



Condor Gold Plc

7/8 Innovation Place
Douglas Drive
Godalming
Surrey GU7 1JX
Telephone +44 020 74081067

THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF REGULATION (EU) 596/2014 AS IT FORMS PART OF DOMESTIC LAW IN THE UNITED KINGDOM BY VIRTUE OF THE EU (WITHDRAWAL) ACT 2018 ("MAR").

17 May 2024

**Condor Gold Plc
("Condor Gold", "Condor" or the "Company")**

Condor Gold Announces Its Audited Results For The Year Ended 31 December 2023 and Annual General Meeting of Shareholders

Condor Gold (AIM: CNR; TSX: COG) is pleased to announce its audited results for the year ended 31 December 2023 and provides notification that the Annual General Meeting of shareholders of the Company will be held at 3:00 p.m. on 28 June 2024 at 7/8 Innovation Place, Godalming, Surrey, GU7 1JX, United Kingdom.

The Company has published the formal notice of meeting (the "Notice") on its website (www.condorgold.com) together with the related voting proxy form for use by shareholders. A copy of the Notice, together with the proxy voting form, the Annual Report for the year ended 31 December 2023 will be posted to all shareholders who have elected to receive them in hard copy.

Highlights for twelve months to 31 December 2023

- There continues to be significant interest in the sale of the Company's assets. On 5 December 2023 the Company announced that it was in receipt of 5 non-binding offers, 3 site visits had been completed and advanced discussions were taking place with 2 gold producers. Discussions are still continuing, and the Board is optimistic that a resolution should be concluded in the near future.
- The current open pit Mineral Resource Estimate is 8,693 kt at 3.2 g/t gold for 893,000 oz gold in the indicated mineral resource category and 3,026 kt at 3.0 g/t gold for 291,000 oz gold in the inferred mineral resource category. The underground Mineral Resource Estimate is 979 kt at 6.2 g/t gold for 194,000 oz gold in the indicated mineral resource category and 5,615 kt at 5.0 g/t gold for 898,000 oz gold in the inferred mineral resource category.
- The current October 2022 Feasibility Study (FS) demonstrates a robust and economically viable base case for the La India open pit:
 - The FS was completed at US\$1,600 oz gold, at today's gold price the pit would push deeper, increasing recovered ounces from open pit mining methods, the EBITDA increases approximately 100%, the IRR 3 fold.
 - Probable Mineral Reserve of 7.3Mt at 2.56g/t gold for 602,000 oz gold
 - Production averages 81,545 oz gold per annum for the first 6 years of an 8.4 year mine life

- An Internal Rate of Return (“IRR”) of 23% and a post tax, post upfront capital cost NPV of US\$86.9 million using a discount rate of 5% and price of US\$1,600 oz gold (Mineral Reserve Case).
- An IRR of 43% and a post tax, post upfront capital cost NPV of US\$205.2 million using a discount rate of 5% and price of US\$2,000 oz gold.
- Low initial capital requirement of US\$105.5 million (including contingency and EPCM contract)
- Low average Life of Mine All-in Sustaining Cash Costs of US\$1,039 per oz gold
- Land acquisition continued at the La India open pit and associated mine site infrastructure. To date, 99.6% of the core areas have been purchased.
- Site clearance of 14 hectares has been completed for the processing plant location, including areas for offices, warehouses, a stockpile, and a buffer zone.
- 400 m west of Cacao deposit a 0.66 g/t gold from an isolated high-level chalcedonic rock chip sample indicates continuity of the hidden, deep-seated high-grade mineralised Cacao deposit to the west.
- 2 km east of the Cacao deposit up to 6.29 g/t gold from a 0.5 m thick quartz breccia in artisanal mine workings confirms mineralisation along the Cacao trend, which has now been identified along 5km.
- 26.1 g/t gold and 200 g/t silver from new artisanal mine working at the southern end of the main El Paraiso vein trend on the Rio Luna Concession extends the strike length of medium to high-grade mineralisation on the El Paraiso structure from 3.5 to over 4 km.
- On 4 July, 2023 the Company announced it had raised £1 million by way of the exercise of warrants by Galloway Limited, a company wholly owned by Burnbrae Group Limited, which is, in turn, wholly owned by Jim Mellon, Condor’s Chair, increasing Galloway’s shareholding in Condor Gold to 23% of the ordinary share capital.
- On 12 December, 2023 the Company announced it had raised a total of £1,851,999 by way of a private placement of new ordinary shares raising £851,999 and the exercise of £1million worth of warrants by Galloway Limited, a company wholly owned by Burnbrae Group Limited, which is, in turn, wholly owned by Jim Mellon, Condor’s Chair, increasing Galloway’s shareholding in Condor Gold to 25% of the ordinary share capital.

Post Period Highlights

- As at 16 May 2024, eight companies are under Non-Disclosure Agreements (NDAs), five non-binding offers received and three site visits completed. Although none of the non-binding offers have progressed to firm proposals to date, the Company is in advanced discussions with one gold producer, while 2 other parties are actively reviewing the Company’s assets. The Board is optimistic that a sale will be concluded in the near future.

Chairman’s Statement for the Year Ended 31 December, 2024

Dear Shareholder,

I continue to be impressed by the executive teams’ dedication to getting our project shovel ready. This has elicited considerable interest in the current sales process, which has been aided by a 20% increase in the gold price since the lows of 2023.

The focus during the 12-month period to 31 December 2023 has been on the sale of the Company’s assets in Nicaragua. On 22 November 2022, the Company announced a strategy update and informed the market that it had appointed an advisor to sell its assets. The Board carefully reviewed the

Company's options as the Project is "construction ready" with an 18-month construction timeline. Such options included going through a financing and construction phase but, as a single asset, single jurisdiction company without an experienced mine building team and without gold production from other mines, the Board formed the view that this would not be in the Company's best interests, and concluded that it was in the best interests of the Company and all stakeholders to sell the assets of the Company to a gold producer with mine building expertise, thus ensuring a new mine at La India and significant investment in the local area, which will regenerate the local communities. As a result of this strategy, the Board has reclassified the Nicaraguan assets as held for sale within the Group and Company Statements of Financial Position within the 2022 financial year and have remained classified as held for resale in 2023. The focus for 2024 is to execute a successful sale of the assets while maintaining a social license to operate at the fully permitted La India Project.

By way of an update on the sales process as at 16 May 2024 there are currently eight companies under Non-Disclosure Agreements (NDAs), five non-binding offers received and three site visits completed. Although none of the non-binding offers have progressed to firm proposals to date, the Company is in advanced discussions with one gold producer, while 2 other parties are actively reviewing the Company's assets. The Board is optimistic that a sale will be concluded in the near future.

Wholly owned, fully permitted, construction ready gold mines, with a Feasibility Study completed, with potential production of 150,000 oz gold per annum, in major Gold Districts, with the land acquired and a new SAG Mill package purchased are rare and in demand by gold producers replenishing depleting reserves.

Turning to the financial results for the 2023 12-month period, the Group's loss for the period was £1,701,922 (2022: £2,537,459). The Company raised a total of £3,250,696 after expenses during the financial period (2022: £5,574,674). The net cash balance of the Group at 31 December 2023 was £1,969,249 (2022: £2,444,093). During the period, there was a £2,675,988 foreign exchange loss (2022 £3,232,610 gain). This is as a result of significant changes in USD against GBP. The Board is aware of currency fluctuations and is working to mitigate any further losses.

We are very aware of the value of our assets and will not allow them to go at anything other than a fair price.

I would also like to draw your attention to the Corporate Governance Report on Pages 31 – 34 which details how we comply with the QCA Code.

Finally, it remains for me to thank our executive and also our team on the ground in Nicaragua for their unstinting efforts in continuing to maintain and develop our Project.

Jim Mellon

Chairman

Date: 16 May 2024

Chief Executive Officer's Report

Dear Shareholder,

I am pleased to present Condor Gold Plc's ("Condor", the "Company" or the "Group") report for the 12-month financial period to 31 December 2023.

The Company's strategy has been to develop the fully permitted La India Project in two stages using the new SAG Mill that has already been purchased. The delivery of a Feasibility Study Technical Report ("2022 FS") on 26 October 2022 on La India open pit, with an average of 81,524 oz gold per annum for the initial six years for a relatively low total upfront capital cost of US\$106 million is a landmark and significantly de-risks the Project. At US\$1,600 oz gold, the La India open pit Mineral Reserve produces total revenues of US\$888 million, the total operating costs of mining, processing and G&A are US\$480 million, leading to an operating profit of US\$408 million or a 46% operating margin. After government and other royalties, but before sustaining capital, the operating profit is US\$355 million, which in Condor's opinion is ample to repay any project debt on the relatively low upfront capex. At US\$2,000 oz gold after paying royalties, but before sustaining capital the operating profit is US\$563 million. In reality, two permitted high grade feeder pits will be added during the early years of production thus increasing production ounces of gold. Early production is targeted at 100,000 oz gold p.a.

The plan is to materially expand production by converting existing Mineral Resources into Mineral Reserves and an associated integrated mine plan. On 25 October 2021, the Company announced the results of a Preliminary Economic Assessment and filed on SEDAR a technical report entitled "Condor Gold Technical Report on the La India Gold Project, Nicaragua, 2021" detailing average annual production of 150,000 oz of gold over the initial nine years of production from open pit and underground Mineral Resources and providing an indication of production targets.

The 2022 MRE update was prepared by SRK Consulting (UK) Limited ("SRK") and uses the terminology, definitions and guidelines given in the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") Standards on Mineral Resources and Mineral Reserves (May 2014).

The updated Mineral Resource Estimate is 9,672 kt at 3.5g/t gold for 1,088,000 oz gold in the indicated mineral resource category and 8,642 kt at 4.3g/t gold for 1,190,000 oz gold in the inferred mineral resource category. The 2022 FS was conducted on La India Open Pit which has a Mineral Resource Estimate of 8,487 kt at 3.0g/t gold in for 827,000 oz gold in the indicated mineral resource category and 893 Kt at 2.4 g/t gold for 69,000 oz gold in the inferred mineral resource category. The La India Open Pit Mineral resource is inclusive of a Probable Mineral Reserve of 7.3Mt at 2.56g/t gold for 602,000 oz gold.

Outside the main La India open pit Mineral Reserve (the subject of the 2022 FS), there is a historical estimate, outlined in the 2021 Preliminary Economic Assessment, of additional open pit Mineral Resources on four deposits (America, Mestiza, Central Breccia and Cacao) which represent an aggregate 206 Kt at 9.9 g/t gold for 66,000 oz in the indicated Mineral Resource category and 2.1Mt at 3.3 g/t gold for 223,000 oz gold in the inferred Mineral Resource category. In addition, there is an aggregate underground Mineral Resource (La India, America, Mestiza, Central Breccia San Lucas, Cristalito-Tatescame, and Cacao) of 979Kt at 6.2 g/t for 194,000 oz gold in the indicated mineral

resource category and 5.6Mt at 5.0 g/t gold for 898,000 oz gold in the inferred mineral resource category.

Highlights: Feasibility Study La India Open Pit only

The 2022 FS demonstrates a robust and economically viable base case for the La India open pit:

- The FS was completed at US\$1,600 oz gold, at today's gold price the pit would push deeper, increasing recovered ounces from open pit mining methods, the EBITDA increases approximately 100%, the IRR 3 fold.
- Probable Mineral Reserve of 7.3Mt at 2.56g/t gold for 602,000 oz gold
- Production averages 81,545 oz gold per annum for the first six years of an 8.4 year mine life
- An Internal Rate of Return ("IRR") of 23% and a post-tax, post upfront capital cost NPV of US\$86.9 million using a discount rate of 5% and price of US\$1,600 oz gold (Mineral Reserve Case).
- An Internal Rate of Return ("IRR") of 43% and a post-tax, post upfront capital cost NPV of US\$205.2 million using a discount rate of 5% and price of US\$2,000 oz gold.
- Low initial capital requirement of US\$105.5 million (including contingency and EPCM contract)
- Low average Life of Mine All-in Sustaining cash costs US\$1,039 per oz gold.

The Company's strategy of a two-stage approach to production is supported by a technical study released in October 2021, when Condor Gold announced the key findings of a technical report on the La India Gold Project prepared by SRK. This technical report (the "Technical Report") presented the results of a strategic mining study to Preliminary Economic Assessment ("PEA") standards. The strategic study covers two scenarios: Scenario A, in which the mining is undertaken from four open pits, termed La India, America, Mestiza and Central Breccia Zone ("CBZ"), which targets a plant feed rate of 1.225 million tonnes per annum ("Mtpa"); and Scenario B, where the mining is extended to include three underground operations at La India, America and Mestiza, in which the processing rate is increased to 1.4 Mtpa. The 2021 Technical Report was issued in October 2021 and filed on SEDAR and the Company's websites for public disclosure to NI 43-101 standards.

Highlights 1.225 Mtpa PEA La India Open Pit + Feeder Pits:

- The PEA was undertaken at a US\$1,550 oz gold price. at today's gold price the EBITDA roughly doubles
- IRR of 58% and a post-tax Net Present Value ("NPV") of US\$302 million, at a discount rate of 5% and gold price of US\$1,700/oz.
- Average annual production of ~120,000 oz of gold over the initial 6 years of production.
- 862,000 oz of gold produced over 9-year Life of Mine.
- Initial capital requirement of US\$153 million (including contingency).
- Payback period 12 months.
- All-in Sustaining Costs ("AISC") of US\$813 per oz gold.
- Robust Base Case presents an IRR of 48% and a post-tax NPV of US\$236 million at a discount rate of 5% and gold price of US\$1,550/oz.

Highlights: 1.4Mtpa PEA Open Pit + Underground Operations

- The PEA was undertaken at a US\$1,550 oz gold price. at today's gold price the EBITDA roughly doubles
- IRR of 54% and a post-tax NPV of US\$418 million, after deducting upfront capex, at a discount rate of 5% and gold price of US\$1,700/oz.
- Average annual production of ~150,000 oz of gold over the initial 9 years of production.
- 1,469,000 oz of gold produced over 12-year Life Of Mine.
- Initial capital requirement of US\$160 million (including contingency), where the underground development is funded through cash flow.

- Payback period 12 months.
- All-in Sustaining Costs of US\$958 per oz gold over Life Of Mine.

The Company remains convinced that the 587 sq km La India Project is a major gold district with the potential for significant future discoveries. Condor's geologists have identified two major north-northwest-striking mineralised basement feeder zones traversing the Project, the "La India Corridor", which hosts 90% of Condor's gold mineral resource and the "Andrea Los Limones Corridor". Numerous geophysics, soil geochemistry and surface rock chips indicate the possibility for further mineralisation along strike. The updated MRE 2022 for the Cacao deposit increased the MRE in the inferred mineral resource category by 69% to 101,000 oz gold at 2.5 g/t gold, the interpretation is that drilling has clipped the top of a fully preserved epithermal vein system with a strike length of at least 1km with the potential to host over 1 million oz gold.

The Company continues to enhance its social engagement and activities in the community, thereby maintaining its social licence to operate. Condor has strengthened its community team and stepped-up social activities and engagement programmes. The main local focus is the drinking water programme, implemented in April 2017. A total of 740 families are currently benefiting from the program and currently receive five-gallon water dispensers each week. In May 2021, the Company installed a water purification plant at a cost of approximately US\$250,000 to provide drinking water to the local communities.

In January 2018, Condor initiated 'Involvement Programmes', which now extend to six groups in the local village to benefit communities which may be affected by the mine. Taking the Elderly Group as an example, a committee of six people has been formed. The Company allocates monthly support to the Elderly Group, which decides how this money is spent to benefit the elderly in the Community. Projects include a garden for medicinal herbs which are made into products which are used by group members and sold to others in the community.

Condor continues to have very constructive meetings with key Ministries that granted the Environment Permit (EP) for the La India, La Mestiza and America open pits. The Company has been operating in Nicaragua since 2006 and, as a responsible gold exploration and development company, continues to add value to the local communities and environment by generating sustainable socio-economic and environmental benefits. This includes skills training. The new mine would potentially create approximately 1,000 jobs during the construction period, with priority to be given to suitably skilled members of the local community. The upfront capital cost of approximately US\$106 million as detailed in the 2022 FS will have a significant positive impact on the economy. The Government and local communities will benefit significantly from future royalties and taxes.

Inward Investment Raised

On 4 July 2023 the Company announced it had raised £1 million by way of the exercise of warrants by Galloway Limited, a company wholly owned by Burnbrae Group Limited, which is, in turn, wholly owned by Jim Mellon, Condor's eke, increasing Galloway's shareholding in Condor Gold to 23% of the ordinary share capital (See RNS for details).

On 12 December, 2023 the Company announced it had raised a total of £1,851,999 by way of a private placement of new ordinary shares raising £851,999 and the exercise of £1million worth of warrants by Galloway Limited, a company wholly owned by Burnbrae Group Limited, which is, in turn, wholly owned by Jim Mellon, Condor's Chair, increasing Galloway's shareholding in Condor Gold to 25% of the ordinary share capital.

Mark Child
Chief Executive Officer

Date: 16 May 2024

CONDOR GOLD PLC
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2023

| | Notes | Year Ended 31.12.23 £ | Year Ended 31.12.22 £ |
|---|-------|-----------------------------|-----------------------------|
| Administrative expenses | | (1,701,922) | (2,537,459) |
| Operating loss | 5 | (1,701,922) | (2,537,459) |
| Finance income | 4 | 14,745 | 4,899 |
| Loss before income tax | | (1,687,177) | (2,532,560) |
| Income tax expense | 6 | - | - |
| Loss for the year | | (1,687,177) | (2,532,560) |
| Other comprehensive income: | | | |
| <i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i> | | | |
| Currency translation differences | | (2,675,987) | 3,232,610 |
| Other comprehensive income/(loss) for the year | | (2,675,987) | 3,232,610 |
| Total comprehensive income/(loss) for the year | | (4,363,164) | 700,050 |
| Loss attributable to: | | | |
| Non-controlling interest | | - | - |
| Owners of the parent | | (1,687,177) | (2,532,560) |
| | | (1,687,177) | (2,532,560) |
| Total comprehensive income/(loss) attributable to: | | | |
| Non-controlling interest | | - | - |
| Owners of the parent | | (4,363,164) | 700,050 |
| | | (4,363,164) | 700,050 |
| Earnings per share expressed in pence per share: | | | |
| Basic and diluted (in pence) | 8 | (1.06) | (1.60) |

CONDOR GOLD PLC

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2023

| | Notes | 31.12.23 £ | 31.12.22 £ |
|--|-------|--------------------------|--------------------------|
| ASSETS: | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 9 | - | - |
| Intangible assets | 10 | - | - |
| | | <u>-</u> | <u>-</u> |
| CURRENT ASSETS | | | |
| Assets classified as held for sale | 11 | 42,422,705 | 42,937,116 |
| Trade and other receivables | 13 | 575,389 | 916,963 |
| Cash and cash equivalents | | 1,969,249 | 2,444,093 |
| | | <u>44,967,343</u> | <u>46,298,172</u> |
| TOTAL ASSETS | | <u>44,967,343</u> | <u>46,298,172</u> |
| LIABILITIES: | | | |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 15 | 187,845 | 406,207 |
| | | <u>187,845</u> | <u>406,207</u> |
| TOTAL LIABILITIES | | <u>187,845</u> | <u>406,207</u> |
| NET CURRENT ASSETS | | <u>44,779,498</u> | <u>45,891,965</u> |
| NET ASSETS | | <u>44,779,498</u> | <u>45,891,965</u> |
| SHAREHOLDERS' EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT | | | |
| Called up share capital | 16 | 31,767,151 | 31,747,809 |
| Share premium | | 49,603,132 | 46,681,635 |
| Exchange difference reserve | | (1,925,415) | 750,572 |
| Retained earnings | | (34,665,370) | (33,288,051) |
| | | <u>44,779,498</u> | <u>45,891,965</u> |
| Non-controlling interest | | - | - |

TOTAL EQUITY**44,779,498****45,891,965**

The financial statements were approved and authorised for issue by the Board of directors on 16 May 2024 and were signed on its behalf by:

M L Child – Chief Executive Officer

Company No: 05587987

CONDOR GOLD PLC**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**
AS AT 31 DECEMBER 2023

| | Share Capital | Share premium | Exchange difference reserve | Retained earnings | Total | Non-Controlling Interest | Total Equity |
|---|---------------|---------------|-----------------------------|-------------------|-------------|--------------------------|--------------|
| | £ | £ | £ | £ | £ | £ | £ |
| At 1 January 2022 | 29,326,143 | 42,528,627 | (2,482,038) | (31,198,756) | 38,173,976 | - | 38,173,976 |
| Comprehensive income: | | | | | | | |
| Loss for the year | - | - | - | (2,532,560) | (2,532,560) | - | (2,532,560) |
| Other comprehensive income: | | | | | | | |
| Currency translation differences | - | - | 3,232,610 | - | 3,232,610 | - | 3,232,610 |
| Total comprehensive income | - | - | 3,232,610 | (2,532,560) | 700,050 | - | 700,050 |
| New shares issued | 2,421,666 | 4,168,008 | - | - | 6,589,674 | - | 6,589,674 |
| Issue costs | - | (15,000) | - | - | (15,000) | - | (15,000) |
| Share based payment | - | - | - | 443,265 | 443,265 | - | 443,265 |
| Total transactions with owners, recognised directly in equity | 2,421,666 | 4,153,008 | - | 443,265 | 7,017,939 | - | 7,017,939 |
| At 31 December 2022 | 31,747,809 | 46,681,635 | 750,572 | (33,288,051) | 45,891,965 | - | 45,891,965 |
| Comprehensive income: | | | | | | | |
| Loss for the year | - | - | - | (1,687,177) | (1,687,177) | - | (1,687,177) |
| Other comprehensive income: | | | | | | | |
| Currency translation differences | - | - | (2,675,987) | - | (2,675,987) | - | (2,675,987) |
| Total comprehensive income | - | - | (2,675,987) | (1,687,177) | (4,363,164) | - | (4,363,164) |
| New shares issued | 19,342 | 2,921,497 | - | - | 2,940,839 | - | 2,940,839 |
| Issue costs | - | - | - | - | - | - | - |
| Share based payment | - | - | - | 309,858 | 309,858 | - | 309,858 |
| Total transactions with owners, recognised directly in equity | 19,342 | 2,921,497 | - | 309,858 | 3,250,697 | - | 3,250,697 |
| At 31 December 2023 | 31,767,151 | 49,603,132 | (1,925,415) | (34,665,370) | 44,779,498 | - | 44,779,498 |

Share premium reserve represents the amounts subscribed for share capital in excess of the nominal value of the shares issued, net of cost of issue.

The exchange difference reserve is a separate component of Shareholders' equity in which the exchange differences, arising from translation of the results and financial positions of foreign operations that are included in the Group's Consolidated Financial Statements, are reported.

Retained earnings represent the cumulative net gains and losses recognised in the consolidated income statement.

CONDOR GOLD PLC

COMPANY STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2023

| | Notes | 31.12.23 £ | 31.12.22 £ |
|------------------------------------|-------|--------------------------|--------------------------|
| ASSETS: | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 9 | - | - |
| Investments | 12 | 751,977 | 751,977 |
| Other receivables | 13 | 46,075,477 | 43,500,630 |
| | | <u>46,827,454</u> | <u>44,252,607</u> |
| CURRENT ASSETS | | | |
| Assets classified as held for sale | 11 | 4,474,402 | 4,474,402 |
| Trade and other receivables | 13 | 22,862 | 333,101 |
| Cash and cash equivalents | | 1,916,322 | 2,407,187 |
| | | <u>6,413,586</u> | <u>7,214,690</u> |
| TOTAL ASSETS | | <u>53,241,040</u> | <u>51,467,297</u> |
| LIABILITIES: | | | |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 15 | 190,329 | 249,357 |
| TOTAL LIABILITIES | | <u>190,329</u> | <u>249,357</u> |
| NET CURRENT ASSETS | | <u>6,223,257</u> | <u>6,965,333</u> |
| NET ASSETS | | <u>53,050,711</u> | <u>51,217,940</u> |
| SHAREHOLDERS' EQUITY | | | |
| Called up share capital | 16 | 31,767,151 | 31,747,809 |
| Share premium | | 49,603,132 | 46,681,635 |
| Retained earnings | | (28,319,572) | (27,211,504) |
| TOTAL EQUITY | | <u>53,050,711</u> | <u>51,217,940</u> |

The loss for the financial year dealt with in the financial statement of the parent company was £1,417,926 (2022: £2,193,751).

The financial statements were approved and authorised for issue by the Board of directors on 16 May 2024 and were signed on its behalf by:

M L Child – Chief Executive Officer
Company No: 05587987

CONDOR GOLD PLC

COMPANY STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2023

| | Share capital £ | Share premium £ | Retained earnings £ | Total £ |
|---|--------------------|-----------------------|---------------------------|-------------|
| At 1 January 2022 | 29,326,143 | 42,528,627 | (25,461,018) | 46,393,752 |
| Comprehensive income: | | | | |
| Loss for the period | - | - | (2,193,751) | (2,193,751) |
| Total comprehensive income | - | - | (2,193,751) | (2,193,751) |
| New shares issued | 2,421,666 | 4,168,008 | - | 6,589,674 |
| Issue costs | - | (15,000) | - | (15,000) |
| Share based payment | - | - | 443,265 | 443,265 |
| Total transactions with owners recognised directly in equity | 2,421,666 | 4,153,008 | 443,265 | 7,017,939 |
| At 31 December 2022 | 31,747,809 | 46,681,635 | (27,211,504) | 51,217,940 |
| Comprehensive income: | | | | |
| Loss for the period | - | - | (1,417,926) | (1,417,926) |
| Total comprehensive income | - | - | (1,417,926) | (1,417,926) |
| New shares issued | 19,342 | 2,921,497 | - | 2,940,839 |
| Issue costs | - | - | - | - |
| Share based payment | - | - | 309,858 | 309,858 |
| Total transactions with owners recognised directly in equity | 19,342 | 2,921,497 | 309,858 | 3,250,697 |
| At 31 December 2023 | 31,767,151 | 49,603,132 | (28,319,572) | 53,050,711 |

Share premium reserve represents the amounts subscribed for share capital in excess of the nominal value of the shares issued, net of cost of issue.

Retained earnings represent the cumulative net gains and losses recognised in the Company's income statement.

CONDOR GOLD PLC**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2023**

| | Note | Year Ended 31.12.23 £ | Year-Ended 31.12.22 £ |
|--|------|-----------------------------|-----------------------------|
| Cash flows from operating activities | | | |
| Loss before tax | | (1,687,177) | (2,532,560) |
| Share based payment | 17 | 309,858 | 443,265 |
| Depreciation | | - | 68,315 |
| Exchange differences | | (84,368) | 3,187 |
| Finance income | 4 | (14,745) | (4,899) |
| | | <u>(1,476,432)</u> | <u>(2,022,692)</u> |
| Decrease / (Increase) in trade and other receivables | | 341,574 | (141,270) |
| (Decrease) / Increase in trade and other payables | | <u>(218,362)</u> | <u>158,031</u> |
| Net cash used in operating activities | | <u>(1,353,220)</u> | <u>(2,005,931)</u> |
| Cash flows from investing activities | | | |
| Purchase of tangible fixed assets – held for sale | 11 | (64,691) | (446,853) |
| Purchase of intangible fixed assets – held for sale | 11 | (2,012,517) | (3,754,742) |
| Interest received | 4 | 14,745 | 4,899 |
| Net cash used in investing activities | | <u>(2,062,463)</u> | <u>(4,196,696)</u> |
| Cash flows from financing activities | | | |
| Net proceeds from share issue | 16 | <u>2,940,839</u> | <u>6,574,674</u> |
| Net cash from financing activities | | <u>2,940,839</u> | <u>6,574,674</u> |
| (Decrease) / Increase in cash and cash equivalents | | <u>(474,844)</u> | <u>372,047</u> |
| Cash and cash equivalents at beginning of year | | <u>2,444,093</u> | <u>2,072,046</u> |
| Cash and cash equivalents at end of year | | <u><u>1,969,249</u></u> | <u><u>2,444,093</u></u> |

CONDOR GOLD PLC

COMPANY STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2023

| | | Year Ended 31.12.23 | Year Ended 31.12.22 |
|--|----|-------------------------|-------------------------|
| | | £ | £ |
| Cash flows from operating activities | | | |
| Loss before tax | | (1,417,926) | (2,193,751) |
| Share based payment | 17 | 309,858 | 443,265 |
| Finance income | 4 | (14,745) | (4,899) |
| | | <u>(1,122,813)</u> | <u>(1,755,385)</u> |
| Decrease / (Increase) in trade and other receivables | | 310,239 | (299,772) |
| (Decrease) / Increase in trade and other payables | | <u>(59,028)</u> | <u>79,901</u> |
| Net cash used in operating activities | | <u>(871,602)</u> | <u>(1,975,256)</u> |
| Cash flows from investing activities | | | |
| Purchase of tangible fixed assets | 9 | - | (164,447) |
| Interest received | 4 | 14,745 | 4,899 |
| Loans to subsidiaries | 18 | (2,574,847) | (3,989,150) |
| Net cash used in investing activities | | <u>(2,560,102)</u> | <u>(4,148,698)</u> |
| Cash flows from financing activities | | | |
| Proceeds from share issue | 16 | 2,940,839 | 6,574,674 |
| Net cash from financing activities | | <u>2,940,839</u> | <u>6,574,674</u> |
| (Decrease) / Increase in cash and cash equivalents | | <u>(490,865)</u> | <u>450,720</u> |
| Cash and cash equivalents at beginning of year | | 2,407,187 | 1,956,467 |
| Cash and cash equivalents at end of year | | <u><u>1,916,322</u></u> | <u><u>2,407,187</u></u> |

Basis of consolidation

The Group financial statements consolidate the accounts of its subsidiaries; Condor S.A., La India Gold

S.A., and La India Inversiones S.A. under the acquisition method. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date on which control ceases.

All the Group's companies have 31 December as their year-end. Consolidated financial statements are prepared using uniform accounting policies for like transactions.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated.

Going concern

The Group reviews its going concern status, via comparisons to budgets, cash flow forecasts, and access to further financing. At the balance sheet date, the Group had £1,969,249 of cash. In common with many exploration and development companies, the Company raises finance for its exploration and technical studies and appraisal activities in discrete tranches to finance its activities for limited periods only. The directors have identified that further funding will be required to finance the Group's in-fill drilling and resources expansion programme in Nicaragua and, *inter alia*, compliance with the conditions of the Environmental Permit awarded in regard to the La India open pit in 2018. The Directors are confident that the Company will be able to raise these funds, however there is no binding agreement in place to date. The Directors have also considered significant cost saving exercises to preserve cashflows. In addition, the timing, quantum, and structure of any asset sale is currently uncertain. These conditions may cast doubt on the Group and Company's ability to continue as a going concern. It is not the Company's intention to cease trading after the potential sale of the Nicaraguan assets.

The Directors have prepared a cash flow forecast which assumes that the Group and Company is not able to raise additional funds within the going concern period and if that was the case, the forecasts demonstrate that austerity measures can be implemented to reduce the Group and Company's cash outflows to the minimal contracted and committed expenditure while also maintaining the Group's licences and permits. These forecasts assume that Directors and Key management personnel salaries are deferred and/or reduced as part of the austerity measures – notwithstanding the above, further funding would nonetheless be required in order to continue into operational existence for at least 12 months from the date of approval of this report and therefore a material uncertainty exists, which the auditors have made reference to in their audit report. Based on their assessment of the financial position, the Directors however have a reasonable expectation that the Group and Company will be able to continue in operational existence for the next twelve months and continue to adopt the going concern basis of accounting in preparing these financial statements.

- Ends -

For further information please visit www.condorgold.com or contact:

| | |
|--|---|
| Condor Gold plc | Mark Child, CEO +44 (0) 20 7493 2784 |
| Beaumont Cornish Limited | Roland Cornish and James Biddle +44 (0) 20 7628 3396 |
| SP Angel Corporate Finance LLP | Ewan Leggat +44 (0) 20 3470 0470 |
| H&P Advisory Limited | Andrew Chubb, Matt Hasson, Jay Ashfield +44 207 907 8500 |
| Adelaide Capital (Investor Relations) | Deborah Honig +1-647-203-8793 |

About Condor Gold plc:

Condor Gold plc was admitted to AIM in May 2006 and dual listed on the TSX in January 2018. The Company is a gold exploration and development company with a focus on Nicaragua.

The Company's principal asset is La India Project, Nicaragua, which comprises of a large, highly prospective land package of 588 sq km comprising of 12 contiguous and adjacent concessions. The Company has filed a feasibility study technical report dated 25 October 2022 and entitled "Condor Gold Technical Report on the La India Gold Project, Nicaragua, 2022" (the "2022 FS") which is available on the Company's SEDAR profile at www.sedar.com and was prepared in accordance with the requirements of NI 43-101. The 2022 FS indicated that La India Project hosts a high-grade Mineral Resource Estimate ("MRE") of 9,672 kt at 3.5g/t gold for 1,088,000 oz gold in the indicated mineral resource category and 8,642 kt at 4.3 g/t gold for 1,190,000 oz gold in the inferred mineral resource category. The open pit MRE is 8,693 kt at 3.2 g/t gold for 893,000 oz gold in the indicated mineral resource category and 3,026 kt at 3.0 g/t gold for 291,000 oz gold in the inferred mineral resource category. Total underground MRE is 979 kt at 6.2 g/t gold for 94,000 oz gold in the indicated mineral resource category and 5,615 kt at 5.0 g/t gold for 98,000 oz gold in the inferred mineral resource category.

The 2022 FS replaces the previously reported Preliminary Economic Assessment ("PEA") as presented in the Technical Report filed on SEDAR in October 2021 as the current technical report for the La India project.

The 2021 PEA considered the expanded Project inclusive of the exploitation of the Mineral Resources associated to the La India, Mestiza, America and Central Breccia deposits. The strategic study covers two scenarios: Scenario A, in which the mining is undertaken from four open pits, termed La India, America, Mestiza and Central Breccia Zone ("CBZ"), which targets a plant feed rate of 1.225 million tonnes per annum ("Mtpa"); and Scenario B, where the mining is extended to include three underground operations at La India, America and Mestiza, in which the

processing rate is increased to 1.4 Mtpa. The 2021 PEA Scenario B presented a post-tax, post upfront capital expenditure NPV of US\$418 million, with an IRR of 54% and 12 month pay-back period, assuming a US\$1,700 per oz gold price, with average annual production of 150,000 oz gold per annum for the initial 9 years of gold production. The open pit mine schedules were optimised from designed pits, bringing higher grade gold forward resulting in average annual production of 157,000 oz gold in the first 2 years from open pit material and underground mining funded out of cashflow. The 2021 PEA Scenario A presented a post-tax, post upfront capital expenditure NPV of US\$302 million, with an IRR of 58% and 12 month pay-back period, assuming a US\$1,700 per oz gold price, with average annual production of approximately 120,000 oz gold per annum for the initial 6 years of gold production. The Mineral Resource estimate and associated Preliminary Economic Assessment contained in the 2021 PEA are considered a historical estimate within the meaning of NI 43-101, a qualified person has not done sufficient work to classify such historical estimate as current, and the Company is not treating the historical Mineral Resource estimate and associated studies as current, and the reader is cautioned not to rely upon this data as such. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. The Company believes that the historical Mineral Resource estimate and Preliminary Economic assessment is relevant to the continuing development of the La India Project.

In August 2018, the Company announced that the Ministry of the Environment in Nicaragua had granted the Environmental Permit (“EP”) for the development, construction and operation of a processing plant with capacity to process up to 2,800 tonnes per day at its wholly-owned La India gold Project (“La India Project”). The EP is considered the master permit for mining operations in Nicaragua. Condor has purchased a new SAG Mill, which has mainly arrived in Nicaragua. Site clearance and preparation is at an advanced stage.

Environmental Permits were granted in April and May 2020 for the Mestiza and America open pits respectively, both located close to La India. The Mestiza open pit hosts 92 Kt at a grade of 12.1 g/t gold (36,000 oz contained gold) in the Indicated Mineral Resource category and 341 Kt at a grade of 7.7 g/t gold (85,000 oz contained gold) in the Inferred Mineral Resource category. The America open pit hosts 114 Kt at a grade of 8.1 g/t gold (30,000 oz) in the Indicated Mineral Resource category and 677 Kt at a grade of 3.1 g/t gold (67,000 oz) in the Inferred Mineral Resource category. Following the permitting of the Mestiza and America open pits, together with the La India open pit Condor has 1.12 M oz gold open pit Mineral Resources permitted for extraction.

Disclaimer

Neither the contents of the Company's website nor the contents of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into, or forms part of, this announcement.

TSX Matters

The Company is relying on the exemption provided for pursuant to Section 602.1 of the TSX Company Manual (the “Manual”) from the requirements of the Manual and the TSX relating to the issue of New Shares Ordinary, including the requirements of Section 613 of the Manual, as the Company is an “Eligible Interlisted Issuer” as defined in the Manual.

Qualified Persons

The technical and scientific information in this press release has been reviewed, verified and approved by Andrew Cheatle, P.Geo., a director of Condor Gold plc, and Gerald D. Crawford, P.E., the Chief Technical Officer of Condor Gold plc, each of whom is a “qualified person” as defined by NI 43-101.

Nominated Adviser

Beaumont Cornish Limited (“Beaumont Cornish”) is the Company’s Nominated Adviser and is authorised and regulated by the FCA. Beaumont Cornish’s responsibilities as the Company’s Nominated Adviser, including a responsibility to advise and guide the Company on its responsibilities under the AIM Rules for Companies and AIM Rules for Nominated Advisers, are owed solely to the London Stock Exchange. Beaumont Cornish is not acting for and will not be responsible to any other persons for providing protections afforded to customers of

Beaumont Cornish nor for advising them in relation to the proposed arrangements described in this announcement or any matter referred to in it.

Forward Looking Statements

All statements in this press release, other than statements of historical fact, are 'forward-looking information' with respect to the Company within the meaning of applicable securities laws, including statements with respect to: future development and production plans, projected capital and operating costs, mine life and production rates, metal or mineral recovery estimates, Mineral Resource, Mineral Reserve estimates at the La India Project, the potential to convert Mineral Resources into Mineral Reserves. the Company's plans to sell the assets of the Company or seek alternatives to an asset sale and the construction timeline of the La India project upon receipt of financing. Forward-looking information is often, but not always, identified by the use of words such as: "seek", "anticipate", "plan", "continue", "strategies", "estimate", "expect", "project", "predict", "potential", "targeting", "intends", "believe", "potential", "could", "might", "will" and similar expressions. Forward-looking information is not a guarantee of future performance and is based upon a number of estimates and assumptions of management at the date the statements are made including, among others, assumptions regarding: future commodity prices and royalty regimes; availability of skilled labour; timing and amount of capital expenditures; future currency exchange and interest rates; the impact of increasing competition; general conditions in economic and financial markets; availability of drilling and related equipment; effects of regulation by governmental agencies; the receipt of required permits; royalty rates; future tax rates; future operating costs; availability of future sources of funding; ability to obtain financing and assumptions underlying estimates related to adjusted funds from operations. Many assumptions are based on factors and events that are not within the control of the Company and there is no assurance they will prove to be correct.

Such forward-looking information involves known and unknown risks, which may cause the actual results to be materially different from any future results expressed or implied by such forwardlooking information, including, risks related to: mineral exploration, development and operating risks; estimation of mineralisation and resources; environmental, health and safety regulations of the resource industry; competitive conditions; operational risks; liquidity and financing risks; funding risk; exploration costs; uninsurable risks; conflicts of interest; risks of operating in Nicaragua; government policy changes; ownership risks; permitting and licencing risks; artisanal miners and community relations; difficulty in enforcement of judgments; market conditions; stress in the global economy; current global financial condition; exchange rate and currency risks; commodity prices; reliance on key personnel; dilution risk; payment of dividends; as well as those factors discussed under the heading "Risk Factors" in the Company's annual information form for the fiscal year ended December 31, 2021 dated March 29, 2022 and available under the Company's SEDAR profile 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 information, 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 such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise unless required by law.