration team and contractors, who are an integral part of the business. Should there be resignations, there may be difficulties in recruiting similar high-quality personnel and overall team balance. There can be no assurance given that there will be no negative impact on the Company if one or more of these key team members cease their employment.

The Company's core focus is its entry into NSW and the NSW project pipeline, with previous projects and subsidiaries viewed as non-core.. These non-core assets may have certain ongoing contractual obligations and operations, which have inherent business risk and potential legacy risks. The Company has been listed since 1983, operating in emerging and frontier markets such as Brazil and then Mongolia.

The material changes to known and unknown risks and uncertainties during the six-month period ended June 30th, 2024 have been noted in these accounts.

Additional Disclosure for Venture Issuers without Significant Revenue

Additional disclosure concerning Kincora's general and administrative expenses and exploration and evaluation costs is provided in the Company's consolidated statement of loss and note disclosures contained in its interim condensed consolidated financial statements for the six-month period ended June 30, 2024. These statements are available on Kincora's website at www.kincoracopper.com or on its SEDAR Page Site accessed through www.sedar.com or the Australian Securities Exchange ("ASX") at https://www2.asx.com.au.

Dividends

Kincora has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and development. Any future determination to pay dividends will be at the discretion of the board of directors and will depend on Kincora's financial condition, results of operations, capital requirements and such other factors as the board of directors deem relevant.

Management's Responsibility for Consolidated Financial Statements

The information provided in this report, including the consolidated financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying consolidated financial statements.

In contrast to the certificate required under National Instrument 52-109 Certificate of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109, in particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

i. controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

ii. a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the Company's IFRS.

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in this certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Nature of the Securities

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

Subsequent event(s)

At the present time, there are no subsequent events that are required to be disclosed that are not disclosed elsewhere.

Proposed Transactions

At the present time, there are no proposed transactions that are required to be disclosed that are not disclosed elsewhere.

Approval

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the consolidated financial statements and related financial reporting and internal control matters before the consolidated financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of the Company has approved the consolidated financial statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

This announcement has been authorized for release by the Board of Kincora Copper Limited (ARBN 645 457 763)

Executive office Canada
400 – 837 West Hastings Street
Vancouver, BC V6C 3N6, Canada
Tel: 1.604.630.7296
Email: enquiries@kincoracopper.com

Subsidiary office Australia
Vista Australia (formerly Leydin Freyer Corp Pty Ltd)
Level 4, 100 Albert Road
South Melbourne, Victoria 3205

Forward-Looking Information

Forward-looking statements relate to future events or future performance and reflect management's expectations or beliefs regarding future events and include, but are not limited to, statements with respect to the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, success of mining operations, environmental risks, permitting risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage. In certain cases, forward-looking statements can be identified by the use of words such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved” or the negative of these terms or comparable terminology. By their very nature forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to actual results of current exploration activities; changes in project parameters as plans continue to be refined; future prices of resources; possible variations in ore reserves, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; as well as those factors detailed from time to time in the Company's interim and annual consolidated financial statements which are filed and available for review on SEDAR at www.sedar.com. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

Kincora Copper Limited

(An Exploration Stage Company)

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Expressed in Canadian Dollars

(Unaudited – Prepared by Management)

For the six-month periods ended June 30, 2024 and 2023

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these interim condensed consolidated financial statements in accordance with the standards established by and the Chartered Professional Accountants of Canada for a review of the interim financial statements by an entity's auditor.

Kincora Copper Limited

<u>*Statement 1*</u>

(An Exploration Stage Company)

Interim Condensed Consolidated Statements of Financial Position

As at

(Figures in tables are expressed in thousands of Canadian dollars)

		June 30, 2024		December 31, 2023
		(Unaudited)		(Audited)
ASSETS				
Current				
Cash	**$**	**942**	$	1,530
Receivables		**16**		27
Prepaids and deposits		**127**		144
		1,085		1,701
Security deposits (Notes 6 and 12)		**123**		89
Equipment (Note 11)		**50**		74
Exploration and evaluation assets (Note 6)		**16,576**		15,887
	$	**17,834**	$	17,751
LIABILITIES				
Current				
Accounts payable (Note 7 and 9)	**$**	**178**	$	202
Accrued liabilities		**50**		46
		228		248
SHAREHOLDERS' EQUITY				
Share capital (Note 7)		**191,384**		191,384
Share-based payment reserve		**15,244**		14,450
Obligation to issue shares (Note 7 and 9)		**535**		354
Foreign currency translation reserve		**(243)**		(850)
Deficit		**(189,314)**		(187,835)
		17,606		17,503
	$	**17,834**	$	17,751

Nature of Operations and Going Concern (Note 1)
Contingencies (Note 12)

Approved and authorized by the Board of Directors on August 12, 2024

<u>*"Jeremy Robinson"*</u>	<u>*"Sam Spring"*</u>
Jeremy Robinson	Sam Spring
Director	Director

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

Kincora Copper Limited

(An Exploration Stage Company)

Interim Condensed Consolidated Statements of Loss and Comprehensive Loss
For the,

(Figures in tables are expressed in thousands of Canadian dollars, except per share amounts)
(Unaudited – Prepared by Management)

	Three-month period ended June 30, 2024	Three-month period ended June 30, 2023	**Six-month period ended June 30, 2024**	Six-month period ended June 30, 2023
Expenses				
Consultants (Note 9)	**$ 60**	$ 37	**$ 114**	$ 75
Consultants – Geologists (Note 9)	**5**	5	**10**	10
Consultants – Technical	**19**	19	**38**	38
Corporate administrative and office services	**54**	94	**112**	180
Directors and audit committee fees (Note 9)	**57**	24	**120**	48
Foreign exchange loss (gain)	**-**	8	**1**	(39)
Insurance	**8**	7	**16**	15
Investor relations	**10**	45	**19**	91
Legal and accounting	**41**	15	**68**	61
Management fees (Note 9)	**75**	55	**150**	110
Share-based compensation (Notes 7 and 9)	**794**	42	**794**	87
Transfer agent and filing fees	**4**	4	**35**	51
Travel	**3**	-	**8**	-
	(1,130)	(355)	**(1,485)**	(727)
Other item				
Write-off of accounts payable	**6**	-	**6**	-
Net loss for the period	**$ (1,124)**	$ (355)	**$ (1,479)**	$ (727)
Foreign currency translation	**713**	(36)	**607**	(56)
Comprehensive loss for the period	**$ (411)**	$ (391)	**$ (872)**	$ (783)
Loss per share – basic and diluted	**$ (0.00)**	$ (0.00)	**$ (0.01)**	$ (0.00)
Weighted average number of common shares outstanding	**247,174**	166,574	**247,174**	161,193

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

Statement 3

Kincora Copper Limited

(An Exploration Stage Company)

Interim Condensed Consolidated Statements of Cash Flows
For the six-month periods ended June 30,

(Figures in tables are expressed in thousands of Canadian dollars)
(Unaudited – Prepared by Management)

Cash provided by (used in):		**2024**		**2023**
Operating activities				
Loss for the period:	**$**	**(1,479)**	$	(727)
Items not affected by cash:				
Obligation to issue shares		**181**		80
Share-based compensation		**794**		87
Changes in non-cash working capital items:				
Receivables		**11**		(13)
Prepaids and deposits		**17**		-
Accounts payable and accrued liabilities		**(20)**		(234)
Net cash used in operating activities		**(496)**		(807)
Investing activities				
Acquisition of equipment		**(52)**		(32)
Security deposits		**(33)**		87
Exclusivity payment received		**46**		-
Exploration and evaluation asset expenditures		**(338)**		(1,331)
Net cash used in investing activities		**(377)**		(1,276)
Financing activity				
Proceeds from private placement, net of issue costs		**-**		724
Net cash provided by financing activity		**-**		724
Effect of foreign exchange translation		**285**		(56)
Change in cash and cash equivalents		**(588)**		(1,415)
Cash and cash equivalents – beginning of period		**1,530**		2,224
Cash and cash equivalents – end of period	**$**	**942**	$	809

Supplemental Disclosure of Cash Flow Information (Note 10)

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

Kincora Copper Limited

(An Exploration Stage Company)

Interim Condensed Consolidated Statements of Changes in Shareholders' Equity
For the six-months periods ended June 30, 2024 and 2023

(Figures in tables are expressed in thousands of Canadian dollars, except number of share amounts)

	Share capital (Number of shares)	Share capital $	Obligation to issue shares $	Share-based payment reserve $	Foreign currency translation reserve $	Deficit $	Total $
Balance, December 31, 2022	151,440,747	187,930	195	14,164	(284)	(186,375)	15,630
Shares issued for private placement, net	15,132,794	724	-	-	-	-	724
Shares for services to be issued	-	-	80	-	-	-	80
Share-based compensation	-	-	-	87	-	-	87
Net comprehensive loss for the period	-	-	-	-	(56)	(727)	(783)
Balance, June 30, 2023	**166,573,541**	**188,654**	**275**	**14,251**	**(340)**	**(187,102)**	**15,738**
Balance, December 31, 2023	247,173,541	191,384	354	14,450	(850)	(187,835)	17,503
Shares for services to be issued	-	-	181	-	-	-	181
Share-based compensation	-	-	-	794	-	-	794
Net comprehensive loss for the period	-	-	-	-	607	(1,479)	(872)
Balance, June 30, 2024	**247,173,541**	**191,384**	**535**	**15,244**	**(243)**	**(189,314)**	**17,606**

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

1. Nature of Operations and Going Concern

Kincora Copper Limited ("the Company" or "Kincora") was incorporated in British Columbia, Canada on September 24, 1983. The Company is engaged in the acquisition and exploration of exploration and evaluation assets. The Company's shares are listed on the TSX-Venture Exchange ("TSXV") and began trading on the Australian Securities Exchange ("ASX"), both under the symbol KCC.

The head office of the Company is located at Suite #400 - 837 West Hastings Street, Vancouver, British Columbia, Canada V6C 3N6 and the registered address and records office is located at 25th Floor, 700 West Georgia Street, Vancouver, British Columbia, Canada V7Y 1D3.

These interim condensed consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. The Company continues to incur operating losses, has limited financial resources, no source of operating cash flow, and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its exploration and evaluation assets projects. These material uncertainties may cast a significant doubt on the validity of this assumption.

The Company's ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to continue operations, both at the listed company and project levels.

As at June 30, 2024, the Company has an accumulated deficit of $189,314,000, a net loss for the six-month period ended June 30, 2024 of $1,479,000, has current assets in excess of current liabilities of $857,000 and a cash balance of $942,000. If the going concern assumption was not appropriate for these interim condensed consolidated financial statements, adjustments would be necessary to the carrying values of assets, liabilities, reported income and expenses and the statement of financial position classifications used. Such adjustments could be material.

2. Basis of Preparation

Statement of Compliance

These unaudited interim condensed consolidated financial statements, including comparatives have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") and in accordance with International Accounting Standards ("IAS") 34 Interim Financial Reporting.

These interim condensed consolidated financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC").

They have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these interim condensed consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The significant accounting policies, as disclosed, have been applied consistently to all periods presented in these interim condensed consolidated financial statements. The interim condensed consolidated financial statements should be read in conjunction with the Company's annual consolidated

2. Basis of Preparation - *continued*

Statement of Compliance - continued

financial statements for the year ended December 31, 2023 prepared in accordance with IFRS applicable to annual consolidated financial statements.

Critical Accounting Estimates

The preparation of these interim condensed consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the interim condensed consolidated financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- The carrying value and the recoverability of exploration and evaluation assets, which are included in the statements of financial position based on capitalized acquisition and expenditure costs, facing review for impairment based on factors including the planned exploration budgets and activities, commodity prices, drill results of exploration programs, and strategic direction of the Company;
- The inputs used in accounting for share-based compensation expense included in profit or loss calculated using the Black-Scholes Option Pricing Model;
- The recognition of deferred tax assets based on the change in unrecognized deductible temporary tax differences.

3. Material Accounting Policies

a) Basis of consolidation

The interim condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries: BSG Investments Inc. (“BSGII”), which owns Kincora Group Ltd (“KGL”) and its subsidiaries, Nadmin IBEX LLC (“Nadmin”) and Golden Grouse IBEX LLC (“Golden Grouse”), Kincora Australia Limited and its subsidiary, Kincora Copper Australia Pty Ltd, Game Creek Company Limited (“Game Creek”) and Samsul Mineração Ltda. (“Samsul”). Inter-company balances and transactions are eliminated on consolidation. BSGII, Game Creek, Kincora Australia Limited and KGL are British Virgin Island incorporated companies. Nadmin and Golden Grouse were incorporated in Mongolia. Samsul was incorporated in Brazil. Kincora Copper Australia Pty Ltd was incorporated in Australia in 2019.

b) Share-based compensation

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes or provides services similar to those performed by an employee. The fair value of stock options is measured on the date of grant, using the Black-Scholes Option Pricing Model, and is recognized over the vesting period.

3. Material Accounting Policies – *continued*

b) Share-based compensation – *continued*

A corresponding increase in share-based payment reserve is recorded when stock options are expensed. When stock options are exercised, share capital is credited by the sum of the consideration paid and the related portion of share-based compensation previously recorded in share-based payment reserve. Share-based compensation arrangements in which the Company receives goods or services as consideration for its own equity instruments are accounted for as equity settled share-based payment transactions and measured at the fair value of goods or services received. If the fair value of the goods or services received cannot be estimated reliably, the share-based payment transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or the services.

c) Cash and cash equivalents

Cash equivalents consist of highly liquid investments that are readily convertible into cash with maturities of three-months or less when purchased.

d) Exploration and evaluation assets

Exploration and evaluation expenditures include the costs of acquiring licenses, costs associated with exploration and evaluation activity, and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination. Exploration and evaluation expenditures are capitalized. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss. Government tax credits received are recorded as a reduction to the cumulative costs incurred and capitalized on the related property.

Exploration and evaluation assets are tested for impairment if facts or circumstances indicate that impairment exists. Examples of such facts and circumstances are as follows:

- the period for which the Company has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

3. Material Accounting Policies – *continued*

e) Loss per share

Basic loss per share is calculated by dividing the loss attributable to common shareholders by the weighted average number of common shares outstanding in the year. For all years presented, the loss attributable to common shareholders equals the reported loss attributable to owners of the Company. In calculating the diluted loss per share, the weighted average number of common shares outstanding assumes that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the period. For the periods presented, this calculation proved to be anti-dilutive.

f) Equipment

Equipment is carried at cost less amortization and amounts written-off. The assets residual value, amortization methods and useful lives are reviewed, and adjusted, if appropriate, at each reporting date. Amortization is provided for over the estimated lives of the related assets based on annual rates as follows:

Exploration equipment	10 Years - Straight-line
Computers	3 Years - Straight-line

g) Income taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is recorded using the liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss; nor differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

h) Functional and presentation currency

The functional currency is the currency of the primary economic environment in which the entity operates. The functional currency of the Company and its subsidiaries for the six-month period ended June 30, 2024 is the Australian Dollar. The functional currency of the Company and its subsidiaries (except Kincora Copper Australia Pty Ltd), for the year ended December 31, 2023 is the Canadian Dollar, and the functional currency of Kincora Copper Australia Pty Ltd is the Australian Dollar. The functional currency

3. Material Accounting Policies – *continued*

h) Functional and presentation currency – *continued*

determinations were conducted through an analysis of the consideration factors identified in IAS 21, *The Effects of Changes in Foreign Exchange Rates* ("IAS 21"). The Company's presentation currency is the Canadian dollar ("$").

Transactions in currencies other than the functional currency are recorded at the rates of exchange prevailing on dates of transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at rates prevailing at the date when the fair value was determined. All gains and losses on translation of these foreign currency transactions are included in the statements of comprehensive loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

<u>Foreign operations</u>

The financial results and position of foreign operations whose functional currency is different from the Company's presentation currency are translated as follows:

- assets and liabilities are translated at period-end exchange rates prevailing at that reporting date; and
- income and expenses are translated at average exchange rates for the period.

Exchange differences arising on translation of foreign operations are recognized in other comprehensive income and recorded in the Company's foreign currency translation reserve in equity. These differences are recognized in the profit or loss in the period in which the operation is disposed.

i) Provision for environmental rehabilitation

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of exploration and evaluation assets and equipment when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to the assets along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as exploration and evaluation assets.

Under the legislative environments the Company may operate in, environmental bonds and prepayments can be required to support gaining operational and exploration approvals, and held until such work is completed and rehabilitation completed. Such payments are recorded as a prepayment until return and receipt to the Company. The Company's estimates of reclamation costs, environmental bonds and prepayments could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures.

3. Material Accounting Policies – *continued*

i) Provision for environmental rehabilitation – *continued*

These changes would be recorded directly to exploration and evaluation assets with a corresponding entry to the rehabilitation provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, would be charged to profit or loss for the period. At June 30, 2024 and December 31, 2023, the Company had no provisions for environmental rehabilitation.

j) Impairment of assets

The carrying amount of the Company's long-lived assets (which includes equipment and exploration and evaluation assets) is periodically reviewed, including following the reduction in any mineral tenure rights and at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in the statement of comprehensive loss.

The recoverable amount is the greater of an asset's fair value, less cost to sell, and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows, largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

k) Financial instruments

<u>Classification</u>

The Company classifies its financial instruments in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

3. Material Accounting Policies – *continued*

k) Financial instruments – *continued*

Classification – *continued*

Financial assets/liabilities	Classification
Cash	FVTPL
Receivables	Amortized cost
Accounts payable	Amortized cost

Measurement

Financial assets at FVTOCI
Elected investments in equity investments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses recognized in other comprehensive income (loss).

Financial assets and liabilities at amortized cost
Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL
Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transactions costs expensed in the statements of comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are recorded in the statements of loss and comprehensive loss in the period in which they arise.

Fair value measurement disclosure includes classification of financial instrument in a hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

Level 1: Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices such as quoted interest or currency exchange rates; and

Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

The fair values of the Company's cash constitutes a Level 1 fair value measurement. The fair value of the Company's receivables and accounts payable approximate the carrying value due to their short-term nature.

Derecognition

Financial assets
The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks

3. Material Accounting Policies – *continued*

k) Financial instruments – *continued*

Derecognition – *continued*

and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the statements of comprehensive loss. However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

Financial liabilities
The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statements of loss and comprehensive loss.

4. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to commence the development of its exploration and evaluation assets and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. Further information relating to liquidity risk is disclosed in Note 5. In the management of capital, the Company includes the components of shareholders' equity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and cash equivalents. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors. The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of three months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. The Company is uncertain as to whether its current capital resources will be sufficient to carry its exploration plans and operations through its current operating period and, accordingly, management is reviewing the timing and scope of current exploration plans and is also pursuing other financing alternatives to fund the Company's operations. There were no changes in the Company's approach to capital management during the period. The Company is not subject to any externally imposed capital requirements.

5. Management of Financial Risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

5. **Management of Financial Risk** – *continued*

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is periodically exposed to interest rate risk on its cash equivalents as these instruments are exposed to interest rate fluctuations on renewal. Management has assessed this risk as low.

Currency risk

Currency risk is the risk that the fair values of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company's operations are focused on Australia and Mongolia, where many exploration and administrative expenses are incurred in the Australian Dollar, Mongolian Tugrik and the US Dollar. The Company's ability to advance funds to Mongolia is subject to changes in the valuation of the Tugrik and the US dollar as well as rules and regulations of the Mongolian government. Fluctuations in the value of the Australian Dollar, Tugrik and the US dollar may have positive and/or adverse effect on the operations and operating costs of the Company. Management seeks to limit foreign currency risk, primarily seeking to retain funds in Canada and Australia wiring funds as and when needed to foreign subsidiaries to meet operating expenditures, and believes this risk to be minimal.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in bank accounts held with major banks in Canada and Australia, with more limited funds in Mongolia, where the Mongolian subsidiaries make monthly cash calls. As most of the Company's cash is held by two banks there is a concentration of credit risk, and, in Mongolia one of the two subsidiary's bank accounts has been frozen by the Mongolian Tax Authority as a result of an ongoing tax dispute. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies and looking to avoid holding more than one month's budgeted cash reserves in Mongolia. The Company has secondary exposure to credit risk on its receivables. This risk is minimal as receivables consist primarily of refundable goods and services taxes.

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 attempts to manage liquidity risk by maintaining sufficient cash and cash equivalent balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations.

As at June 30, 2024, the Company had current assets in excess of current liabilities of $857,000 and a cash balance of $942,000, (December 31, 2023 - $1, 530,000) to settle current liabilities of $228,000 (December 31, 2023 - $248,000).

Historically, the Company's sole source of funding has been the issuance of equity, and one issuance of debt financing. Through 2023/2024, the Company has sought to change its funding model, consolidating a 100% interest in all its projects, and seeking to bring in asset level partners.

5. Management of Financial Risk – *continued*

Liquidity risk – continued

This has resulted in four agreements that unlock up to A$60 million in multiple year partner funding, and also providing the Company a management fee from being current operator for one of these partnerships (with AngloGold Ashanti for the Nyngan and Nevertire projects). Further deals that offer a clear value path and targeted partnerships are proposed.

As with all exploration juniors, the Company's access to financing is always uncertain. There can be no assurance of continued access to significant financing. Liquidity risk is assessed as high.

Commodity price risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in general market prices and investor sentiment, particularly relating to copper and gold, and the jurisdictions the Company primarily operates in. The Company closely monitors general market conditions and commodity prices to determine the appropriate course of action to be taken.

6. Exploration and Evaluation Assets

For the six-month period ended June 30, 2024 (000's)

		Bronze Fox		**Golden Grouse**		**Macquarie Arc**		**Total**
Exploration costs								
Amortization	$	20	$	25	$	-	$	**45**
Camp		-		18		1		**19**
Fuel		-		-		1		**1**
License/fees/taxes		-		-		3		**3**
Rental/utilities		1		-		54		**55**
Salaries/labor		44		75		110		**229**
Transportation/travel		-		-		31		**31**
Total current exploration costs	$	65	$	118	$	200	$	**383**
Total costs incurred during the period	$	65	$	118	$	200	$	**383**
Balance, opening		1,347		424		14,116		**15,887**
Exclusivity payment received		(34)		(12)		-		**(46)**
Translation adjustment		247		92		13		**352**
Balance, ending	$	1,625	$	622	$	14,329	$	**16,576**

6. Exploration and Evaluation Assets – *continued*

Cumulative costs:								
Acquisition	$	36,624	$	1,094	$	1,973	$	**39,691**
Exploration		13,544		4,241		13,020		**30,805**
Exclusivity payment received		(292)		(39)		-		**(331)**
Government grant received		-		-		(339)		**(339)**
Impairment		(48,498)		(4,766)		-		**(53,264)**
Translation adjustment		247		92		(325)		**14**
	$	1,625	$	622	$	14,329	$	**16,576**

For the year ended December 31, 2023 (000's)

		Bronze Fox		**Golden Grouse**		**Macquarie Arc**		**Total**
Acquisition costs								
Acquisition & maintenance	$	-	$	-	$	1,200	$	**1,200**
Total current acquisition costs	$	-	$	-	$	1,200	$	**1,200**
Exploration costs								
Amortization	$	39	$	35	$	-	$	**74**
Assaying		-		-		101		**101**
Camp		13		35		3		**51**
Drilling		-		-		590		**590**
Fuel		-		-		37		**37**
License/fees/taxes		-		-		4		**4**
Rental/utilities		3		-		143		**146**
Salaries/labor		111		208		559		**878**
Supplies/safety gear		-		-		1		**1**
Transportation/travel		-		-		137		**137**
Total current exploration costs	$	166	$	278	$	1,575	$	**2,019**
Total costs incurred during the year	$	166	$	278	$	2,775	$	**3,219**
Balance, opening		1,241		388		11,834		**13,463**
Translation adjustment		-		-		(338)		**(338)**
Exclusivity payment received		(60)		(27)		-		**(87)**
Government grant received		-		-		(155)		**(155)**
Impairment		-		(215)		-		**(215)**
Balance, ending	$	1,347	$	424	$	14,116	$	**15,887**

Cumulative costs:								
Acquisition	$	36,624	$	1,094	$	1,973	$	**39,691**
Exploration		13,479		4,123		12,820		**30,422**
Exclusivity payment received		(258)		(27)		-		**(285)**
Government grant received		-		-		(339)		**(339)**
Impairment		(48,498)		(4,766)		-		**(53,264)**
Translation adjustment		-		-		(338)		**(338)**
	$	1,347	$	424	$	14,116	$	**15,887**

6. Exploration and Evaluation Assets – *continued*

Exploration and evaluation assets – Mongolia – Nadmin

The Company originally acquired a 100% interest in the shares of KGL in consideration for $35,882,000 in cash, common shares and warrants. KGL indirectly holds title to the mining license of the Bronze Fox copper/gold project in Mongolia.

Following the issuance of the Bronze Fox mining license approximately 85% of the eastern Bronze Fox license was relinquished as part of the conversion of the exploration to mining license. Following a detailed review of historical acquisition and expenditure relating to the eastern Bronze Fox license an impairment has been undertaken to reflect:

- the pro-rata amount of the capitalised acquisition costs for the eastern license; and,
- for the capitalised specific exploration costs for activities undertaken on ground no longer retained.

The review has resulted in a write down of $29,713,000 in 2020 relating to the area that has been relinquished.

Such a methodology is consistent with the Company's standard review process as per the prior ground held and relinquished in Mongolia (or any other jurisdiction).

During the year ended December 31, 2020, the Company recorded total impairment loss of $30,455,000 relating to the write-off of exploration license, which includes $742,000 write-off of the carrying value relating to the merger with IBEX subsidiaries in 2016.

During the year ended December 31, 2021, the Company assessed the property for impairment in relation to the acquisition and joint venture agreement entered by the Company with Resilience Mining Mongolia Pty. Ltd. ("RMM") on June 30, 2021, and recorded an impairment loss of $18,043,000.

Exploration and evaluation assets – Mongolia – Golden Grouse

On April 18, 2012, the Company acquired a 100% interest in Golden Grouse from the optionor, Temujin Mining Corp. ("Temujin"), which held two mineral exploration licenses adjoining the Company's Bronze Fox project in Mongolia.

On October 28, 2016, the Company obtained seven mineral exploration licenses and two new license applications in mergers with IBEX Land Mongolia LLC ("IBEX Land") and IBEX Mongolia LLC ("IBEX"). The fair value in excess of the net assets of IBEX Land and IBEX was allocated to Bronze Fox ($742,000) and Golden Grouse ($1,094,000). The Company retains the full regional exploration dataset across the IBEX portfolio and various infrastructure associated with the merger, including the White Pearl camp in the Southern Gobi, but as of December 31, 2019, all of the mineral exploration licenses associated with the IBEX transaction that are no longer being explored by the Company, which have been relinquished back to the Mongolian Government, were written down by $3,185,000.

During the year ended December 31, 2020, the Company recorded an impairment loss of $212,000 relating to the write-off of exploration license.

6. Exploration and Evaluation Assets – *continued*

Exploration and evaluation assets – Mongolia – Golden Grouse - continued

During the year ended December 31, 2021, the Company assessed the property for impairment in relation to the acquisition and joint venture agreement entered by the Company with RMM on June 30, 2021, and recorded an impairment loss of $1,154,000.

During the six-month period ended June 30, 2024, the Company received an exclusivity payment of $46,000 (A$50,000) from an interested party to enable final due diligence and definitive legal agreements, in relation to the sale of the Mongolian asset.

Post period end, Kincora successful completed the strategic review process for the Mongolian assets with a binding Earn-In Term Sheet (Mongolia Agreement) with Woomera Mining Limited (ASX: WML, Woomera).

Woomera has the right to spend up to US$4 million over a period of 5 years to earn a 80% interest (in two phases) and may elect to then:

- purchase the remaining 20% interest from Kincora for US$10 million cash consideration and a 1% Net Smelter Royalty (NSR); or,
- enter into a shareholders agreement whereby Kincora is free carried until the point of a Final Investment Decision (FID) for project development (minimum reserve of 1Moz gold equivalent)

Woomera is a well creditentialed partner with a highly successful team and strong shareholder register, and has concluded a raising to support the Agreement. A high impact field program proposed from next month including new discovery and resource expansion drilling coupled with a second mining license conversion. Kincora will receive A$450,000 share consideration in Woomera becoming its largest shareholder and A$100,000 in total cash payments.

Impairment of evaluation and exploration assets – Mongolia

On June 30, 2021, the Company entered into a definitive acquisition and joint venture agreement with RMM in connection with the binding term sheet entered into by the parties on December 12, 2020. Pursuant to the agreement, RMM would acquire 80 percent interest in the Company's subsidiary, KGL which owns Nadmin and Golden Grouse ("Mongolian subsidiaries"), by granting an equity interest of 9.9 percent in RMM upon successful admission to the ASX and having raised a minimum of A$5,000,000 in new equity to the Company's subsidiary, BSG II. Through a share purchase agreement, Kincora will also retain an effective carried asset level interest in the Mongolian subsidiaries until certain material project level milestones.

On July 8, 2022, the Company issued a notice to RMM notifying it of the failure of conditions under the existing joint venture agreement. The effect of the notice was that the joint venture agreement terminated and enabled the Company to pursue other strategic options for the Mongolian asset portfolio with an externally lead strategic review (potential divestment) process commenced in June 2023.

During the year ended December 31, 2021, the Company assessed the exploration and evaluation assets of KGL for impairment based on the estimated fair value less costs of disposal of the 80 percent ownership interest of KGL during the year ended December 31, 2021. The fair value of the 80 percent ownership interest was estimated based on the proposed Initial Public Offering ("IPO") price and share structure of RMM in the ASX Listing. The Company recognized an impairment loss of $19,197,000 on the Mongolian properties, Bronze Fox and Golden Grouse, pro-rated based on the respective carrying amount of the properties.

6. Exploration and Evaluation Assets – *continued*

Exploration and evaluation assets – Mongolia – Earn-in and Joint Venture Agreement

Subsequent to period end on August 8, 2024, the Company announced the successful completion of the strategic review process which resulted in a binding Earn-In Term Sheet (Mongolia Agreement) with Woomera Mining Limited (ASX: WML, Woomera).

Woomera is an arms length and unrelated party to Kincora, and a well creditentialed partner with a highly successful team and strong shareholder register. On August 12, 2024, Woomera announced it that concluded a strongly supported A$1.7 million raising and is undertaking a A$0.3 million Share Purchase Plan to support the Mongolia Agreement.

The key terms of the Mongolia Agreement comprise:

- Woomera may earn a 51% equity interest in the asset holding subsidiaries by funding US$2 million in expenditure in an initial earn-in period of up to three years and has the right to earn a further 29% equity interest in the asset holding subsidiaries by funding a further US$2 million in expenditure within five years of the date of the Agreement. This includes a minimum expenditure of US$0.5 million in the each of the first two years of the earn-in period.

- Upon earning and exercising the right for the 80% interest Woomera can elect to:

  (i) purchase the remaining 20% equity interest in the subsidiaries from Kincora for a purchase price of US$10 million and a 1.0% net smelter royalty (NSR); or,

  (ii) enter into a shareholders' agreement where Woomera free-carries Kincora until the point of a Final Investment Decision (FID) for project development (minimum threshold of a JORC 2012 compliant reserve of 1Moz gold equivalent).

- Woomera completing a capital raising, which has been strongly supported, and further Share Purchase Plan is proposed.

- The Agreement requires the parties to enter into an formal agreement to reflect the terms of Woomera's operations of the Bronze Fox project and is conditional upon the parties obtaining shareholder and regulatory approvals.

- Woomera has agreed to cover the holding costs and spend a minimum of US$500,000, including satisfying the minimum statutory field related commitments and drilling for the project between the date of its shareholder approval and Decemeber 31st, 2024.

- If Woomera withdraws from the earn-in prior to earning an 80% interest it must forfeited any equity interest it has obtained in the asset holding entities to Kincora.

6. Exploration and Evaluation Assets – *continued*

Exploration and evaluation assets – Australia – Direct pegging activity

During the year ended December 31, 2023, the Company recorded an impairment loss of $215,000 relating to the write-off of an exploration license.

On November 21, 2019, the Company announced an application for a new exploration licence covering 762 km2 named the Nyngan project located in the Lachlan fold belt (“LFB”), central NSW, Australia.
On January 6, 2020, the Company’s application was formally approved and exploration license EL8929 granted.

On January 30, 2020, an application for a second large new exploration licence was made directly to the NSW state for the Nevertire project, covering 382 km2. On April 14, 2020, the Company was successfully granted a new exploration licence (EL8960) for the Nevertire project.

On June 9, 2021, the Company announced an application for the Mulla gold copper porphyry project, covering 616km2 to the south of the existing Nyngan license and adjacent to the Nevertire license. The Mulla license was awarded in the fourth quarter of 2021. The 100% owned Nyngan, Nevertire and Mulla projects cover an area in the Macquarie Arc of the Lachlan Fold Belt in NSW, Australia.

Further direct application for the Condobolin East, gold-base metals license was made during the fourth quarter of 2021, which has since been awarded.

During the six-month period ended June 30, 2024, the Company also pegged the Wongarbon project as open ground. The Wongarbon project is considered a compelling untested Macquarie Arc porphyry target with immediate high priority targets for drilling.

Exploration and evaluation assets – Australia – Joint Venture projects

On January 30, 2020, the Company entered into a binding memorandum of understanding (“MoU”) and made a non-refundable option payment of A$25,000 to RareX Limited (“RareX”) providing the exclusive right to acquire a 65% interest in six mineral leases and five projects in the LFB.

On March 19, 2020, the Company announced it had completed definitive agreements with RareX. The key commercial terms being:

- Issuing 4,983,333, subject to a voluntary 12-month lockup and transfer of titles with the NSW regulator, resulting in RareX becoming a then 9.9% shareholder (issued on March 27, 2020);
- Payment of A$150,000 in cash to RareX upon closing as follows:
    - A$100,000 in cash consideration (paid on March 30, 2020); and,
    - A$50,000 in cash as reimbursement to RareX for outstanding holding costs and licence renewals (paid on March 30, 2020).
- The Company acquiring a 65% interest in the respective licences, becoming operator and sole financer of all further exploration until a positive scoping study or Preliminary Economic Assessment (“PEA”). Upon completion of the PEA, the Company and RareX will form a joint venture with standard funding and dilution requirements and right of first refusal on transfers;
- RareX has the right to retain a 100% ownership in any licence that the Company may elect to drop or to not renew, for no consideration.

6. Exploration and Evaluation Assets – *continued*

Exploration and evaluation assets – Australia – Joint Venture projects – continued

On July 27, 2023, the Company executed a conditional agreement with RareX to acquire its carried 35% asset level interests in the Trundle, Fairholme, Jemalong, Cundumbul and Condobolin licenses. In consideration, the Company issued 40m CDIs, and granted a 1% NSR for the vended licenses to RareX (the "RareX Transaction"). The consideration was issued by the Company on December 14, 2023 (Note 7).

The RareX Transaction was subject to:

- shareholder approval proposed and obtained at an Annual General and Special Meeting ("AGM") held September 26th, 2023; completion of the placement (described below) for an aggregate subscription amount of not less than 30 million CDIs ($1.5m), which was achieved via the oversubscribed A$2m private placement announced August 8th, 2023; and,
- the parties obtaining approvals required under the Mining Act 1992 (NSW), which was achieved in 4Q'2023.

As part of the acquisition, the Company completed an oversubscribed private placement to raising A$2 million via the issuance of 40.6 million new CDIs at A$0.05 per share (C$0.044). This placement was closed on August 8, and includes a one (1) for two (2) free-attaching option exercisable at A$0.075 (C$0.065) and expiring 24-months from the date of issue.

On December 15, 2023, the Company completed the acquisition of RareX's minority and carried interest in various projects to now have a 100% ownership of the entire NSW project portfolio.

The Company held security deposits of $81,264 in relation to RareX claims as at June 30, 2024 (December 31, 2023: $80,708).

During the year ended December 31, 2022, the Company utilised and received a NSW government grant of $184,000 (A$200,000) for the Fairholme project. During the year ended December 31, 2023, the Company received $155,000 (A$172,352) NSW government grants relating to completed drilling at the Nyngan and Trundle projects.

Exploration and evaluation assets – Australia – Exploration Alliance Agreement

On October 6, 2022, the Company announced the execution of an Exploration Alliance Agreement with Earth AI Pty. Ltd. ("Earth AI") covering the Cundumbul project. Earth AI is a San Francisco (USA) headquartered Artificial Intelligence (AI) company, with a field camp in Young (NSW), that has a vertically integrated metals exploration approach to targeting, testing and verifying discoveries that are required for the electric vehicle and renewable energy revolutions.

Key terms of the Exploration Alliance:

The Exploration Alliance allows for a co-funding model and joint technical committee, whereby Earth AI will have day-to-day management and control of exploration activities, and contribute up to A$4.5m of total exploration expenditure across the project over a two-year period with an option to extend for a further year.

6. Exploration and Evaluation Assets – *continued*

Exploration and evaluation assets – Australia – Exploration Alliance Agreement – continued

Subject to a minimum of 1500 metres of diamond drilling and a Qualifying Drilling Intersection resulting in a new discovery (as defined within the Exploration Alliance Agreement), Earth AI is entitled to a net smelter return royalty (Royalty) of up to 3% in connection with a to be agreed upon area surrounding the discovery (Area of Interest, size dependent on the extent of the newly discovered mineral system).

Kincora is under no obligation to explore, develop or mine the Cundumbul project during the period of the Exploration Alliance. However, upon Earth AI successfully drilling a Qualifying Drilling Intersection and having carried out a minimum of 1,500 metres of diamond drilling, whereafter the second anniversary of the Royalty Trigger Date if no mineral resource has been defined and the annual exploration expenditure in the Area of Interest falls below US$250,000, Earth AI will have the option to assume operational control and buy all of the Royalty Tenements that overlap with the Area of Interest under the Royalty Deed, for a cash purchase price equal to US$1,000,000 plus a 2% net smelter.

The Agreement will not affect the capital structure of the Company or ownership in the project. During the six-month period ended June 30, 2024, Earth AI has commenced drilling (at their own cost) at the Cundumbul project with results and further drilling activities pending.

Exploration and evaluation assets – Australia – Earn-in and Joint Venture Agreement

As announced on May 28th 2024, during the period Kincora signed a definitive multiple-phase Earn-in and Joint Venture Agreement with a wholly owned subsidiary of AngloGold Ashanti plc (AngloGold) (NYSE: AU; JSE: ANG) for the Northern Junee-Narromine Belt Project, comprising the Nyngan and Nevertire licenses.

The key terms of the Agreement with AngloGold Ashanti Australia Limited, a wholly owned subsidiary of AngloGold Ashanti plc, covering the Nyngan (EL 8929) and Nevertire (EL 8960) projects, comprise:

- AngloGold may earn a 70% initial interest by incurring A$25 million in total expenditure on exploration in the initial earn-in period of up to seven years upon which a joint venture would be formed (Phase I). This includes a minimum expenditure of A$2 million within the first two years (Minimum Obligation). AngloGold is permitted to withdraw from the Agreement after satisfying the Minimum Obligation or payment of any shortfall.

- AngloGold can then earn an additional 10% interest (for a total interest of 80%) by completing a Pre-Feasibility Study (PFS) or by funding a further $25m of expenditure over an additional three years (Phase II).

- During the Minimum Obligation period, Kincora will operate and conduct all exploration activities as directed by an Exploration Management Committee that will comprise two members from each party, and be entitled to a 10% management fee.

- The Agreement is otherwise on terms that are customary for similar agreements and includes the agreed principal terms of the proposed joint venture agreement which will apply if AngloGold earns an interest in the NJNB tenements.

- All expenditure timelines under the Agreement can be accelerated.

Under the agreement a wide range of virgin, large intrusive-related copper-gold targets will be drill tested.

7. Share Capital

Authorized share capital: Unlimited Common shares without par value.

Share issuances:

a) On December 14, 2023, the Company issued 40,000,000 CDIs at a fair value of C$0.03 per CDI pursuant to the acquisition of 35% interest in the RareX projects (Note 6).

b) On August 8, 2023, the Company closed a Non-Brokered Placement and issued 40,600,000 new CDIs at a price of $0.044 (A$0.05) per CDI for gross proceeds of $1,784,167 (A$2,030,000). The Non-Brokered Placement includes a one (1) for two (2) free-attaching option exercisable at A$0.075 (C$0.065) and expiring 24-months from the issue ("Attaching Options"). Associated with the raising, 7,500,000 unquoted options were issued at an exercise price of A$0.075 (C$0.065) and expiring 24-months from the issue ("Broker Options") and cash fee of $94,037 was incurred.

c) On March 6, 2023, the Company issued 15,132,794 shares at $0.05 (A$0.055) per share for gross proceeds of $756,640 (A$832,304) from the second tranche of the December 2022 private placement. The Company incurred share issuance costs of $32,657.

Obligation to issue shares:
The Company has a share for services plan approved in 2019. Pursuant to the plan, the Company provides compensation to directors and officers in both shares and cash. The portion of compensation that will be paid by shares are recorded in obligation to issue shares and will be transferred to share capital upon issuance of the shares. During the six-month period ended June 30, 2024, the Company accrued fees of $181,413 (2023: $79,500) to its officers and directors. As at June 30, 2024, the Company has a balance owing of $541,763 (December 31, 2023: $360,350), with $535,513 (December 31, 2023: $354,100) recorded in obligation to issue shares and the remaining in accounts payable.

Stock options:
The Company has an equity incentive plan in place under which it is authorized to grant options or performance rights to executive officers and directors, employees and consultants enabling them to acquire up to 20% of the issued and outstanding common stock of the Company, and the amount approved for the purposes of the ASX rules, being up to 7,000,000 performance rights. Under the plan, the exercise price of each option shall not be less than the discounted market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of 10 years and vest as determined by the board of directors.

On September 27, 2023, the Company issued 20,300,000 free-attaching options pursuant to the private placement that closed in August 2023. Each option has an exercise price of C$0.065 (A$0.075) and expires 24 months from the date of issue. The fair value of the options was determined to be $nil using the residual method. The Company issued 7,500,000 broker options as share issuance cost. Each option has an exercise price of C$0.065 (A$0.075). The fair value of the broker options was $160,029, determined using the Black-Scholes Option Pricing Model.

On May 31, 2024, the Company granted an aggregate of 24,500,000 incentive stock options to certain board members, senior management and advisers of Kincora (the optionees). Each option is exercisable into one common share in the capital of the company at an exercise price of $0.068 (A$0.075) per common share with

(Expressed in Canadian Dollars)

7. Share Capital – *continued*

Stock options: – continued
expiry of two years following the date of grant. The fair value of the options was $794,449, determined using the Black-Scholes Option Pricing Model.

The fair value was determined using the Black-Scholes Option Pricing Model using the following weighted average estimates:

	December 31, 2023	June 30, 2024
Expected dividend yield	0%	0%
Expected stock price volatility	122.11%	142%
Risk free rate	4.62%	4.25%
Forfeiture rate	0%	0%
Expected life of options	2 years	2 years

A summary of the Company's stock option transactions is as follows:

	Number of options	Weighted average exercise price
Balance outstanding – December 31, 2022	**20,449,886**	**$0.31**
Granted	27,800,000	0.07
Expired	(864,805)	0.32
Balance outstanding – December 31, 2023	**47,385,081**	**$0.16**
Granted	24,500,000	0.05
Expired	(2,004,506)	0.48
Expired	(10,000,000)	0.29
Expired	(7,580,575)	0.28
Balance outstanding – June 30, 2024	**52,300,000**	**$0.07**

The weighted average life of the stock options is 1.56 years.

The weighted average price for options granted during the six-month period ended June 30, 2024 is $0.068 (December 31, 2023 - $0.065).

As at June 30, 2024, the following stock options are outstanding and exercisable:

Number	Price per share	Expiry date	Options exercisable
27,800,000	$0.07	September 27, 2025	27,800,000
24,500,000	$0.07	May 31, 2026	24,500,000
52,300,000	**$0.07**		**52,300,000**

Warrants: As of June 30, 2024 and December 31, 2023, the Company had no outstanding warrants.

Performance rights:
In December 2021, the Company granted 5,520,449 performance rights to certain directors and officers of the Company, pursuant to the Company's new EIP. 4,535,385 of the performance rights are vesting two years from the issue date, 454,154 performance rights are vesting one year from the issue date, and 530,910

7. Share Capital – *continued*

Performance rights: – continued
performance rights are vesting 1/3 each of the calendar years ended 2021, 2022, and 2023. During the six-month period ended June 30, 2024, the Company recorded share-based compensation of $Nil (2023 - $86,584) for the performance rights vested.

Reserves:
Share-based payment reserve represents the fair value of stock options or warrants until such time that the share-based instruments are exercised, at which time the corresponding amount will be transferred to share capital.

Exchange gains and losses arising from translation of foreign currency denominated transactions are included in foreign currency translation reserve.

8. Segmented Information

The Company operates in two operating segments being the acquisition and exploration of exploration and evaluation assets in Mongolia and Australia. The Company's head office is located in Canada, and all of the Company's non-current assets are located in Mongolia and Australia as follows.

In thousand $		Mongolia		Australia		Total
Balance at June 30, 2024						
Mineral properties	$	2,247	$	14,329	$	16,576
Equipment	$	50	$	-	$	50

In thousand $		Mongolia		Australia		Total
Balance at December 31, 2023						
Mineral properties	$	1,771	$	14,116	$	15,887
Equipment	$	74	$	-	$	74

9. Related Party Transactions

The Company incurred the following amounts for related party services:

a) During the six-month period ended June 30, 2024, the Company incurred $36,900 (2023 - $36,900) to a company with an officer in common for management and accounting services.

b) During the six-month period ended June 30, 2024, the Company incurred $150,000 (2023 - $110,000) to an officer and a company with an officer in common for management services.

c) During the six-month period ended June 30, 2024, the Company incurred director's fees of $153,333 (2023 - $83,000) to current directors and to a former director.

d) During the six-month period ended June 30, 2024, the Company incurred consulting fees of $10,000 (2023 - $10,000) to a director of the Company.

9. Related Party Transactions – *continued*

e) At June 30, 2024, the Company owed $355,384 (December 31, 2023 - $242,710) in accrued directors' fees and management and accounting fees in accounts payable, which are non-interest bearing and due on demand, and obligation to issue shares (Note7).

f) During the year ended December 31, 2023, the Company issued 40,000,000 CDIs to RareX for the acquisition of the 35% interest in the NSW project portfolio (Note 7).

Compensation of key management personnel

In thousand $		**June 30, 2024**		June 30, 2023
Management, chairman, directors, and audit committee fees	**$**	**350**	$	240
Share-based payments		**778**		41
	$	**1,128**	$	281

10. Supplemental Disclosures of Cash Flow Information

Supplemental Disclosure of Non-Cash Financing and Investing Activities include *('000):*		**June 30, 2024**		June 30, 2023
Amortization capitalized to exploration and evaluation assets	**$**	**45**	$	37

11. Equipment

Net carrying costs at June 30, 2024 and December 31, 2023 are as follows ('000):

		Computers		Exploration Equipment		Total
Cost						
Balance as at December 31, 2022	$	25	$	1,243	$	1,268
Additions		-		71		71
Balance as at December 31, 2023		25		1,314		1,339
Additions		-		52		52
Translation adjustment		-		(31)		(31)
Balance as at June 30, 2024	$	25	$	1,335	$	1,360
Accumulated amortization and impairment						
Balance as at December 31, 2022	$	(25)	$	(1,166)	$	(1,191)
Amortization		-		(74)		(74)
Balance as at December 31, 2023		(25)		(1,240)	$	(1,265)
Additions		-		(45)		(45)
Balance as at June 30, 2024	$	(25)	$	(1,285)	$	(1,310)
Net book value						
At December 31, 2023	$	-	$	**74**	**$**	**74**
At June 30, 2024	**$**	**-**	**$**	**50**	**$**	**50**

12. Contingencies

In the course of its business activities the Company has from time to time, been the subject of civil claims by third parties, including former employees that could give rise to a liability to pay compensation or damages. In addition, the Company may receive notices from regulatory and other governmental agencies responsible for the administration of regulations impacting on the Company's business affairs, in relation to the imposition or intended imposition of penalties, assessments and other orders that could potentially have an adverse effect or negatively impact on the Company's business and financial condition. Based upon historic experience with management of such claims, assessment and regulatory actions, the Company does not anticipate that the outcome of those claims, assessments and regulatory actions, will have a materially adverse effect on the Company's business or financial condition.

Mongolia

During the year ended December 31, 2021, Golden Grouse received a tax act reassessment for $2.7 billion Tugriks (MNT), approximately $1 million (US$800,000) from the Mongolian Tax Authority ("MTA").

The 2021 tax assessment comprises four items, of which the Company strongly refutes the merit of three including the very vast majority of the liability sought relating to a retrospective tax assessment of the 2016 merger with IBEX (the agreed liability owed is 16.2 million MNT or approximately $5,700 (U.S.)).
The 2016 IBEX merger required a prior tax assessment, which followed an audit of the IBEX entity's prior-year periods and the on-shore and off-shore agreements to the merger (IBEX and parent entities). The 2016 tax assessment was paid and relied upon by Mongolian government departments to facilitate the merger and was a condition precedent to close the merger with any adverse liability enabling both counterparties to withdraw from the merger (Note 6). In the Company's view, supported by four independent external legal opinions, the 2021 tax assessment's retrospective liability is not in line with the 2016 tax assessment and Mongolian law, and there is no basis for a different determination.

Kincora, IBEX and various Mongolian public sector departments relied upon the 2016 tax audit and rulings to close the merger. The transaction underpinned over C$12 million of subsequent equity being raised by Kincora, including investments following extensive due diligence from the European Bank for Reconstruction and Development (EBRD, one of the largest investors in Mongolia and an IFI like the IFC), and, Resource Capital Funds (RCF, one of the largest resource specialist private equity groups).

Since 2021, the Company has pursued defending the 2016 tax ruling, paid a $52,000 (MNT $100 million) security deposit (materially more than the agreed liability owed of 16.2 million MNT) to facilitate this legal defence and objection to the 2021 tax act via the Mongolian administrative courts.

In March 2023, Kincora applied to the Mongolian Administrative Chamber for the dispute to receive a hearing at the Supreme Court, which is the last legal defence step available under the Mongolian judicial system having undertaken two prior court hearings (which provided conflicting rulings) and the Mongolian Tax Dispute Counsel failing to hear the required case. This application was accepted and follows the last Appeal Court ruling (in January 2023) being outside of the litigants' appeal and counter-arguments, overturned a prior First Instance Administrative Court ruling that referred the reassessed tax act back to the MTA (with annulment occurring in 3 months should the MTA take no action), and preceded in a timeframe far too short to consider the merits of the reassessed Tax Act.

In May 2023, the Supreme Court hearing occurred with the dispute returned to the First Instance Administrative Court with a review ongoing of the reassessment by a court appointed panel of independent

12. Contingencies – *continued*

tax experts. A First Instance Administrative Court hearing is expected shortly to consider the independent tax experts review and the Company is of the opinion that the findings of the independent tax experts were very favourable to our case.

The Company has sought to defend its position in a fair and equitable manner following due process and Mongolian law, with support from various Third Neighbour missions and business associations.

Kincora has sought to utilise the ombudsman and dispute counsel process with the MTA – and then the government's own Investor Protection Council (IPC) mechanism – both unsuccessfully. This necessitated continuing to defend our position in Mongolian judicial system, which has traversed the three levels of the court process. Post the May 2023 Supreme Court ruling, which sent the matter back to the lowest level court, Kincora has sought government level meetings to get more focused attention from the IPC. Kincora has also drafted a proposed mutually beneficial settlement for the tax dispute and sought engagement with appropriate senior Government of Mongolia officials.

Legal advice has also been received that the MTA officials have behaved in a criminal manner (according to how Mongolian law applies to government officials) and the police have opened a case and commenced an investigation.

After 3 years, Kincora efforts and initiatives to date have proven ineffective and there is no clear timeline or path for resolution under Mongolian law or the Mongolian judicial system.