



ATICO MINING CORPORATION

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)

MARCH 31, 2022

NOTICE TO READER

The accompanying unaudited condensed interim consolidated financial statements of Atico Mining Corporation (the "Company") for the three months ended March 31, 2022 have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company. These condensed interim consolidated financial statements have not been reviewed by the Company's external auditors.

ATICO MINING CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in United States Dollars)

	March 31 2022	December 31 2021
ASSETS		
Current assets		
Cash	\$ 18,127,020	\$ 14,623,559
Receivables (Note 3)	18,182,039	6,114,172
Inventories (Note 4)	14,462,283	12,462,601
Other assets (Note 5)	682,451	1,047,598
Total current assets	51,453,793	34,247,930
Non-current assets		
Other assets (Note 5)	1,014,042	954,720
Mineral properties (Note 6)	69,832,146	68,826,917
Plant and equipment (Note 7)	11,603,684	11,912,399
Total non-current assets	82,449,872	81,694,036
TOTAL ASSETS	\$ 133,903,665	\$ 115,941,966
LIABILITIES AND EQUITY		
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (Notes 8, 19)	\$ 15,391,959	\$ 15,155,573
Loans payable and convertible debentures (Note 9)	4,587,266	4,013,047
Other liabilities (Note 10)	1,180,018	1,135,099
Lease liabilities (Note 11)	339,153	220,190
Total current liabilities	21,498,396	20,523,909
Non-current liabilities		
Loans payable and convertible debentures (Note 9)	15,532,827	5,967,081
Other liabilities (Note 10)	2,045,619	2,030,085
Lease liabilities (Note 11)	504,574	232,022
Decommissioning and restoration provision (Note 12)	3,320,081	3,244,681
Deferred income tax liabilities	16,207,729	12,648,224
Total non-current liabilities	37,610,830	24,122,093
Total liabilities	59,109,226	44,646,002
EQUITY		
Share capital (Note 14)	43,690,353	43,690,353
Reserves	4,938,855	4,806,985
Retained earnings	20,742,537	17,386,334
Total equity attributable to equity holders of the Company	69,371,745	65,883,672
Non-controlling interests (Note 18)	5,422,694	5,412,292
Total equity	74,794,439	71,295,964
TOTAL LIABILITIES AND EQUITY	\$ 133,903,665	\$ 115,941,966

Nature of operations (Note 1)
Contingency and commitment (Note 23)

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors on May 17, 2022.

Approved by the Board of Directors

"Luis F. Sáenz" Director

"Jorge R. Ganoza" Director

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

ATICO MINING CORPORATION**CONDENSED INTERIM CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME**

(Unaudited - Expressed in United States Dollars)

	Three months ended March 31 2022	Three months ended March 31 2021
Sales (Note 15)	\$ 20,645,001	\$ 19,303,903
Cost of sales (Note 16)	(11,551,647)	(12,356,497)
Income from mining operations	9,093,354	6,947,406
General and administrative expenses	(1,277,676)	(1,357,573)
Share-based payments (Notes 14)	(192,325)	(278,084)
Income from operations	7,623,353	5,311,749
Accretion expenses	(88,583)	(69,418)
Interest on loans payable and convertible debentures (Note 9)	(309,732)	(204,363)
Interest and other expenses	(91,433)	(56,221)
Fair value adjustment on derivative instruments, net (Note 5)	-	(2,269,900)
Realized gain on derivative instruments, net (Note 5)	-	87,691
Foreign exchange gain (loss)	785,929	(45,826)
Income before income taxes	7,919,534	2,753,712
Current income tax expense (Note 13)	(459,827)	(2,057,462)
Deferred income tax (expense) recovery (Note 13)	(3,559,505)	529,532
Net income and comprehensive income	\$ 3,900,202	\$ 1,225,782
Net income and comprehensive income attributable to:		
Equity holders of Atico Mining Corporation	\$ 3,356,203	\$ 981,566
Non-controlling interests (Note 18)	543,999	244,216
	\$ 3,900,202	\$ 1,225,782
Basic earnings per share (Note 17)	\$ 0.03	\$ 0.01
Diluted earnings per share (Note 17)	\$ 0.03	\$ 0.01
Weighted average no. of shares outstanding - basic (Note 17)	121,286,185	119,125,603
Weighted average no. of shares outstanding - diluted (Note 17)	121,837,314	120,131,609

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

ATICO MINING CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in United States Dollars)

	Three months ended March 31 2022	Three months ended March 31 2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	\$ 3,900,202	\$ 1,225,782
Items not affecting cash:		
Depletion and amortization	3,065,401	3,979,610
Share-based payments	192,325	278,084
Accretion of lease liabilities	13,183	16,958
Accretion of decommissioning and restoration provision	75,400	52,460
Interest income	-	(6)
Interest expense	309,732	204,363
Fair value adjustment on derivative instruments, net	-	2,269,900
Realized gain on derivative instruments, net	-	(87,691)
Deferred income tax expense (recovery)	3,559,505	(529,532)
Unrealized foreign exchange effect	41,072	(69,892)
	11,156,820	7,340,036
Changes in non-cash operating working capital items (Note 20)	(13,958,314)	(9,570,657)
Net cash used in operating activities	(2,801,494)	(2,230,621)
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditures on mineral properties	(2,545,448)	(1,716,957)
Acquisition of plant and equipment	(861,196)	(2,979,317)
Interest received	-	6
Settlements of derivative instruments	-	87,691
Net cash used in investing activities	(3,406,644)	(4,608,577)
CASH FLOWS FROM FINANCING ACTIVITIES		
Loans payable withdrawn, net of financing costs	13,028,347	-
Loans payable repaid	(2,950,000)	(249,999)
Payments on lease obligations, principal	(45,653)	(166,326)
Payments on lease obligations, interest	(75,400)	(52,460)
Interest paid	(248,114)	(163,422)
Shares issued on exercise of stock options	-	114,020
Net cash provided by (used in) financing activities	9,709,180	(518,187)
Effect of exchange rate changes on cash	2,419	(94,783)
Change in cash	3,503,461	(7,452,168)
Cash, beginning of period	14,623,559	16,652,711
Cash, end of period	\$ 18,127,020	\$ 9,200,543

Supplemental disclosure with respect to cash flows (Note 20)

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

ATICO MINING CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Unaudited - Expressed in United States Dollars)

	Number of shares	Share capital	Share-based payments reserve	Foreign currency translation reserve	Contributed surplus reserve	Non- controlling interests	Retained earnings	Total equity
Balance as at December 31, 2021	121,286,185	\$ 43,690,353	\$ 4,665,952	\$ (715,935)	\$ 856,968	\$ 5,412,292	\$ 17,386,334	\$ 71,295,964
Share-based payments	-	-	131,870	-	-	-	-	131,870
Dividend declared by subsidiary	-	-	-	-	-	(533,597)	-	(533,597)
Net income and comprehensive income	-	-	-	-	-	543,999	3,356,203	3,900,202
Balance as at March 31, 2022	121,286,185	\$ 43,690,353	\$ 4,797,822	\$ (715,935)	\$ 856,968	\$ 5,422,694	\$ 20,742,537	\$ 74,794,439

	Number of shares	Share capital	Share-based payments reserve	Foreign currency translation reserve	Contributed surplus reserve	Non- controlling interests	Retained earnings	Total equity
Balance as at December 31, 2020	119,033,901	\$ 42,671,700	\$ 4,282,299	\$ (715,935)	\$ 856,958	\$ 13,650,273	\$ 13,072,547	\$ 73,817,842
Exercise of stock options	417,368	186,724	(72,704)	-	-	-	-	114,020
Share-based payments	-	-	212,019	-	-	-	-	212,019
Allocation to non-controlling interest	-	-	-	-	-	327,081	(327,081)	-
Dividend declared by subsidiary	-	-	-	-	-	(472,226)	-	(472,226)
Net income and comprehensive income	-	-	-	-	-	244,216	981,566	1,225,782
Balance as at March 31, 2021	119,451,269	\$ 42,858,424	\$ 4,421,614	\$ (715,935)	\$ 856,958	\$ 13,749,344	\$ 13,727,032	\$ 74,897,437

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

ATICO MINING CORPORATION
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
FOR THE THREE MONTHS ENDED MARCH 31, 2022

1. NATURE OF OPERATIONS

Atico Mining Corporation (the "Company") was incorporated in the Yukon Territories on April 15, 2010 and continued to British Columbia on October 17, 2011. The Company is engaged in copper-gold mining and related activities including exploration, development, extraction, and processing in Colombia and the acquisition, exploration and development of copper and gold projects in Latin America. The Company's common shares are listed on the TSX Venture Exchange ("TSX-V") under the symbol "ATY". The address of its head office is Suite 501 - 543 Granville Street, Vancouver, British Columbia, Canada.

On November 22, 2013, the Company acquired 90% of the issued and outstanding common shares of Minera El Roble S.A. ("MINER"), the owner of the El Roble mining property ("El Roble"), an operating copper-gold mine in Colombia.

On September 11, 2019, the Company acquired, in a plan of arrangement, 100% of the issued and outstanding common shares of Toachi Mining Inc. ("Toachi"), which owns the La Plata project in Ecuador.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. The Company is closely monitoring the developments and has implemented preventative measures at the El Roble mine site, La Plata project, as well as corporate offices to safeguard the health of its employees, while continuing to operate effectively and responsibly in its communities. It is currently not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or results of operations at this time. However, management will continue to assess the situation and are prepared to swiftly make any necessary adjustments within the regulatory framework issued by the Colombian and Ecuadorian Ministry of Health and Social Protection

In December 2021, the Company entered into an agreement with the mining authority (the "National Mining Agency") in Colombia related to an ongoing royalty dispute. While the Company maintains it has complied with the royalty payments due and called for under the contract, this agreement allows for the Company to be recognized as being formally in good standing with the National Mining Agency, enabling the Company to apply for a new mining contract on the property. The previous contract and related title expired on January 23, 2022, where the Company has been allowed to continue operating while the process for the contract and title renewal continues. The Company and the National Mining Agency agreed to settle the dispute via binding arbitration at the Center for Arbitration and Conciliation of the Bogota Chamber of Commerce for the purposes of seeking an expedited resolution to the ongoing claim. In addition, the Company entered into a five-year payment plan, payable in biannual instalments for a total amount of approximately \$21,900,000 plus interest at a 6% annual rate. To the extent that a final ruling is made in favor of the Company, the payment plan will cease and any amounts already paid will be reimbursed to or offset against future royalty obligations (Note 23).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation and measurement

These condensed interim consolidated financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS"), applicable to preparation of interim financial statements including International Accounting Standard 34 Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These condensed interim consolidated financial statements have been prepared on a historical cost basis, except for financial instruments, which have been measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information. These condensed interim financial statements follow the same accounting policies and methods of application as the Company's most recent annual consolidated financial statements and should be read in conjunction with the annual audited consolidated financial statements of the Company for the year ended December 31, 2021.

3. RECEIVABLES

	March 31 2022	December 31 2021
Trade receivables	\$ 15,659,511	\$ 2,040,112
GST/VAT and other taxes recoverable	2,448,169	3,986,760
Other receivables	74,359	87,300
	\$ 18,182,039	\$ 6,114,172

The Company has a concentrate off-take agreement whereby the customer will purchase 100% of the metals concentrate produced at the El Roble mining property. This current agreement has an expected settlement period of four months. As at March 31, 2022 and December 31, 2021, the Company did not have any trade receivables that were past due. The Company's allowance for doubtful accounts at March 31, 2021 and December 31, 2021 was \$Nil.

ATICO MINING CORPORATION
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
FOR THE THREE MONTHS ENDED MARCH 31, 2022

4. INVENTORIES

	March 31 2022	December 31 2021
Consumable parts and supplies	\$ 3,906,862	\$ 3,535,023
Ore stockpiles	522,262	387,191
Metals concentrate	10,033,159	8,540,387
	\$ 14,462,283	\$ 12,462,601

As at March 31, 2022, a large majority of the metals concentrate was pledged as security in connection to the agreement between the Company and the National Mining Agency (Note 23). As at December 31, 2021, all of the metals concentrate was pledged. The security will be released proportionally as payments are made in accordance with the payment schedule and may be substituted at a later date.

5. OTHER ASSETS

	March 31 2022	December 31 2021
Prepaid expenses and deposits	\$ 682,451	\$ 1,047,598
National Mining Agency arbitration asset (Note 23)	1,014,042	954,720
	1,696,493	2,002,318
Less: current portion	682,451	1,047,598
Non-current portion	\$ 1,014,042	\$ 954,720

Derivatives

The Company enters into derivative instruments from time to time in the normal course of business in order to manage its exposure to fluctuations in copper price, gold price, and the Colombian peso/US dollar exchange rate. The Company does not enter into or trade derivative instruments for speculative purposes. The Company has not applied hedge accounting to these derivative transactions. Derivative instruments are marked-to-market at the end of each reporting period based on the terms of the arrangements and the expected settlement prices and/or rates. Any resulting mark-to-market adjustment has been recognized in derivative instruments on the consolidated statement of financial position. During the three months ended March 31, 2022, the Company recognized a net fair value adjustment of \$Nil (2021 - negative \$2,269,900) on its derivative instruments, and a net realized gain of \$Nil (2021 - \$87,691) on the settlement of its derivative instruments.

Currency forward arrangements

The Company has entered into zero-cost non-deliverable currency forward arrangements with local Colombian banks between the US dollar and Colombian peso. Each arrangement was net settled based on the difference between the market exchange rate and the contracted settlement rate, where the Company receives (or pays) proceeds if the contracted settlement rate is above (or below) the market exchange rate to purchase Colombian peso. As at March 31, 2022, the Company had no outstanding collar arrangements to convert United State dollars into Colombian pesos at the negotiated exchange rates (December 31, 2021 - \$1,005,000 into Colombian pesos, resulting in a net asset carrying amount of \$Nil).

Commodity derivative arrangements

In the past, the Company has entered into zero-cost commodity derivative arrangements with Auramet International LLC. These arrangements were net settled based on the difference between the market price and the contracted settlement price, where the Company received proceeds if the contracted settlement price was above the market price. As at the March 31, 2022 and December 31, 2021, the Company did not have any outstanding arrangements.

ATICO MINING CORPORATION
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
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FOR THE THREE MONTHS ENDED MARCH 31, 2022

6. MINERAL PROPERTIES

	Depletable El Roble	Land and non-depletable El Roble	Non-depletable La Plata	Total
As at December 31, 2021, net	\$ 23,661,044	\$ 15,327,687	\$ 29,838,186	\$ 68,826,917
Additions	498,706	594,883	1,451,859	2,545,448
Depletion and amortization	(1,540,219)	-	-	(1,540,219)
As at March 31, 2022, net	\$ 22,619,531	\$ 15,922,570	\$ 31,290,045	\$ 69,832,146
As at December 31, 2021				
Historical cost	\$ 73,574,991	\$ 15,327,687	\$ 29,838,186	\$ 118,740,864
Accumulated amortization	(49,913,947)	-	-	(49,913,947)
Net carrying amount	\$ 23,661,044	\$ 15,327,687	\$ 29,838,186	\$ 68,826,917
As at March 31, 2022				
Historical cost	\$ 74,073,697	\$ 15,922,570	\$ 31,290,045	\$ 121,286,312
Accumulated amortization	(51,454,166)	-	-	(51,454,166)
Net carrying amount	\$ 22,619,531	\$ 15,922,570	\$ 31,290,045	\$ 69,832,146

Prior to August 2021, the Company held a 60% ownership interest and had an option agreement to earn up to 75% ownership in Compania Minera La Plata S.A. ("CMLP") who holds the La Plata project, which is a polymetallic (primarily gold, silver, copper, lead, and zinc) exploration project at its pre-development stage located in Ecuador.

In August 2021, the Company acquired the remaining 40% for \$10,000,000, of which \$7,000,000 was paid and the remaining \$3,000,000 is payable over three years in three equal annual installments (Note 10). The option agreement was terminated.

7. PLANT AND EQUIPMENT

	Plant and building	Machinery and equipment	Assets under lease	Total
As at December 31, 2021, net	\$ 10,024,941	\$ 1,475,778	\$ 411,680	\$ 11,912,399
Additions	897,712	30,347	477,007	1,405,066
Depletion and amortization	(1,423,748)	(219,587)	(70,446)	(1,713,781)
As at March 31, 2022, net	\$ 9,498,905	\$ 1,286,538	\$ 818,241	\$ 11,603,684
As at December 31, 2021				
Historical cost	\$ 21,439,407	\$ 18,708,564	\$ 3,829,549	\$ 43,977,520
Accumulated amortization	(11,414,466)	(17,232,786)	(3,417,869)	(32,065,121)
Net carrying amount	\$ 10,024,941	\$ 1,475,778	\$ 411,680	\$ 11,912,399
As at March 31, 2022				
Historical cost	\$ 22,337,119	\$ 18,738,911	\$ 4,306,556	\$ 45,382,586
Accumulated amortization	(12,838,214)	(17,452,373)	(3,488,315)	(33,778,902)
Net carrying amount	\$ 9,498,905	\$ 1,286,538	\$ 818,241	\$ 11,603,684

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31 2022	December 31 2021
Trade and other payables	\$ 6,490,178	\$ 5,932,168
Payables to non-controlling interest of MINER	556,345	62,274
Payroll and related liabilities	1,686,390	1,780,700
Taxes payable	5,549,904	6,799,171
Accrued liabilities	1,109,142	581,260
	\$ 15,391,959	\$ 15,155,573

ATICO MINING CORPORATION**NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

(Unaudited - Expressed in United States Dollars)

FOR THE THREE MONTHS ENDED MARCH 31, 2022

9. LOANS PAYABLE AND CONVERTIBLE DEBENTURES

	Credit facilities	Loans payable	Convertible debentures	Total
As at December 31, 2021	\$ 3,013,047	\$ 1,416,671	\$ 5,550,410	\$ 9,980,128
Additions, net of financing costs	3,280,000	9,748,347	-	13,028,347
Interest expense	42,983	105,533	161,216	309,732
Repayments - principal	(2,700,000)	(250,000)	-	(2,950,000)
Repayments - interest	(48,764)	(85,600)	(113,750)	(248,114)
	3,587,266	10,934,951	5,597,876	20,120,093
Less: current portion	3,587,266	1,000,000	-	4,587,266
Non-current portion	\$ -	\$ 9,934,951	\$ 5,597,876	\$ 15,532,827

Credit facilities

The Company has arrangements with several Colombian banks to enter into unsecured credit facilities with terms up to six months from the date of drawn down (Note 21).

In August 2021, the Company entered into loan agreements with Colombian banks totaling \$3,000,000, which carried an interest rate at London Interbank Offered Rates ("LIBOR") plus 0.75% per annum repayable in six months. Of which, one arrangement with a principal balance of \$2,000,000 has been granted a 90-day extension.

In January 2022, the Company entered into a loan agreement with a Colombian bank totaling \$3,280,000, which carried an interest rate at Secured Overnight Financing Rate ("SOFR") plus 0.75% per annum repayable in six months, of which \$1,580,000 remained outstanding as at March 31, 2022.

As part of the off-take agreement with the customer, the Company has been provided an inventory facility. Any amount advanced by the customer carries annual interest based on LIBOR plus 4.5% from the date of advance and would be secured by such inventory until the date of the payment on provisional invoice has been made. As at March 31, 2022 and December 31, 2021, there were no amounts advanced.

Loans payable

In September 2020, the Company entered into a loan arrangement with Export Development Canada ("EDC") for a non-revolving facility of up to \$2,500,000 repayable over 30 months from the time of the initial advance. Any amount advanced carries interest rate of LIBOR plus 3.5% per annum. The Company received the initial advance of \$2,500,000 in November 2020.

In February 2022, the Company entered into a secured definitive credit agreement with Trafigura PTE Ltd. for a facility of \$10,000,000. The credit agreement has a term of 30 months and includes standard terms and conditions customary in secured financing transactions of this nature. The principal will bear interest at a rate of LIBOR plus 5% for the first 24 months and then at a rate of LIBOR plus 7.5% thereafter.

Convertible debentures

In December 2020, the Company entered into an unsecured convertible debenture arrangement with Dundee Corporation ("Dundee") for principal balance of \$6,500,000, which carries an interest rate of 7.0% per annum payable quarterly for five years. The principal balance is convertible into 11,627,907 common shares of the Company at \$0.559 per share. On the closing date, the Company paid \$357,500 as a finder's fee. Over the term of the debenture, the Company may, at its option, redeem the debenture, in whole or in part, at par plus accrued and unpaid interest. The Company must pay a redemption fee equal to 2% of the principal amount if redeemed between 12 months and 2 years after the closing date and equal to 4% of the principal amount if redeemed within 12 months of the closing date. No redemption fee will be charged after two years of closing date. On initial recognition, the Company determined the fair value of the liability component to be \$5,393,572, which was determined by calculating the fair value of the future cash flows of the loan assuming a discount rate of 10%. The equity component was determined to be \$689,517, which comprised the proceeds received less the liability component. A deferred tax liability of \$176,829 related to the taxable temporary difference arising from the equity portion of the convertible loan was recognized as an offset in equity reserves. The debt component of the convertible note is being accreted over the term to maturity, with accretion charge included in interest expense.

ATICO MINING CORPORATION
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
FOR THE THREE MONTHS ENDED MARCH 31, 2022

10. OTHER LIABILITIES

	March 31 2022	December 31 2021
Provision for restricted share units (Note 14)	\$ 225,637	\$ 165,184
Acquisition of CMLP non-controlling interest (Note 6)	3,000,000	3,000,000
	3,225,637	3,165,184
Less: current portion	1,180,018	1,135,099
Non-current portion	\$ 2,045,619	\$ 2,030,085

11. LEASE LIABILITIES

	March 31 2022	December 31 2021
Not later than one year	\$ 377,830	\$ 245,138
Later than one year and not later than five years	535,812	247,435
Later than five years	5,342	12,573
Total minimum lease payments	918,984	505,146
Future finance charges at implicit rate	(75,257)	(52,934)
Present value of minimum lease payments	843,727	452,212
Less: current portion	339,153	220,190
Non-current portion	\$ 504,574	\$ 232,022

12. DECOMMISSIONING AND RESTORATION PROVISION

	March 31 2022	December 31 2021
Opening balance	\$ 3,244,681	\$ 2,275,646
Change in estimate	-	747,651
Accretion expense	75,400	221,384
Ending balance	\$ 3,320,081	\$ 3,244,681

A decommissioning and restoration provision has been recognized in respect of the mining operations at the El Roble mining property, including associated infrastructure and buildings. The estimated undiscounted cash flows required to satisfy the decommissioning and restoration provision as at March 31, 2022 were \$4,093,000 (December 31, 2021 - \$4,093,000), which were adjusted for inflation and uncertainty of the cash flows and then discounted using a risk adjusted pre-tax discount rate of 9.75% (December 31, 2021 - 9.75%). In view of the uncertainties concerning environmental reclamation, the ultimate cost of reclamation activities could differ materially from the estimated amount recorded. The estimate of the Company's decommissioning and restoration liability relating to the El Roble mining property is subject to change based on amendments to laws and regulations and as new information regarding the Company's operations becomes available. Future changes, if any, to the estimated liability as a result of amended requirements, laws, regulations, operating assumptions, estimated timing and amount of obligations may be significant and would be recognized prospectively as a change in accounting estimate. Any such change would result in an increase or decrease to the liability and a corresponding increase or decrease to the mineral property, plant and equipment balance.

ATICO MINING CORPORATION
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited - Expressed in United States Dollars)
FOR THE THREE MONTHS ENDED MARCH 31, 2022

13. INCOME TAXES

Income tax expense differs from the amount that would result from applying Canadian income tax rates to earnings before income taxes. These differences result from the following items:

	March 31 2022	March 31 2021
For the three months ended		
Income before income taxes	\$ 7,919,534	\$ 2,753,712
Canadian federal and provincial income tax rates	27.00%	27.00%
Expected income tax expense at statutory income tax rate	2,138,274	743,502
Difference between Canadian and foreign tax rates	747,098	177,722
Changes in effective tax rates	(29,724)	(133,199)
Permanent differences and other adjustments	1,151,104	549,007
Withholding taxes	480,237	104,394
Changes in unrecognized deferred tax assets	142,196	91,670
Impact of foreign exchange on deferred tax assets and liabilities	(609,854)	(5,166)
	\$ 4,019,331	\$ 1,527,930
Current income tax expense (recovery)	\$ 459,827	\$ 2,057,462
Deferred income tax expense (recovery)	\$ 3,559,504	\$ (529,532)

14. SHARE CAPITAL

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

Issued share capital

During the three months ended March 31, 2022, the Company issued Nil (2021 - 417,368) common shares pursuant to the exercise of stock options for proceeds of \$Nil (2021 - \$114,139).

Stock options

The continuity of stock options for the three months ended March 31, 2022 are as follows:

	Outstanding	Weighted average exercise price (C\$)
As at December 31, 2021	11,958,794	0.53
Expired/Cancelled	(841,119)	0.77
As at March 31, 2022	11,117,675	\$ 0.51

As at March 31, 2022, the weighted average remaining life of the stock options outstanding is 2.57 (December 31, 2021 - 2.82) years with vesting periods ranging from 0 to 36 months. The Company's outstanding and exercisable stock options as at March 31, 2022 are as follows:

Expiry date	Exercise price		
	(C\$)	Outstanding	Exercisable
Aug 09, 2022	1.77	49,794	49,794
Jan 31, 2023	0.88	261,418	261,418
Feb 22, 2023	0.69	1,597,678	1,597,678
May 07, 2023	0.56	37,345	37,345
Jun 05, 2023	0.59	35,000	35,000
Mar 22, 2024	0.40	87,138	87,138
May 02, 2024	0.29	2,197,768	1,097,768
Oct 07, 2024	0.34	1,420,258	697,629
Oct 09, 2025	0.48	2,770,300	554,060
Apr 20, 2026	0.65	2,360,976	-
Jul 02, 2026	0.57	300,000	-

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14. SHARE CAPITAL (cont'd...)

Restricted share units

There were no changes to the number of restricted share units ("RSUs") outstanding for the three months ended March 31, 2022.

As at March 31, 2022, the weighted average remaining life of the RSUs outstanding was 1.59 (December 31, 2021 - 1.19) years with vesting periods of 36 months. The Company's outstanding RSUs as at March 31, 2022 are as follows:

Expiry date	Outstanding
May 2, 2022 ⁽¹⁾	391,415
Oct 09, 2023	199,254
Apr 20, 2024	198,386

⁽¹⁾ Vested subsequently

Share-based payments and share-based payment reserve

In accordance with the vesting terms of stock options and RSUs granted, the Company recorded a charge to share-based payments expense of \$192,325 (2021 - \$274,084) with an offsetting credit of \$131,870 (2021 - \$212,019) to the share-based payments reserve and \$60,455 (2021 - \$66,065) to the provision, respectively, during the three months ended March 31, 2022.

15. SALES

	Three months ended March 31 2022	Three months ended March 31 2021
Metals concentrate sold	\$ 20,753,756	\$ 18,691,782
Provisional pricing adjustments	(108,755)	612,121
	\$ 20,645,001	\$ 19,303,903

16. COST OF SALES

	Three months ended March 31 2022	Three months ended March 31 2021
Direct mining and processing costs	\$ (6,805,271)	\$ (7,297,582)
Royalties	(1,028,525)	(297,379)
Selling expense	(717,021)	(837,124)
Depletion and amortization	(3,000,830)	(3,924,412)
	\$ (11,551,647)	\$ (12,356,497)

Direct mining and processing costs include salaries and other short-term benefits, contractor charges, energy, consumables, and other production-related costs. Selling expense included mostly the in-land transportation, storage, and security costs of concentrate prior to provisional invoicing.

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17. EARNINGS PER SHARE

	Three months ended March 31 2022	Three months ended March 31 2021
Net income attributable to equity holders	\$ 3,356,203	\$ 981,566
Weighted average number of shares	121,286,185	119,125,603
Dilutive effect of stock options ⁽²⁾	551,129	1,006,006
Diluted weighted average number of shares	121,837,314	120,131,609
Basic earnings per share ⁽¹⁾	\$ 0.03	\$ 0.01
Diluted earnings per share ⁽¹⁾	\$ 0.03	\$ 0.01

⁽¹⁾ Attributable to equity holders of the Company

18. NON-CONTROLLING INTERESTS

	MINER
Ownership %	90%
As at December 31, 2021	\$ 5,412,292
Dividend declared by subsidiary	(533,597)
Net income and comprehensive income	543,999
As at March 31, 2022	\$ 5,422,694

In August 2021, the Company acquired the remaining 40% of CMLP for \$10,000,000, of which \$7,000,000 was paid and the remaining \$3,000,000 is payable over three years in three equal annual installments (Note 10). Summarized financial information about MINER and CLMP is as follows:

	MINER March 31 2022	CMLP March 31 2022 ⁽¹⁾	MINER March 31 2021	CMLP March 31 2021
For the three months ended				
Current assets	\$ 45,289,501	n/a	\$ 35,300,238	\$ 71,060
Non-current assets	47,310,459	n/a	50,254,923	22,450,462
Current liabilities	18,060,731	n/a	18,280,585	343,188
Non-current liabilities	20,032,384	n/a	17,602,273	-
Net income and comprehensive income	\$ 5,439,990	n/a	\$ 2,442,160	\$ -

⁽¹⁾ Wholly-owned post-acquisition completed in August 2021

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19. RELATED PARTY BALANCES AND TRANSACTIONS

The Company considers key management personnel to include its management, outside directors, and any entity controlled by them. The aggregate value of transactions (included in general and administrative expenses and share-based payments) and outstanding balances relating to key management personnel were as follows:

	Salary or fees	Share-based payments	Total
For the three months ended March 31, 2022			
Management	\$ 265,416	\$ 91,743	\$ 357,159
Directors	24,000	64,323	88,323
Seabord Management Corp.	57,577	-	57,577
	\$ 346,993	\$ 156,066	\$ 503,059
For the three months ended March 31, 2021			
Management	\$ 196,666	\$ 138,050	\$ 334,716
Directors	23,990	79,466	103,456
Seabord Services Corp.	56,333	-	56,333
	\$ 276,989	\$ 217,516	\$ 494,505

As at March 31, 2022, the Company had \$592,724 (December 31, 2021 - \$592,219) due to directors and management related to remuneration and performance-based remuneration, which have been included in accounts payable and accrued liabilities.

Seabord Management Corp. ("Seabord", formerly Seabord Services Corp.) is a management services company controlled by a director. Seabord provides Corporate Secretary, accounting staff, administration staff and office space to the Company pursuant to a service agreement. The Corporate Secretary and the accounting and administrative staff are employees of Seabord and are not paid directly by the Company.

20. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS**Changes in non-cash working capital**

	Three months ended March 31 2022	Three months ended March 31 2021
Receivables	\$ (12,127,189)	\$ (9,775,909)
Inventories	(1,809,451)	396,368
Prepaid expenses and deposits	365,147	(1,730,264)
Accounts payable and accrued liabilities	(386,821)	1,539,148
Net change in non-cash working capital	\$ (13,958,314)	\$ (9,570,657)

Significant non-cash investing and financing activities

During the three months ended March 31, 2022, the Company:

- reallocated mineral property depletion of \$2,816,978 to the carrying amount of ore stockpile and metals concentrate inventories produced but not yet sold at the reporting date;
- reallocated mineral property depletion of \$2,626,744 previously recognized in carrying amounts of metals concentrate inventories sold to cost of sales; and
- recorded \$477,007 of right-of-use asset and lease liability.

During the three months ended March 31, 2021, the Company:

- reallocated mineral property depletion of \$1,355,262 to the carrying amount of ore stockpile and metals concentrate inventories produced but not yet sold at the reporting date;
- reallocated mineral property depletion of \$2,315,502 previously recognized in carrying amounts of metals concentrate inventories sold to cost of sales;
- allocation to retained earnings of NCI carried interest in CMLP of \$327,081 and
- reallocated \$72,704 of reserve for stock options exercised.

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21. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to provide shareholder returns through maximization of the profitable growth of the business and to maintain a degree of financial flexibility relevant to the underlying operating and metal price risks while safeguarding the Company's ability to continue as a going concern.

The Company has arrangements for unsecured credit facilities to borrow up to approximately \$9,600,000 with a number of Colombian banks, including Banco Davivienda S.A., Banco de Occidente, and Bancolombia.

In addition, as part of the off-take agreement with the customer, the Company has been provided an inventory facility. Any amount advanced by the customer carries annual interest based on LIBOR plus 4.5% from the date of advance until the date of the payment on provisional invoice has been made.

Furthermore, the Company considers components of shareholders' equity as part of its capital. The Board of Directors does not establish a quantitative return on capital criteria for management. 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. The Company may issue new shares in order to meet its financial obligations. The management of the Company estimates that the capital resources of the Company as at March 31, 2022 are sufficient for its present needs for at least the next twelve months. The Company is not subject to externally imposed capital requirements.

22. FINANCIAL INSTRUMENTS

The Company classified its financial instruments as follows:

	Fair value hierarchy	March 31 2022	December 31 2021
Financial assets - amortized cost:			
Cash		\$ 18,127,020	\$ 14,623,559
Other receivables		74,359	87,300
Financial assets - fair value through profit or loss:			
Trade receivables	Level 2	15,659,511	2,040,112
Financial liabilities - amortized cost:			
Accounts payable and accrued liabilities		9,842,055	8,356,402
Payable for acquisition of non-controlling interest		3,000,000	3,000,000
Loans payable		20,120,093	9,980,128
Financial liabilities - fair value through profit or loss:			
Provision for restricted share units	Level 2	\$ 225,637	\$ 165,184

Financial instruments recorded at fair value on the consolidated statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: (a) Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities; (b) Level 2 - Inputs other than quoted prices that are observable for assets or liabilities, either directly or indirectly; and (c) Level 3 - Inputs for assets and liabilities that are not based on observable market data. The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value.

The carrying value of cash, receivables (excluding trade receivable from provisional sales of metals concentrate), and accounts payable and accrued liabilities approximated their fair value because of the short-term nature of these instruments. The fair values of the Company's loans payable are approximated by their carrying values as their interest rates are comparable to current interest rates.

Trade receivable from provisional sales of metals concentrate includes provisional pricing, and final price and assay adjustments. Derivative instruments are forward arrangements that were valued using pricing models, which require a variety of inputs, such as expected copper prices, gold prices, and foreign exchange rates. The Company's exercise price of its share purchase warrants and conversion price on the convertible debentures are denominated in Canadian dollars or at a set exchange rate. The trade receivable from sales of metals concentrate, derivative instruments, share purchase warrants, and derivative component of the convertible debentures are valued using observable market commodity prices and thereby classified within Level 2 of the fair value hierarchy.

The Company's activities expose it to financial risks of varying degrees of significance, which could affect its ability to achieve its strategic objectives for growth and shareholder returns. The principal financial risks to which the Company is exposed are metal price risk, credit risk, liquidity risk, currency risk, and interest rate risk. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework and reviews the Company's policies on an ongoing basis.

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22. FINANCIAL INSTRUMENTS (cont'd...)

Metal price risk

The Company is exposed to metals price risk given that its revenues are derived from the sale of metals through its metals concentrate products, the prices for which have been historically volatile. Consequently, the economic viability of the Company's mineral property may be adversely affected by fluctuations in metals prices. For concentrate sold during the three months ended March 31, 2022, a 10% change in copper and gold prices would result in an increase/decrease of approximately \$3,691,000 and \$723,000 respectively in the Company's pre-tax income or loss on an annualized basis, respectively.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's cash is held through large Canadian, international and foreign national financial institutions. All of the Company's trade receivables from concentrate sales are held with a large international metals trading company. The Company mitigates this risk by transacting only with reputable financial institutions and requiring provisional payments of 90% of the value of the concentrate shipped to a single well-known buyer. The carrying amount of financial assets recorded in the financial statements represents the Company's maximum exposure to credit risk. The Company believes it is not exposed to significant credit risk and overall, the Company's credit risk has not declined significantly from the prior year.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by continuing to monitor forecasted and actual cash flows. The Company has in place a planning and budgeting process to help determine the funds required to support the Company's normal operating requirements on an ongoing basis and its development plans. The Company strives to maintain sufficient liquidity to meet its short-term business requirements, taking into account its anticipated cash flows from operations, its holdings of cash, and its committed liabilities. The maturities of the Company's non-current liabilities are disclosed in Notes 9, 10, and 11. All current liabilities are settled within one year.

Interest rate risk

The Company is exposed to interest rate risk on its variable rate debt facilities. Variable interest rates are based on the US dollar LIBOR plus a fixed-margin. The Company does not enter into derivative contracts to manage this risk. As at March 31, 2022, a 10% change in SOFR and/or LIBOR would result in an increase/decrease of approximately \$23,000 in the Company's pre-tax income or loss on an annualized basis based on the loan and credit facilities used.

Currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company primarily operates in Canada and Colombia and incurs expenditures in currencies other than the US dollars. Thereby, the Company is exposed to foreign exchange risk arising from currency exposure. Based on the Company's net exposure, as at March 31, 2022, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the US dollar against the Canadian dollar, Peruvian nuevo sol, and Colombian peso would result in an increase/decrease of approximately \$818,000 in the Company's pre-tax income or loss.

23. CONTINGENCY AND COMMITMENT

During the year ended December 31, 2015, the Company's operating subsidiary, Minera El Roble S.A. ("MINER"), received notice of claim from the mining authority (the "National Mining Agency") in Colombia requesting payment of royalties related to past copper production. The National Mining Agency based its claim on the current mining law, which is subsequent to the prevailing mining law under which MINER executed the contract regulating its royalty obligations. The current mining law in Colombia explicitly states that it does not affect contracts executed prior to this law entering into force. Accordingly, the Company refuted the notice of claim, taking the position it has complied with the royalty payments due and called for under the contract.

In 2017, the National Mining Agency in Colombia submitted a claim for \$5,000,000 (up from \$2,000,000) plus additional interest and fees. The Company has been vigorously defending itself against this action before the Administrative Tribunal of Cundinamarca (the "Tribunal"). Such claims may take up to ten years to reach a resolution in Colombian courts. The National Mining Agency has updated the claim amount to approximately \$21,900,000 for all royalties in dispute up to December 2021.

On December 29, 2021, the Company entered into an agreement with the National Mining Agency to settle the dispute via binding arbitration at the Center for Arbitration and Conciliation of the Bogota Chamber of Commerce for the purposes of seeking an expedited resolution to the ongoing claim. The arbitration rules state the final decision by the tribunal takes approximately six to twelve months from the commencement of the arbitration process. To the extent that a final ruling is made in favor of the Company, the Payment Plan (see below) will cease, and any amounts already paid will be reimbursed to or offset against future royalty

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obligations.

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23. CONTINGENCY AND COMMITMENT (cont'd...)

The Agreement allows for the Company to be recognized as being formally in good standing with the National Mining Agency, enabling the Company to apply for a new mining contract on the property. The previous contract and related title expired on January 23, 2022.

The Agreement calls for the Company to enter into a five-year Payment Plan, payable in biannual instalments for a total amount of approximately \$21,900,000 plus interest at a 6% annual rate. The Company will make an initial upfront payment of \$1,000,000 (paid), followed by \$3,200,000 in year 1, \$3,300,000 in year 2, \$3,400,000 in year 3, \$5,800,000 in year 4 and \$9,700,000 in year 5. The total amount payable represents all outstanding royalty payments which the National Mining Agency has claimed through to the end of December 2021. The parties have agreed to this interim arrangement until a final arbitration decision is made.

As security for the Payment Plan, the Company granted a rotating pledge over 9,700 wet metric tonnes of concentrate inventory. The security is to be released proportionally as payments are made in accordance with the payment schedule. The security may be substituted at a later date. The Company recorded an arbitration asset for any payment made under the Payment Plan.

The Company continues to work towards obtaining a new contract to renew title for the operating mine. The Company has been allowed to continue operating while the process for the contract and title renewal continues. There is no assurance the renewal will be obtained.

24. SEGMENTED INFORMATION

The Company is engaged in mining, exploration, and development of mineral properties, and has an operating mine in Colombia. The Company operates in one industry and has one reportable segment, which is reviewed by the chief operating decision maker and identified based on quantitative factors whereby its revenues or assets comprise 10% or more of the total revenues or assets of the Company. As at March 31, 2022, the Company only had a single off-take agreement for metals concentrate produced at the El Roble mining property.

Geographic segment details

As at March 31, 2022	Canada	Colombia	Ecuador and other	Total
Cash and other current assets	\$ 5,084,707	\$ 45,289,501	\$ 1,079,585	\$ 51,453,793
Other non-current assets	-	1,014,042	-	1,014,042
Mineral properties	-	38,542,101	31,290,045	69,832,146
Plant and equipment	-	11,559,747	43,937	11,603,684
Total assets	\$ 5,084,707	\$ 96,405,391	\$ 32,413,567	\$ 133,903,665

As at December 31, 2021	Canada	Colombia	Ecuador and other	Total
Cash and other current assets	\$ 214,340	\$ 33,395,591	\$ 637,999	\$ 34,247,930
Other non-current assets	-	954,720	-	954,720
Mineral properties	-	38,988,731	29,838,186	68,826,917
Plant and equipment	-	11,858,905	53,494	11,912,399
Total assets	\$ 214,340	\$ 85,197,947	\$ 30,529,679	\$ 115,941,966

25. EVENT AFTER REPORTING DATE

Subsequent to March 31, 2022, the Company granted 1,005,206 stock options exercisable at C\$0.405 per share for five years to directors, officers, employees, and consultants of the Company.