enCore energy

America's Clean Energy Company™

2023 ANNUAL REPORT

NASDAQ:**EU** | TSX.V:**EU**

Disclaimer

The technical contents of the Annual Report were reviewed and approved by John M. Seeley, PhD, PG, CPG, enCore's Manager of Geology and Exploration, a Qualified Person as defined under National Instrument 43-101.

This Annual Report contains certain statements that, to the extent that they are not historical fact, may be deemed "forward-looking statements" or "forward-looking information" as those terms are used under applicable Canadian and United States securities legislation, respectively (herein "forward-looking statements"). Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address expected future business, financial, and operational performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. Statements herein, other than statements of historical fact, including, without limitation statements regarding timing and results of existing or planned production at the Company's plants; the ability to economically extract and process uranium from mineral resources on Company mining properties; the prospects for the uranium extraction industry in general; the results of joint ventures, and other statements regarding our prospects and operations may constitute forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following risks: risks identified in the management discussion and analysis section of the Company's interim and most recent annual information form or other reports and filings with applicable Canadian securities regulators. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made and the respective companies undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by applicable securities laws. Investors are cautioned against attributing undue certainty to forward- looking statements.

The information provided in the Annual Report is provided solely for general knowledge purposes. This Annual Report is not intended to be a comprehensive review of all matters and developments concerning the Company and the Company assumes no responsibility for its completeness, accuracy and currency. Although information used in this presentation is believed to be accurate as at the date hereof, it may not be accurate when read. The Company does not undertake to update any of the information provided in this Annual Report. For current information please refer to the Company's filings on SEDAR (www.sedarplus.ca), or contact the Company.

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This Annual Report is not to be construed as an offer to sell, or a solicitation of an offer to buy securities of the Company. An offer to sell, or a solicitation of an offer to buy securities of the Company can only be made by a broker-dealer registered in all jurisdictions in which such an offer is being made and only if such offer is otherwise made in accordance with all applicable securities laws, regulations, and rules of any kind whatsoever. The information in this presentation is not intended in any way to qualify, modify or supplement any prospectus or other information disclosed under the corporate and securities legislation of any jurisdiction applicable to the Company. No securities commission has in any way passed on any of the information contained in this presentation.

THE FOREGOING LIMITATIONS AND DISCLAIMERS APPLY REGARDLESS OF THE CAUSES OR CIRCUMSTANCES GIVING RISE TO THE LOSS, DAMAGE, CLAIM OR LIABILITY, EVEN IF SUCH LOSS, DAMAGE, CLAIM OR LIABILITY IS BASED UPON BREACH OF CONTRACT (INCLUDING, WITHOUT LIMITATION, A CLAIM OF FUNDAMENTAL BREACH OR A BREACH OF A FUNDAMENTAL TERM), TORT (INCLUDING, WITHOUT LIMITATION, NEGLIGENCE) OR STRICT LIABILITY.

CAUTIONARY NOTE TO U.S. INVESTORS CONCERNING ESTIMATES OF MEASURED, INDICATED AND INFERRED MINERAL RESOURCES:

The Company reports mineral resources on its projects according to Canadian standards, which differs from the requirements of U.S. securities laws. Mineral resource estimates have been prepared in accordance with National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101") and the Canadian Institute of Mining, Metallurgy and Petroleum (the "CIM") – CIM Definition Standards on Mineral Resources and Mineral Reserves, (the "CIM Standards"). The terms "mineral reserve", "proven mineral reserve" and "probable mineral reserve" are Canadian mining terms as defined in accordance with NI 43-101 and the CIM Standards. Mineral property disclosure requirements in the United States (the "U.S. Rules") are governed by subpart 1300 of Regulation S-K of the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") which differ from the CIM Standards. Pursuant to the U.S. Rules, the SEC recognizes "measured mineral resources", "indicated mineral resources" and "inferred mineral resources". Mineralization described using these terms has a greater amount of uncertainty as to its existence and feasibility than mineralization that has been characterized as reserves. Accordingly, U.S. investors are cautioned not to assume that any measured mineral resources, indicated mineral resources, or inferred mineral resources that the Company reports are or will be economically or legally mineable. Further, "inferred mineral resources" have a greater amount of uncertainty as to their existence and as to whether they can be mined legally or economically. Under Canadian securities laws, estimates of "inferred mineral resources" may not form the basis of feasibility or pre-feasibility studies, except in rare cases. While the above terms are "substantially similar" to CIM Standards, there are differences in the definitions under the U.S. Rules and the CIM Standards.

Mineral resources are provided as estimates and no assurances can be given that the indicated levels of uranium will be produced. By their nature, mineral resource estimates are imprecise and depend, to a certain extent, upon statistical inferences which may ultimately prove unreliable. Any inaccuracy or future reduction in such estimates could have a material adverse impact on the Company.

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Night View of the Alta Mesa CPP

Forward-Looking Statements

We are making statements and providing information about our expectations, beliefs, goals or prospects for the future which may considered to be forward-looking information or forward-looking statements under Canadian and United States securities laws. These include statements regarding future plans and the timing of them, our planned extraction and production operations, anticipated exploration and development results at our projects and our view of the uranium market and financial markets generally. The purpose of these statements is to help the reader understand management's current views of our future prospects and is not intended for other purposes. This information will not necessarily be updated unless required by securities laws. This information is based on a number of material assumptions, and is subject to a number of material risks, which are discussed in our annual Management's Discussion and Analysis contained in this document under the headings "Forward-Looking Statements" and "Risks and Uncertainties". We also refer shareholders to the more comprehensive discussion of forward-looking information in our Annual Information Form filed on SEDAR at www.sedarplus.ca and our Annual Report on Form 40-F filed on EDGAR at www.sec.gov/edgar.

The Company advises that it is not basing its production decisions at Alta Mesa CPP on a feasibility study of mineral reserves demonstrating economic and technical viability. The production decision is based on known past In-Situ Recovery (ISR) and processing operations at this production facility and surrounding lands. However, the Company understands that there is increased uncertainty, and consequently a higher risk of failure, when production is undertaken in advance of a feasibility study. The Company has determined to proceed with a production decision based on past operations at the Alta Mesa CPP, including past ISR operations in the known mineral resource areas.

First Yellowcake Shipment Leaving the Rosita CPP

Corporate Overview

enCore Energy Corp., America's Clean Energy Company™, is committed to providing clean, reliable, and affordable fuel for nuclear energy as the newest uranium producer in the United States. Uranium production commenced at enCore's licensed and past-producing South Texas Rosita Central In-Situ Recovery ("ISR") Uranium Processing Plant ("CPP") in November 2023 with work underway for a planned Q2/2024 restart of uranium production at its licensed and past-producing South Texas Alta Mesa CPP. The enCore team is led by industry experts with extensive knowledge and experience in all aspects of ISR uranium operations and the nuclear fuel cycle. enCore solely utilizes ISR for uranium extraction, a well-known and proven technology co-developed by the leaders at enCore Energy. ISR extracts uranium in a wellfield using natural groundwater and oxygen, coupled with a proven ion exchange process, to recover the uranium.

Future projects in enCore's production pipeline include the Dewey-Burdock project in South Dakota and the Gas Hills project in Wyoming, along with significant uranium resource endowments in New Mexico providing long term opportunities. enCore diligently works to realize value from other owned assets, including our proprietary uranium database that includes technical information from many past producing companies, from our various non-core assets, and by leveraging our ISR expertise in researching opportunities that support the use of this technology as applied to other metals. enCore is also committed to working with local communities and indigenous governments to create positive impact from corporate developments.

enCore Energy Team at the NASDAQ Opening Bell Ceremony

Executive Chairman's Letter to Shareholders

Fellow Shareholders,

On behalf of the Board of Directors and management of enCore Energy Corp., I want to take this opportunity to thank you for your support through a transformational year at America's Clean Energy Company™. With a clear set of objectives and a timeline to be a domestic uranium producer in the United States, enCore achieved a successful 2023 and became the newest uranium producer in the United States. The restart of the Rosita In-Situ Recovery ("ISR") Uranium Central Processing Plant ("CPP") became official in November 2023, followed by a grand opening ceremony in February 2024 with 300 guests in attendance highlighted by our keynote speaker, Governor Rick Perry, the 47th Governor of Texas and the 14th U.S. Secretary of Energy. This event was closely followed up with our first shipment of uranium to our utility customers.

Our commitment to the selection and advancement of production-ready projects combined with strategic deployment of capital and the development of a multi-talented team kept us quite busy in 2023. We are proud to successfully realize all of our 2023 objectives and we are now well into a promising 2024.

We find enCore operating at a time when the world is embracing nuclear fuel as a clean, reliable, and safe zero-carbon fuel source with unparalleled bi-partisan support in the United States. This, combined with geopolitical tensions, has highlighted the essential demand for domestic uranium in the United States to fuel energy needs and the growing demand for a reliable and affordable baseload power. Our decision to establish production during 2023 has worked in our favor.

We see the demand for electricity generated from nuclear power plants, provided by both traditional and emerging small modular reactor technology, increasing at a strong rate over the coming years and decades. With the clear global mandate to target zero carbon emissions, electricity from nuclear power plants is essential to the industrial world. We believe that we will see well above average growth in the demand for uranium, as the essential fuel for nuclear generated electricity, throughout the next few decades.

This growth will uniquely favor production from ISR technology for the extraction of uranium as the uranium is not mined, but rather recovered from oxygenated ground water which has dissolved the uranium from underground host rocks. This environmentally-favored method leverages the depth of talent and experience of our team. ISR technology currently produces well over half of the world's uranium and offers many benefits including greatly reduced permitting times, capital costs,

Executive Chairman
William M. Sheriff at the NASDAQ
Opening Bell Ceremony

operating costs and reclamation costs when compared to potential new conventional uranium mining operations. Focusing our production strategy on ISR projects in Wyoming and Texas, which are NRC Agreement States, provides for greater certainty and shorter permitting timelines due to decades-long experience of regulating ISR uranium recovery technology. The operational flexibility provided by ISR uranium recovery allows us to leverage our licensed and permitted processing plants to expand production as nuclear energy demand increases.

For 2023, our successes have been many, and in reflection, are incredible milestones to achieve in one year. January 2023 commenced with our US $7 million sale of uranium to the US government, at US $70.50 per pound, the highest price of all successful bids. In 2023, we achieved a US listing on the NYSE American stock exchange bringing our shareholders increased liquidity, greater awareness, and a broadening of our institutional, high net worth and retail shareholder base. This was followed by the acquisition of the Alta Mesa Project in South Texas for US $120 million that included a licensed and permitted Central Processing Plant, robust mineral resources, and one of the largest uranium mineral properties in the United States with approximately 200,000 acres of mineral rights.

We ended the year with one of our most significant milestones, the restart of uranium production at the Rosita CPP, accomplished 20 months after its renovation commenced. We then wrapped up the year with the announcement of our US $60 million transaction with Boss Energy Ltd. (“Boss”) for a 70/30 joint venture (“JV”) on the Alta Mesa Project which included a US $10 million placement. The arrangement with Boss as a 30% minority partner on only one of our production assets allows us to use the proceeds to aggressively advance project timelines across the Company. Finally, we announced our move to the NASDAQ stock exchange in order to once again increase liquidity and heighten investor awareness of enCore around the globe.

Yet in between these huge milestones, many other achievements occurred as we diligently and relentlessly pursued our objectives to be America’s Clean Energy Company™.

We continued to successfully execute on our Non-Core Asset Disposition program with the sale of the Marquez-Juan Tafoya project in New Mexico and the Kaycee Project in Wyoming. Under the terms of the sale of the Kaycee Project we retain a back-in right, under certain resource milestones, to acquire a 51% ownership of the Kaycee Project.

During the year, enCore continued to build its contract book and we continue to see utilities in the United States looking to domestic uranium producers as a means to mitigate the supply chain risks resulting from continuing geopolitical uncertainty.

enCore also proactively collaborates with the communities surrounding our project, generating much needed employment and business opportunities. We are excited to share our new initiative, starting in 2024, which will see enCore embark on an education-focused program to enhance education centered around In-Situ Recovery technology, a growing industry with transferable skills providing many opportunities for our youth. Get the Edge from Education, enCore’s Education Society, is our way of both giving back to our communities of interest while simultaneously building the workforce of the next generation. We are aware of how our initiatives can fundamentally transform the lives of local communities and stakeholders, and we work hard to strengthen our relationship with local partners and suppliers.

Our first major milestone in 2024 is the planned restart during Q2 of our second past-producing plant, the large Alta Mesa CPP, in South Texas. With this restart, enCore will be in a select group of companies in the world with more than one uranium plant in production.

Working closely together, our board, management, and operational staff are motivated to continuously improve the quality of our processes and work outcomes. The entire team shares common values that drive our successes, and we are all passionate about making enCore the best choice for those who want exposure to an environmentally responsible, lower risk domestic source of uranium, fueling the future as America’s Clean Energy Company™.

Through all of this, enCore is still in the very early days of its journey, and this presents a compelling opportunity for our investors and our team to share in an exciting path forward. We are already well advanced in achieving even higher goals in 2024.

Finally, we would like to congratulate Paul Goranson, our Chief Executive Officer and his team, all of our employees, directors, and key contractors for their commitment to enCore. We also want to thank you, our shareholders, for your continuing support, your confidence and above all, for your trust.

Thank you again from enCore Energy, America’s Clean Energy Company™.

William M. Sheriff
Executive Chairman

Chief Executive Officer's Report to Shareholders

Once again, just like last year, these are exciting times at enCore, and the execution of our goal to become the newest uranium producer in the United States stands as our most significant achievement in 2023. Restarting the past-producing Rosita In-Situ Recovery ("ISR") Central Processing Plant ("CPP") was made possible due to the focused effort of the enCore team and the proactive efforts of the Texas regulatory agencies. Texas has proven to be one of the most favorable state business environments in the country, and it has one of the more mature and complete regulatory programs that assure protection of the environment and human health while strengthening the state's economy.

As we did at the Rosita CPP, we are rapidly advancing the Alta Mesa CPP and wellfield toward a production start in the second quarter of 2024, just over a year after we announced our decision to resume production there. When we acquired the Alta Mesa Project in February 2023, we secured an additional licensed production facility and resources which provide a long-term production source for enCore. When we announced the sale of 30% of the Alta Mesa Project to Boss Energy Ltd. in the form of a joint venture for US $60 million, we were able to establish an 80% increase in valuation of the Project and generated funds to accelerate our pipeline of production across all of our projects. While advancing the Alta Mesa Project, we are continuing to add production to feed the Rosita CPP and have made substantial progress with advancing the permitting with the State of Texas for our Upper Spring Creek Project, located about 50 miles away from Rosita. As a larger satellite ion-exchange ("IX") facility, Upper Spring Creek will provide sufficient feed to fill the production capacity at Rosita by early 2025.

enCore's strategy to acquire licensed and constructed central processing plants during a time when uranium was out of favor has been exceptional. Combined with, for the first time in decades, positive recognition and global support for an energy transition to nuclear power to reach decarbonization goals and provide clean, reliable and affordable energy. The World Nuclear Association's 2023 Nuclear Fuel Report highlights that nuclear power contributes 10% of the global electricity demand, accounts for 25% of low carbon electricity production, and is expected to play a growing role in future energy supply in a low-carbon economy. Notably, geopolitical instability has led to increased interest in nuclear power for establishing energy security.

Uranium market conditions are improving due to shifting market supply-demand fundamentals and the US nuclear industry's transition toward deglobalization. Currently, the US is completely reliant on imported uranium, and because of ongoing geopolitical challenges, domestic nuclear power utilities are looking to the US as a source of uranium in order to secure a domestic supply chain and diversify away from dependence on Russia, Kazakhstan, Uzbekistan, and China. Further, with the goal of restoring a resilient domestic nuclear supply for the first time in decades, the US government, in a bipartisan manner, has appropriated US $2.7 billion to domestically source low enriched uranium ("LEU") and high assay low enriched uranium ("HALEU") to incentivize expanding existing and new production. This funding is contingent on the implementation of restrictions on Russian exports of uranium to the US. We see enCore as being a key part of solving these nuclear fuel supply chain challenges by producing US origin uranium and delivering 100% within North America.

Through 2023, nuclear fuel buyers continued contracting to secure their long-term requirements for conversion and enrichment services. Higher prices across the fuel cycle and annual contracting activity- that is getting closer to the rate required to replace what is consumed annually- have led to utilities returning their focus to secure the uranium necessary to feed those services. We expect continued competition among utilities to secure long-term contracts for uranium products and services with proven producers who demonstrate strong environmental, social and governance ("ESG") performance, and who produce and deliver from assets in geopolitically attractive jurisdictions on terms that will ensure the availability of reliable supply to satisfy demand.

During the year and while seeing higher uranium prices, enCore continued to build its contract book, and as of the time of this letter, has entered into a sixth uranium sales agreement, our fifth with a US nuclear utility. All our sales agreements are based on market pricing, and those with our US utility customers will have price floors and ceilings that are adjusted for inflation. For those sales agreements with established floor prices, those are set at price levels that provide an inflation adjusted comfortable margin over expected costs at our current and future operating facilities, and the inflation adjusted ceiling prices have been established at levels significantly above market prices at the time of execution. Combined, our current book of sales agreements contains 4.375 million pounds U_3O_8 from 2023 to 2032 of committed deliveries, of which enCore has already delivered 0.3 million pounds U_3O_8 into one of the agreements in 2023. Three of our current contracts provide the optionality to add an additional 1.65 million pounds U_3O_8 to 2032. We continue to see US utilities looking to domestic uranium producers, such as enCore, to mitigate the supply chain risks resulting from continuing geopolitical uncertainty.

enCore's uranium sales strategy provides a base level of projected income from contracted sales agreements from a portion of our planned production while preserving significant ability to realize opportunities from the remaining portion when strong short-term market fundamentals are present. This strategy assures that the Company will have committed sales to support the capital necessary for the construction of new projects and sustaining continuing operations while maintaining flexibility to be opportunistic as market conditions continue to change in favorable ways. We will continue to assess opportunities to secure future sales agreements that will support its continued project and production growth strategies.

Lately, people always ask what keeps me up at night, and my answer each time is the challenge of attracting and retaining key personnel and maintaining the consistent execution of our aggressive production strategy. For the former challenge, we are continuing to recruit experienced workers and technical personnel while assuring that enCore remains the employer of choice in the uranium industry. For the later challenge, we are expanding our drilling capacity, increasing the number of drill rigs at each of our locations to allow us to add resources into the immediate production pipeline. I expect that by the end of 2024, we will be drilling at an additional 3 to 4 project areas in South Texas and Wyoming.

We have an exceptional and experienced management team at enCore, drawing people with experience in uranium production, petrochemical processing, and oil and gas drilling operations; they all have essential experience that directly translates to the ISR method of uranium production. Most of our workforce, now over 90 employees, live in several South Texas counties. Our operations, contracts and employment all have a direct and immediate impact on the economies of the local communities, and we have seen a positive response to our growth from the local communities.

Yet we are not finished in building the next generation of industry leaders and we are excited to implement enCore Energy's Education Society and its mandate to build future leaders through various initiatives including scholarships, internships, and mentorship programs.

We are on track for 2024 being the year that enCore establishes itself as a leading uranium producer in the United States, and I expect that success will continue going forward. On behalf of the entire team at enCore, thank you for your continued support. We all look forward to continued growth and our continued development of value for shareholders from our push towards production soon at Alta Mesa in South Texas.

William (Paul) Goranson
Chief Executive Officer

Chief Executive Officer William (Paul) Goranson at the Rosita CPP

Our Vision:
America's Clean Energy Company™

The Company is focused on producing uranium in the United States, through the proven In-Situ Recovery ("ISR") technology, to provide necessary fuel for the generation of clean, reliable, and carbon-free nuclear energy. In 2023, the Company commenced production at the Rosita ISR Uranium Central Processing Plant ("CPP") in South Texas, becoming one of only three uranium producing operations in the United States and the first in Texas in ten years. In early 2024, the Company expects to commence production at the South Texas Alta Mesa CPP. enCore's goal is to build production capacity to 3 million pounds of uranium yellowcake ("U_3O_8") per year by 2026 and 5 million pounds of U_3O_8 per year by 2028.

enCore Energy Team Celebrating at the NASDAQ Opening Bell Ceremony

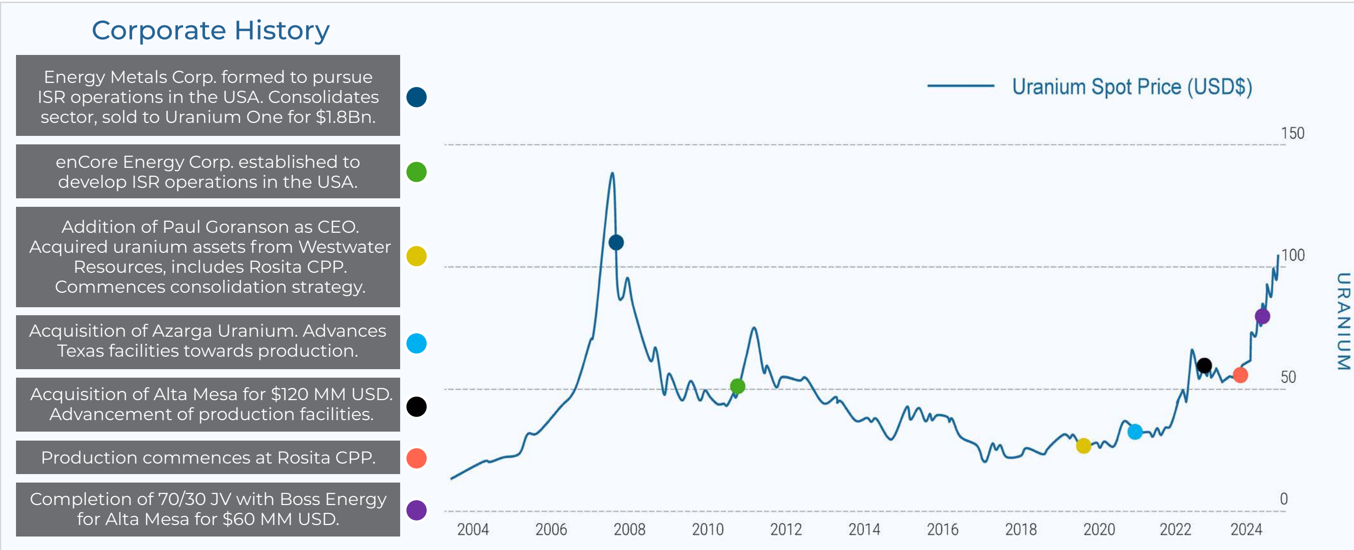
Our Business:
A Production Strategy Built on Existing, Licensed, and Near-term ISR Uranium Projects

enCore owns three of the eleven licensed and constructed ISR Uranium Central Processing Plants ("CPP's") in the United States. All of its existing CPP's are located in the business-friendly, energy-centric state of Texas. Our plants are designed and permitted to process uranium from a mix of satellite plants and primary sources within South Texas. In addition, the Company has several key mineral resource projects in other jurisdictions within the United States. Our NI 43-101 compliant resources are listed below:

Total measured and indicated Mineral Resources	74.41 million pounds U_3O_8
Total inferred Mineral Resources	26.48 million pounds U_3O_8

Although the United States is the world's largest consumer of uranium and largest producer of nuclear energy, it remains dependent on imported uranium. Due to the current geopolitical environment, the Company expects increasing demand for domestically-produced uranium as US utilities prefer domestic over Russian suppliers. enCore's strategy is to leverage its uranium production to drive value for its shareholders and be a United States preferred supplier. Through contracts with nuclear utilities, enCore's product will fuel a clean, reliable and carbon-free electricity generation. Uranium, used for nuclear energy, is an important green energy fuel source. Unlike most fossil fuels, the cost of nuclear fuel (uranium) constitutes only a small portion of total power generating costs.

Alta Mesa CPP



enCore's production strategy begins in South Texas, where the Company commenced uranium production in November 2023. South Texas is a key part of our strategy for the following reasons:

- Texas is a well-established US uranium district with most deposits suitable for ISR from sandstone-hosted mineralization and a total historic production of ~80 million pounds of U_3O_8[1].
- Texas is a long-established, pro-development jurisdiction for uranium production and an energy friendly state.
- Texas has deposits of approximately 141 million pounds U_3O_8 equivalent of in-situ mineralization remaining according to the US Geological Survey ("USGS").
- The USGS estimates there is further potential to discover an approximate additional 220 million pounds of U_3O_8 in the South Texas Coastal Plain where our licensed CPP's are located.
- The CPP's are capable of production using feed from multiple regional satellite ion- exchange ("IX") systems located on outlying uranium deposits within an economical shipping radius.

enCore has a significant economic opportunity in the changing and growing uranium market and nuclear energy industry. Its strong technical team forms the basis for its strength with extensive expertise in ISR operations, reclamation, permitting and exploration. The Company has a broad set of uranium assets that provide a growing production pipeline that includes production and near-term production in Texas followed by pipeline projects in South Dakota and Wyoming with longer term production planned from our extensive resources in New Mexico. The team enjoys access to a large collection of proprietary databases of US assets. This gives the Company access to exclusive benefits from historical exploration, development and production data generated over almost 100 years by several major companies including Union Carbide, W.R. Grace, UV Industries, Getty Oil, Uranium Resources Inc. and others.

With a diverse portfolio of uranium projects, enCore is prioritizing projects that will utilize ISR technology to produce uranium. ISR, when compared to conventional open pit or underground mining, requires less capital and operating expenditures with a shorter lead time to extraction and a reduced impact on the environment, including minimizing groundwater use. The historic worker safety record in the ISR segment of the extraction industry is significantly better than that of conventional underground and open pit uranium mining and milling.

enCore's initial production strategy over the next 3 years is centered around two of its fully licensed Texas CPPs; Rosita and Alta Mesa. The CPP's, located in south Texas, are designed for, and are fully capable of, processing feed resin from relocatable satellite IX plants employed at various deposits within a 100-mile radius of each plant.

The Rosita CPP is the starting point for enCore's Texas production strategy, located approximately 60 miles from Corpus Christi, Texas with an 800,000 pounds per year production capacity. Newly modernized and refurbished in 2022, the Rosita CPP will act as the central processing site for the Rosita Extension, Rosita South, and Upper Spring Creek Projects.

In February 2023, the Company acquired 100% of the Alta Mesa Project from Energy Fuels, Inc. for US $120 million. enCore's fully licensed Alta Mesa CPP is located approximately 100 miles southeast of Corpus Christi,

[1] Assessment of Undiscovered Sandstone Hosted Uranium Resources in The Texas Coastal Plain, U.S. Geological Survey, 2015

TX, and has a production capacity of 1.5 million pounds U_3O_8 per year through its IX system located at the plant. The facility has IX elution, precipitation, drying, and packaging capacity for 2.0 million pounds U_3O_8 per year. This capacity is designed to accept direct production feed to the IX columns in the plant and concurrently accept loaded resin from satellite locations. The Alta Mesa Project includes existing and near-term production areas, including the fully permitted and authorized production areas 6 & 7. The Project also has nine additional mineral resource areas described in the "Our Assets" section of this document and in further detail at www.encoreuranium.com. In totality, the project encompasses mineral leases on 200,000 acres of private land. In February 2024, the Company completed the transaction with Boss Energy Ltd. which acquired a 30% interest in the Alta Mesa Project for US $60 million.

The Kingsville Dome CPP is currently maintained and available to increase production capacity as additional satellite plants and production wellfields are brought into production. This facility, similar in size and design to the Rosita CPP, has a capacity of 800,000 pounds U_3O_8 per year.

The injection of capital to the Company from its sale of a 30% interest in the Alta Mesa Project will allow the Company to accelerate future production levels in South Texas, Wyoming and South Dakota.

Notably, the advanced stage Dewey-Burdock Project in South Dakota has demonstrated ISR resources, including a 2019 PEA citing robust economics. The Company is in the process of reviewing and updating the PEA to reflect current economics and planning. The Project has its source material license from the US Nuclear Regulatory Commission ("NRC") and its underground injection permits and aquifer exemption from the US Environmental Protection Agency ("EPA"). In 2023, the Company announced that the NRC approval was considered final when appeals of the license approval were exhausted following a successful outcome from the Circuit Court of Appeals for the District of Columbia. The underground injection permits were appealed to the EPA's Environmental Appeals Board and the aquifer exemption was appealed to the 8th Circuit Court of Appeals. Based on the successful outcome for the company of the appeal of the NRC license, we believe we will also be successful in the appeals of the EPA's underground injection permits and the aquifer exemption.

The Company has commenced the initial permitting work to advance the Gas Hills Project ("Gas Hills") as an ISR uranium recovery operation located in central Wyoming, approximately 60 miles west of Casper, Wyoming. Gas Hills has a current resource and robust economics as described in a 2021 PEA. It is ideally located in the historic Gas Hills Uranium Mining District, a brownfield area of extensive previous mining. The Company has Dewey-Burdock and Gas Hills as its midterm production assets within the planned production pipeline.

The Company's New Mexico assets represent a major, long-term asset in our planned production pipeline. enCore holds a dominant position in the historic Grants Uranium District in New Mexico through its control of mineral rights over approximately 500 square miles containing significant uranium resources in several different deposits.

enCore has a clear pathway to production across the western United States and is focusing its expansion efforts within jurisdictions with well-established regulatory environments for the development of ISR uranium projects. Both Texas and Wyoming are NRC Agreement states, whereby the Nuclear Regulatory Commission has ceded its regulatory authority to the individual state regulators. This streamlined and mature regulatory process is a demonstrable benefit to the uranium industry within these jurisdictions. The Company is leveraging the near-term production assets in South Texas to support the South Dakota-based Dewey-Burdock and Wyoming-based Gas Hills Projects for midterm production opportunities with advanced projects and established resources.

Alta Mesa wellfield development

2023 Corporate Report Card

In enCore's first Annual Report, the Company published its first set of business objectives. These objectives represent a powerful economic opportunity in the changing and growing uranium market and nuclear energy industry. While there are many factors in determining share price and market capitalization changes, a high-level assessment of the success of enCore's strategy to maximize shareholder value is due to:

- Utilizing our top-tier team to initiate production swiftly and responsibly;
- Strong market knowledge and financial acumen to capitalize on growth opportunities;
- Consistent dedication to acting with integrity, transparency, and respect for our shareholders, stakeholders and the environment.

Our strong technical team forms the basis for our strength, with extensive expertise in ISR operations, reclamation, permitting and exploration. We have a broad set of uranium assets that provide a growing production pipeline that includes near-term production in Texas followed by pipeline projects in South Dakota and Wyoming, with longer term production planned from our extensive resources in New Mexico. Our team benefits from access to a large collection of proprietary databases of United States assets, allowing us exclusive benefits from historical exploration, development and production data generated over almost 100 years by a number of major companies, including Union Carbide, W.R. Grace, UV Industries, Getty Oil, Uranium Resources and others.

Focus on Production-Ready Assets

ACHIEVED

Utilizing our production-ready ISR CPP's in South Texas, we have created a strategy for the creation of value and phased growth to meet an ever-growing need for nuclear energy in the United States. Our plan to start production in 2023 was a key objective in executing our strategy and we achieved this objective with the commencement of production at the Rosita CPP, the advancement of the Alta Mesa CPP towards production and the development of satellite plants and wellfields to feed the Rosita CPP and eventually, the Alta Mesa CPP.

Application of ISR Technical Expertise

ACHIEVED

The enCore team is led by industry experts with extensive knowledge and experience in all aspects of ISR uranium operations and the nuclear fuel cycle. The safety of our people and the environment is essential to our operations; we remain solely focused on ISR technology to produce uranium as a proven effective and environmentally responsible technology, and have built a strong team from field staff to senior management. We also have established scholarships and other programs to develop the next generation of ISR experts.

enCore Staff at the Rosita CPP

Providing Growth and Value to Shareholders

ACHIEVED

We have demonstrated through three significant transactions since December 2020 that we can drive growth and provide value for our shareholders through select, accretive merger and acquisition ("M&A") opportunities, as well as from organic growth from existing assets. We believe that the catalyst created by the commencement of production at multiple facilities will provide further value to our shareholders as we will join a select group of peers with established uranium production. This objective was achieved and is highlighted by our joint venture with Boss Energy Ltd., a leading Australian ISR company. After acquiring the Alta Mesa Project, enCore formed a joint venture in which 30% of Alta Mesa was sold at an 80% increase in valuation, just eight months following the acquisition. This accretive transaction is also providing the capital to accelerate our production pipeline across the Company.

Reducing Risk to Shareholders and Operations

ACHIEVED

We conduct our operations in secure and business-friendly jurisdictions with transparent regulatory frameworks to reliably progress a diverse portfolio of established projects toward production. By collaborating effectively with regulators, we accomplished this goal. enCore successfully navigated the permit amendments for the Rosita CPP in just 20 months, securing the authorization to initiate production.

Implementing a Non-Core Asset Divestment Strategy

ACHIEVED

We have proven our capability to unlock value for our shareholders from our non-core assets through various divestment strategies. Our portfolio includes several non-core conventional projects, obtained through mergers and acquisitions, that do not align with our ISR production pipeline and are currently available for acquisition. This objective was achieved and is highlighted by the sale of:

- The Kaycee, Moonshine and Bootheel Projects for 9,263,800 common shares (19.9%) of Nuclear Fuels Inc.; and
- The Marquez-Juan Tafoya Project to Anfield Energy Inc. for C $5,000,000 cash and 185,000,000 common shares.

Acting with Fiscal Responsibility and Strong Governance

ACHIEVED

We have a skilled Board of Directors and an experienced management team with strong corporate governance values. We work to ensure that our costs are as low as practicable while being able to leverage our assets to provide value to our shareholders. As we transition into the production phase, a key accomplishment in upholding fiscal responsibility was the implementation of a uranium sales strategy. This strategy ensures a foundational level of projected income from sales contracts while retaining substantial flexibility to capitalize on opportunities arising from favorable short-term market dynamics. It guarantees that the Company will have secured sales to fund the capital required for constructing new projects, while also maintaining adaptability to take advantage of evolving market conditions.

enCore Chemist Working in the Laboratory ▼

Meeting our 2024 Objectives

Our Objectives

The Company's primary objective is to provide growth and value to shareholders. In the fourth quarter of 2023, we commenced production at our Rosita CPP, a key strategic execution objective. In 2024, the Company has five main objectives, detailed below. Execution of these objectives will position enCore to quickly respond to ever-changing global factors, achieve strategic expansions, and build on its adaptability while strengthening the company's financial health.

Commence Production at the Alta Mesa CPP

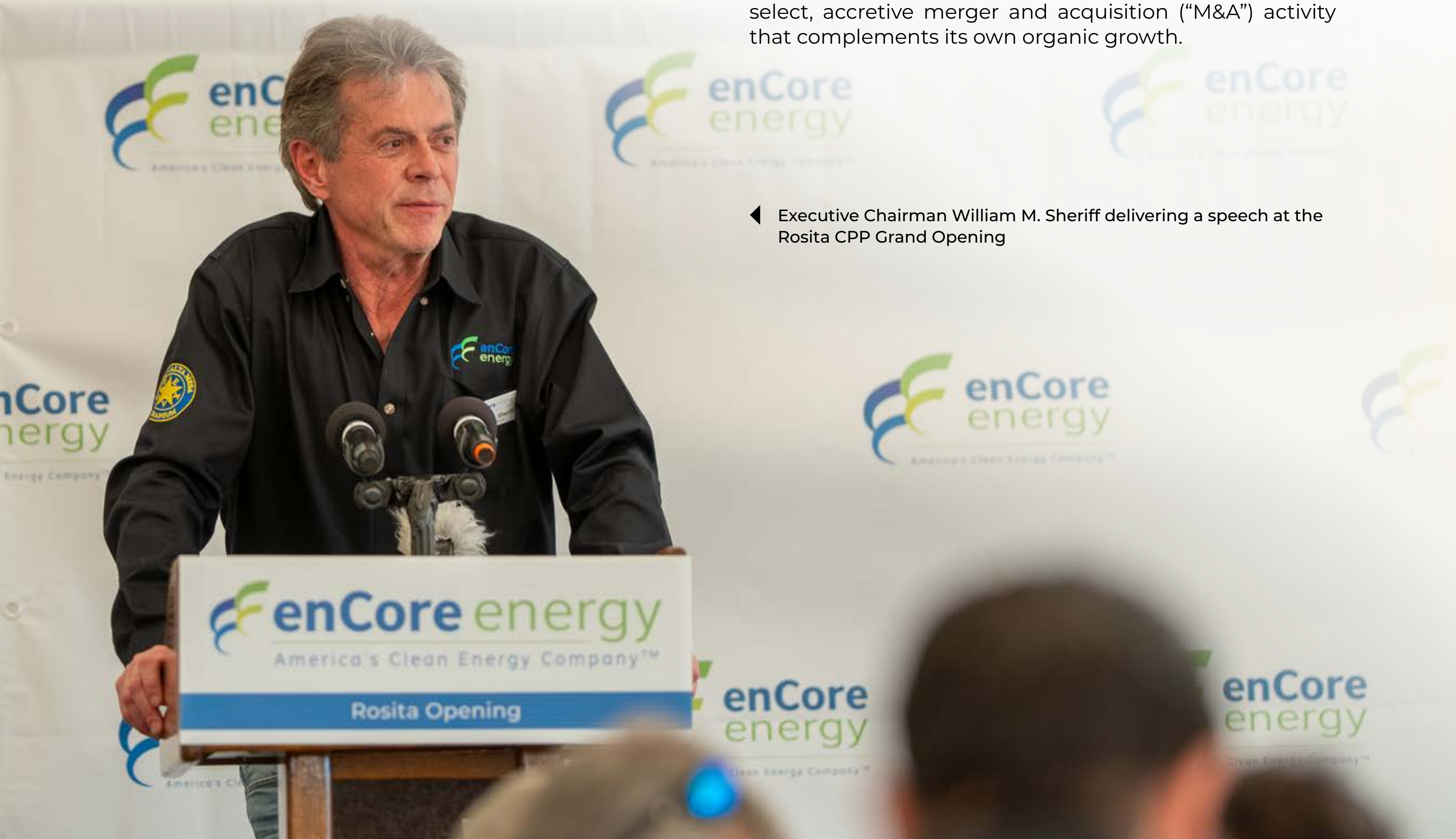
Utilizing production-ready ISR CPP's in South Texas, the Company has implemented a strategy that will continue to build value and phased growth. Our strategy allows enCore to contribute to an ever-growing need for nuclear energy in the United States and the world. With production at the Alta Mesa CPP expected to commence in the second quarter of this year, the Company will become one of only a handful of companies in the world with more than one operational uranium production plant. We are focused on a long-term strategy of being a supplier of choice for a nuclear industry that is experiencing growth for the first time in over forty-five years.

Streamline Operations and Rationalize Asset Base

Successful execution is critical, especially in an industry where talent and timing are essential to our success. Adapting swiftly to favorable market conditions is a priority for enCore. Following the cash injection from our recent transaction with Boss Energy Ltd., we intend to advance the timeline of our production pipeline and expand drilling operations. Concurrently, we will continue to rationalize our asset base through the execution of our non-core asset divestment strategy to strengthen our financial position and increase financial resources in a non-dilutive way. We have demonstrated the ability to derive substantial value for the Company's shareholders from our non-core assets by using different approaches to divestment. enCore currently holds several non-core conventional projects available for acquisition.

Mergers and Acquisitions

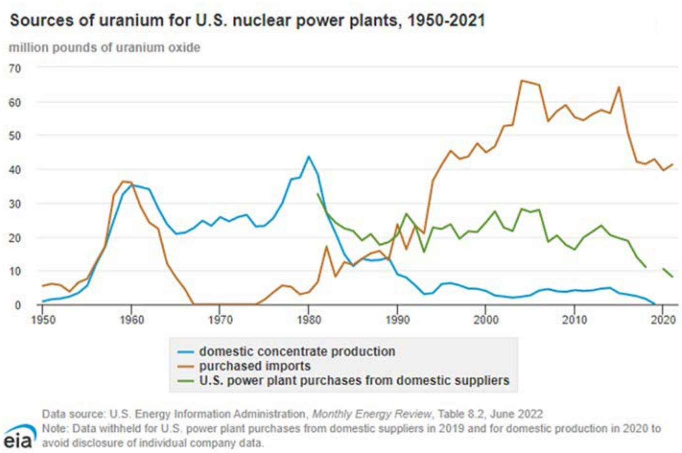
Since December 2020, management has demonstrated, through four significant transactions, its ability to drive growth and provide value for our shareholders through select, accretive merger and acquisition ("M&A") activity that complements its own organic growth.



Executive Chairman William M. Sheriff delivering a speech at the Rosita CPP Grand Opening

Contract and Sales Strategy Formalization

The Company will continue to leverage its strong baseload contracting strategy and industry reputation as a reliable multi-facility domestic supplier to ensure that our operating assets are able to create revenue regardless of market conditions. As the Company increases production from its South Texas facilities, enCore expects to grow its contract portfolio. We will continue to focus on adding new multi-year, market-based contracts to maximize profits while protecting against price declines. This strategy should provide robust returns on production while ensuring a base level of income to support continued operations during market declines.



First shipment of yellowcake leaving the Rosita CPP ▲

Fiscally Responsible Management and Strong Governance for the Benefit of Shareholders

The Company will complete its inaugural greenhouse gas emissions and sustainability report to meet the needs of institutional clients and utility customers. We will continue to strengthen and grow our management and operations teams by offering industry-leading employment opportunities and a competitive benefits package. We have established continuous improvement systems in our organization to assure proper governance of the company, its operations, and its employees. Finally, the Company works to ensure its costs are as low as practicable while maintaining its ability to leverage its assets to provide value to shareholders. The Company assesses supply chain risks to ensure its ability to obtain critical components necessary to sustain its strategy.

Govenor Rick Perry and Chief Communications Officer Janet Lee-Sheriff at the Rosita CPP Grand Opening ▼

Corporate Social Responsibility

As a leading ISR uranium producer, enCore Energy has the potential to impact—and be impacted by—a range of sustainability topics. We are examining our sustainability impacts and priorities through a materiality assessment process, defining the topics that matter most to our business and stakeholders.

In addition to our ongoing community engagement, enCore has commenced key initiatives:

enCore's Education Society

Created to provide the youth in communities near our projects with the educational tools and resources to build careers in various sectors;

Scholarship Programs available to a wide range of counties near our projects and to the families of our employees;

Internship Program in the works.

Sustainability Report

Outlines enCore's commitment to being a responsible steward of natural and social capital;

Creates a roadmap for meaningful progress towards sustainability goals and communicates our strategy and progress.

Greenhouse Gas Emissions Report

Provides a detailed accounting of our expected greenhouse gas emissions from our Texas operations and outlines opportunities for continued improvement.

The long-term success of our company requires the integration of sustainability into all aspects of our business. Leading environmental, social and governance performance is strongly correlated to strong financial performance and creation of long-term value for our shareholders and other stakeholders. This includes striving to meet the highest standards, contributing toward sustainable development, and serving as responsible natural resource stewards to ensure we make positive and lasting impacts on the communities and nations where we operate. We are responsible to its shareholders, governments, and community stakeholders as we advance projects forward. We consider appropriate best practices and innovative methods to meet and exceed these objectives.

Plant Superintendent David Calderon

Our Technology:
In-Situ Recovery

In-Situ Recovery ("ISR") is a minimally invasive, environmentally friendly, and economically competitive way of extracting minerals from the ground. It has proven to be a successful method of extracting uranium and due to its cost efficiency it is economically viable to extract lower grade uranium deposits that may not justify the cost of conventional open pit or underground mining. In addition to significantly lower capital and operating costs, ISR operates without the open pits, waste dumps, or tailings associated with conventional mining and milling. This makes extraction more environmentally responsible, while also resulting in a faster and more cost-efficient permitting, development and remediation process. ISR extracts the uranium while leaving the surface intact, and when reclamation is completed, the surface is returned to its original state and use.

Since its first appearance in the 1960s, ISR technology has progressed considerably to the point where the process is a controllable, safe, and benign method of uranium production that is heavily regulated in the United States. ISR now accounts for approximately 56% of all the uranium produced worldwide.[2] While some countries, such as Kazakhstan and Australia, still use harsh chemicals like sulfuric acid to remove the uranium from the ore body, enCore only uses a lixiviant that is a combination of oxygen and sodium bicarbonate (common Baking Soda) in the native groundwater, extracting uranium at a near neutral pH with significantly less environmental impacts.

ISR uranium extraction usually takes place in sandstone deposits, within a portion of the aquifer that the government has exempted from protection as an underground source of drinking water due to it containing minerals that prevent its use as a source of drinking water, such as uranium, radium, and others. An ISR wellfield is developed using a series of production patterns that are made up of a series of injection and recovery wells. The injection well introduces the lixiviant, made up with native groundwater that is fortified with oxygen and sodium bicarbonate, to the uranium-bearing sandstone. The uranium is solubilized by the oxygen in the lixiviant, and the uranium-bearing lixiviant is carried through the sandstone to the recovery well. The recovery wells, equipped with submersible pumps, recover the uranium bearing lixiviant out of the sandstone and lift it to the surface. When the uranium bearing lixiviant is lifted to the surface, it is pumped into a surface collection system to be transferred to the ion-exchange ("IX") system. Surrounding the production patterns is a network of monitor wells that are used to observe the groundwater chemistry and hydrology to assure there are no impacts to any adjacent underground sources of drinking water. The combination of the production patterns and the monitor well network constitute what is called a wellfield.

After the uranium bearing lixiviant reaches the IX system, it flows through a bed of IX resin where the uranium is removed from the lixiviant and loaded onto the IX resin beads. This is a process that is very similarly

[2] World Uranium Mining Production, World Nuclear Association website, May 2023

enCore Staff at the Rosita Project

Dryer at the Rosita CPP ▲

used in a water softener. The barren lixiviant is returned to the wellfield, where it is refortified with oxygen and sodium bicarbonate, and reinjected into the uranium bearing sandstone. A small portion, approximately 1% of the total volume, of the barren lixiviant is held back from reinjection. This is called a "process bleed," and it is intended to create a hydraulic sink in the wellfield to contain lixiviant within production patterns.

When the IX resin loads to capacity with uranium, it is regenerated in a manner exactly as done for a water softener, using a salt solution that is rich in sodium bicarbonate. This process is called "elution," and the product creates a uranium-rich eluant. That eluant is transferred from the IX system to the precipitation system. Using a series of additions of hydrogen peroxide, acid, and sodium hydroxide, the uranium is precipitated from the eluant and a uranium, "yellowcake," slurry is created. It is then filtered and washed in a filter press, and then the yellowcake slurry is transferred to the drying system. The drying systems at enCore's processing facilities use a low-temperature, zero emission, rotary vacuum drying system; the same equipment used for producing pharmaceuticals. The dried yellowcake is packaged into 55-gallon drums that are grouped in shipping lots. Each shipping lot is then transported to a North American conversion facility, where it is weighed, sampled, and inventoried. That is the point at which we sell our product to our customers.

When the uranium orebody within an ISR wellfield is depleted, we are required to clean up the groundwater. During the process of extracting uranium from the orebodies using our lixiviant, we do change the groundwater chemistry within the production patterns. We restore the water quality of the groundwater using reverse osmosis technology to clean the impacted groundwater to a quality consistent with the groundwater chemistry prior to the start of lixiviant injection. This process does increase the amount of water that is consumed during wellfield operations, but for an average ISR wellfield, approximately 95% of the groundwater is preserved and retained at the end of the full production and restoration cycle. Once the government approves the groundwater restoration effort, the injection, recovery and monitor wells are plugged, abandoned and the surface infrastructure is removed. The site is surveyed for residual contamination that may need to be removed, and then the wellfield is returned to its prior use. The land and groundwater are once again suitable for all the same uses as prior to our mining efforts.

The use of ISR technology in the United States has a documented strong environmental record. Several wellfields have been restored and released, with the former wellfields indistinguishable from the adjacent, unimpacted land. Additionally, the US government, in several public documents has concluded that there have been no impacts to underground sources of drinking water by ISR uranium extraction or restoration.

Satellite IX Plant at the Rosita Project ▼

Our Team:

William M. Sheriff, MSc

Executive Chairman

Mr. Sheriff, as the founder and Executive Chairman, has advanced the company from inception to a uranium producer with a multi-jurisdictional United States asset base. Mr. Sheriff has raised over $500 million in the public markets and has extensive experience in mergers and acquisitions.

Mr. Sheriff is an entrepreneur and visionary with over 40 years of experience in the minerals industry and the securities industry, and has been responsible for significant capital raises along with corporate development. Mr. Sheriff was a pioneer in the uranium renaissance as co-founder and Chairman of Energy Metals Corp. and was responsible for compiling the largest domestic uranium resource base in US history before the company was acquired by Uranium One Corp. for $1.8 Billion in 2007. With his in-depth understanding of the nuclear industry and market conditions, plus his knowledge of the financial markets, Mr. Sheriff is regarded as a leader and avid supporter of nuclear energy as a clean and reliable energy source for the United States.

Mr. Sheriff also has a significant interest in the gold exploration sector with personal and corporate gold exploration assets across the United States and Canada. He is a Director and co-founder of Group 11 Technologies Inc., a private company committed to the development and application of environmentally and socially responsible precious metals mineral extraction as an alternative to conventional mining methods. Mr. Sheriff holds a BSc in Geology from Fort Lewis College, Colorado and an MSc in Mining Geology from the University of Texas-El Paso. He has compiled one of the largest privately-held mining databases in the world, providing enCore with exclusive access to proprietary uranium projects.

William (Paul) Goranson, MSc, PE

Director & Chief Executive Officer

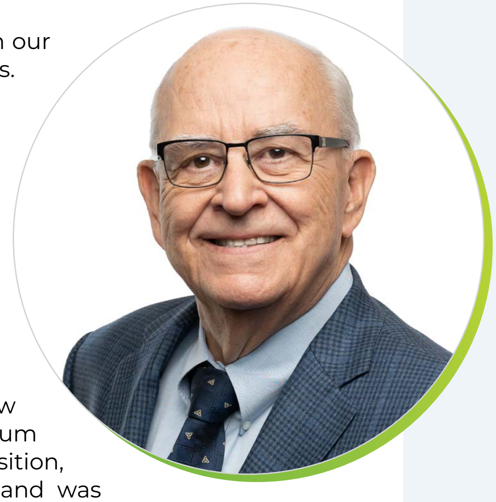
Mr. Goranson, through his 35+ year career, has taken the initial work in the field of ISR technology and elevated commercial uranium production to a large scale.

Mr. Goranson is an experienced executive with an impressive history in the uranium extraction industry, including building, renovating, and operating a number of ISR facilities in the United States, including our Alta Mesa and Rosita ISR projects. Most recently, Mr. Goranson was the Chief Operating Officer for Energy Fuels Resources (USA) Inc., where he was responsible for the operations of the company's conventional and ISR uranium projects, including Nichols Ranch and Alta Mesa ISR Projects. Mr. Goranson served as President, Chief Operating Officer and Director for Uranerz Energy Corp., where he was responsible for commissioning, operating and expanding the Nichols Ranch ISR Uranium Project. Mr. Goranson was President at Cameco Resources, the company that operated Cameco, Inc.'s U.S. ISR operations. Also, Mr. Goranson was Vice President of Mesteña Uranium LLC, where he led the construction, startup and operation of the Alta Mesa project which achieved over one million pounds of uranium production per year. Mr. Goranson has extensive experience in uranium markets, Federal and State regulatory affairs and government policy.

Mr. Goranson has recently served as the President of the Uranium Producers of America, and as the President of the Wyoming Mining Association. He has served in leadership positions within the National Mining Association, Texas Mining and Reclamation Association, and the Nuclear Energy Institute. He currently serves on the Board of Brush Country Groundwater Conservation District located in South Texas. Mr. Goranson is a registered Professional Engineer in the State of Texas, and he holds an MSc in Environmental Engineering and a BSc in Natural Gas Engineering from Texas A&M University-Kingsville and Texas A&I University, respectively.

Dr. Dennis Stover, PhD

Director & Chief Technical Officer



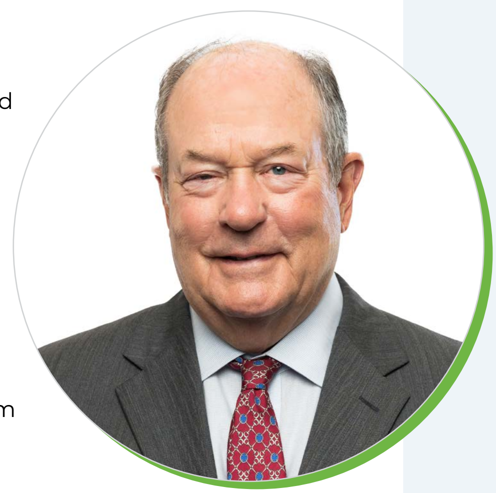
Dr. Stover, a co-inventor of ISR technology that enCore uses exclusively in our processing plants, also holds numerous patents related to ISR applications.

Dr. Stover is a leading expert in in-situ metal recovery, with dozens of relevant technical publications. Dr. Stover commenced his work in ISR technology in Texas in the 1960s and now bears witness to the application of the technology, resulting in over 60% of worldwide uranium production.

Dr. Stover has a 40-year career focused on direct involvement with commercial uranium exploration, project development, and mining operations. Until his retirement in 2011, Dr. Stover previously served as Chief Executive Officer of enCore Energy; and before that, as Executive Vice President, Americas for Uranium One, Inc. where he oversaw commercial development of Uranium One's substantial US uranium assets as well other uranium assets in the Americas. Previous to this position, he served as Chief Operating Officer for Energy Metals Corporation and was instrumental in advancing its US assets prior to its sale to Uranium One, Inc. Dr. Stover holds BSE, MSE, and PhD degrees in Chemical Engineering from The University of Michigan as well as a BA in Chemistry from Kalamazoo College. He has co-authored three IAEA Guidebooks and Manuals related to both Acidic and Alkaline Uranium ISR technology and is the author of six United States Patents concerning various aspects of In-Situ Recovery of uranium and reservoir restoration. Dr. Stover is a member of numerous professional societies.

William B. Harris, MBA

Director



Mr. Harris is a partner in Solo Management Group, LLC, an investment and management consulting partnership.

Mr. Harris was previously a board member of Energy Metals Corp., Chairman and Executive Committee member of the American Fiber Manufacturers Association, and President and Chief Executive Officer of Hoechst Fibers Worldwide, the global acetate and polyester business of Hoechst AG. At Hoechst Fibers Worldwide, Mr. Harris managed the business' $5 Billion operation, comprised of 21,000 employees and production locations in 14 different countries. Mr. Harris is currently a Director of Scandium International Mining Corp. He has a BA in English from Harvard College, and an MBA in Finance from Columbia University Graduate School of Business.

Susan Hoxie-Key, MSc, PE

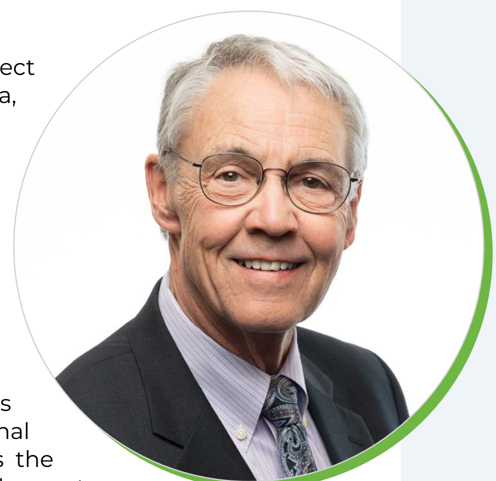
Director

Ms. Hoxie-Key is a proven nuclear industry leader, with more than 40 years of engineering experience covering nuclear core design, nuclear fuel-related licensing, nuclear fuel procurement, oversight of nuclear fuel-related engineering products, and direct support of reactor operations.

Ms. Hoxie-Key worked for Southern Nuclear Operating Company ("SNC") for 31 years, where she directed and conducted complex multi-disciplinary projects involving in-reactor fuel performance, fuel procurement, fuel-related licensing, and core design. She also served as the SNC lead for nuclear industry efforts to increase the uranium enrichment limit above 5 weight percent and to increase the current licensed fuel burnup limit. Ms. Hoxie-Key was a 2008 winner of the American Nuclear Society Oestmann Achievement Award for technical achievement in the fields of nuclear science, engineering, research, or education. She has also held numerous nuclear industry leadership roles across the years, including Chairman of the World Nuclear Fuel Market Board of Governors between June 2016 and June 2018, and member of the Nuclear Energy Institute Accident Tolerant Fuel Safety Benefits and Licensing Task Forces. Ms. Hoxie-Key has a BSc in Nuclear Engineering from Mississippi State University and an MSc in Nuclear Engineering from Georgia Institute of Technology. She is a registered Professional Engineer in Alabama and Georgia.

Mark Pelizza, MSc, CPG

Director



Mr. Pelizza has spent 46 years in the uranium industry with project experience including the Alta Mesa, Benavides, Kingsville Dome, Longoria, Palangana, Rosita, West Cole and the Vasquez projects, all in Texas.

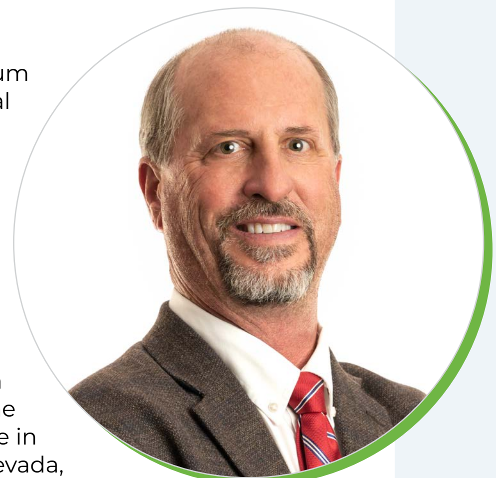
Mr. Pelizza was also responsible for the permitting and licensing of the Church Rock, Crownpoint, and Unit 1 projects in New Mexico and the North Platte project in Wyoming. Currently, Mr. Pelizza is the Principal of M.S. Pelizza & Associates LLC, where he represents extractive industry clients. He previously served as Sr. Vice President of Health, Safety and Environmental Affairs with Uranium Resources, Inc. He has also previously worked with Union Carbide Corp. Mr. Pelizza received his BSc in Geology from Fort Lewis College and his MSc in Geological Engineering from the Colorado School of Mines. He is a licensed Professional Geoscientist in Texas and a Certified Professional Geologist with the American Institute of Professional Geologists. He is the past Chairman of the Texas Mining and Reclamation Association and the past Chairman of the Uranium Producers of America.

Richard M. Cherry, MSc, PE
Director

Mr. Cherry is a veteran executive of the nuclear industry, having worked for several leading companies in the areas of uranium mining, production, conversion, marketing, and power generation operations for 40 years.

He is currently employed as a consultant to the uranium mining industry. Mr. Cherry previously served as President and CEO of Cotter Corporation and Nuclear Fuels Corporation, both affiliates of General Atomics Corporation. Mr. Cherry was responsible for all aspects of Cotter's mining and milling operations in Colorado, including uranium and vanadium ores, with over 200 employees. His participation in Nuclear Fuels Corporation made him responsible for the worldwide uranium marketing efforts for all General Atomics' affiliates. Mr. Cherry holds an MSc in Mechanical Engineering from Wichita State University and a BSc in Engineering Physics from the University of Oklahoma. He holds a US patent in the area of mineral production and has made presentations to industry groups and government agencies.

Peter Luthiger
Chief Operating Officer



Mr. Luthiger brings over 35 years of ISR and conventional uranium production, processing, exploration, radiation safety, and environmental management experience within the uranium fuel cycle.

Recently serving as the Director of Texas Operations for Energy Fuels Inc., he managed the Alta Mesa ISR Uranium Project. While working for Energy Fuels, Mr. Luthiger was responsible for the standby operations of the 1.5 Million pound U_3O_8 per year capacity ISR production center. Mr. Luthiger served as the Vice President of Mesteña Uranium LLC, a private company that owned the Alta Mesa ISR Uranium Project, that, at its peak operation, employed a workforce of over 100 direct and contractor employees. Prior to that, Mr. Luthiger worked for BHP Billiton PLC/Rio Algom Mining LLC, in Grants, New Mexico where he was the Manager, Regulatory Compliance and Licensing. Mr. Luthiger has a degree in Geological Engineering from the Mackay School of Mines, University of Nevada, Reno and is the Past Chair of the Texas Mining and Reclamation Association and Chair of the South Texas Minerals Section of SME.

Robert Willette, J.D., M.B.A
Chief Legal Officer

Mr. Willette is an accomplished general counsel and business executive with 20+ years of experience managing corporate legal functions for public and privately held entities across a multitude of sectors, including industrial, manufacturing, transportation, oil & gas, and renewables.

Mr. Willette brings with him broad experience in corporate law and sophisticated commercial transactions, including securities, capital market transactions, mergers and acquisitions, divestitures, as well as significant experience in manufacturing, real estate, governance, compliance, intellectual property, and international operations and transactions. Most recently, Mr. Willette served as ProFrac Holding Company's Chief Legal Officer, Chief Compliance Officer and Corporate Secretary, a multi-billion dollar publicly traded oil and gas services and technology company. Mr. Willette holds a BSc, an MBA, and a JD from the University of Kansas.

Shona Wilson

Chief Financial Officer

Ms. Wilson has a distinguished career spanning over two decades in finance and operations within the energy sector. Ms. Wilson has demonstrated exceptional proficiency in steering financial strategies, negotiating contracts, and integrating assets.

As the Chief Financial Officer at kWantix, Ms. Wilson played a pivotal role in leading the company in the energy transition, managing an array of functions including finance, treasury, and risk management. Her leadership in contract negotiations and establishing effective risk management practices enhanced board and investor confidence. Ms. Wilson's strategic approach to optimizing costs and her development of a comprehensive finance strategy underscore her commitment to operational excellence and financial integrity.

Ms. Wilson also previously served as Senior Director at Platts / S&P Global, where she was instrumental in expanding the company's market share in both the oil, products and shipping sectors through innovative product development and enhanced customer engagement strategies. Her tenure at Citigroup as Finance Director of North America saw her implementing SEC and management reporting systems, underscoring her expertise in regulatory compliance, and implementing procedures for risk management. As Controller for Lodi Natural Gas Storage and Buckeye Energy Services at Buckeye Partners, Ms. Wilson advised strategic transactions and improvements to financial operations. Ms. Wilson began her career at PricewaterhouseCoopers, specializing in audits and SEC filings for public energy companies. She holds a BA in Accountancy from Oregon State University.

Janet Lee-Sheriff

Chief Communications Officer

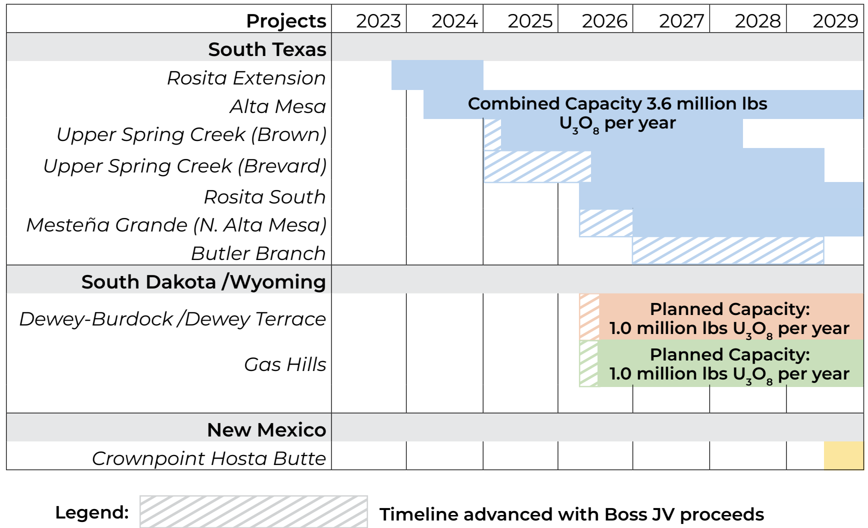
Ms. Lee-Sheriff is an innovative communicator and brand strategist with over 20 years of public company leadership in the mineral extraction industry. Ms. Lee-Sheriff has developed and managed enCore's communications for several years and created the 'America's Clean Energy Company™' brand.

Previous to her work at enCore Energy, Ms. Lee-Sheriff led the world's first on-site test of a solvent which replaced cyanide in the gold extraction process, and created a mobile Secondary Recovery Unit (SRU®). This work resulted in the formation of Group 11 Technologies Inc., focused on the development of non-invasive, in-place and environmentally friendly mineral extraction. Ms. Lee-Sheriff also established and owns the Yukon Mint®, which has created 100% green gold coins with indigenous art to celebrate the local communities and artists. With a strong commitment to social responsibility and community engagement, she has successfully negotiated and implemented socio-economic and exploration agreements, plus implemented numerous innovative programs, including the award-winning Elders-in-Residence Program.

Ms. Lee-Sheriff also serves as a Director and President of Group 11 Technologies Inc., previously served as President of Tigris Uranium (now enCore Energy Corp.), CEO of Golden Predator Mining Corp., and Vice President of Communications & First Nation Relations. She is the host of the Mined in America podcast and maintains a weekly blog about her life in the mineral extraction industry. Ms. Lee-Sheriff is a graduate of Queen's University and a recipient of the Queen's Jubilee Commemorative Medal awarded for outstanding achievements by Canadians.

Our Assets:
ISR Uranium Central Processing Plants and Projects

enCore Energy is focused on executing the production plan commencing in South Texas, starting at the Rosita CPP 2023, and closely followed by the Alta Mesa CPP in 2024. Both Projects have licensed and permitted processing facilities and production areas.



Rosita CPP, South Texas

Highlights:

- Commenced uranium production in November 2023;
- Located approximately 60 miles west of Corpus Christi, Texas and includes over 2,700 acres of mineral rights and plant facilities;
- A fully licensed ISR production facility with a production capacity of 800,000 pounds of U_3O_8 per year; start of production in November 2023 from the Rosita Extension as Production Area Authorization 5 ("PAA-5");
- The Rosita CPP will also receive uranium loaded resins from various remote South Texas projects and satellite wellfields such as our Upper Spring Creek project.

The facility is located within the South Texas uranium province, constructed in 1990 and located on a 200-acre tract of land owned by the Company. It was originally designed and constructed to operate as an up-flow ion exchange facility, in a similar manner to the Kingsville Dome CPP. Resin was processed at the Rosita CPP, and the recovered uranium was precipitated into slurry, which was then transported to the Kingsville Dome CPP for final drying and packaging.

▲ Rosita CPP's Grand Opening

On November 1, 2022, the Company announced that it had completed the refurbishment of the Rosita CPP, a key step toward the goal of the Company becoming the next domestic producer of American uranium. In April 2023, the wellfield at the Rosita Extension was completed, and the installation of the surface and electrical infrastructure was installed. The construction of the 1,000 GPM satellite IX system to service the Rosita Extension Wellfield commenced in May 2023. The construction of the surface infrastructure, including pipelines, oxygen supply, manifolds, metering, and electrical connections were completed in the third quarter of 2023.

Access to the Rosita CPP is from an improved company-owned private with electrical power available, including an industrial-scale power line extending to the Rosita CPP.

Uranium mineralization at Rosita occurs as roll-fronts hosted in porous and permeable sandstones of the Goliad Formation, at depths ranging from 125 to 350 feet below the surface. Additional potential for roll-front mineralization exists between 500 and 700 feet in the Oakville Formation and is the subject of current exploration efforts.

Satellite Operations for the Rosita CPP and Project

Rosita Project Extension, South Texas – The Company has advanced wellfield development within the Rosita Project radioactive materials license and injection permit boundaries. The Company completed the installation of production patterns in the production area, followed quickly by the installation of the necessary infrastructure to operate with a satellite IX system. Production commenced in November 2023.

Night View of the Alta Mesa CPP

Rosita South Project, South Texas – The Rosita South Project is adjacent to the Rosita CPP and provides one of the most optimal sources of satellite feed for the Rosita CPP. Thirty-two drill holes were reported for a total of approximately 11,000 feet including twenty delineation drill holes and twelve deep exploration drill holes. The exploration drilling has identified eight mineralized sands plus an additional four potentially mineralized sands, all within 800 feet of the surface, which provide opportunities for discovery of future uranium resources.

Butler Ranch Project, South Texas - The Project is comprised of non-contiguous fee leases that cover an area of about 438 acres of mineral rights. The Project is situated in the southwestern end of the Karnes County uranium mining district, one of the largest uranium production areas in Texas.

Upper Spring Creek Project, South Texas - The Upper Spring Creek Project is currently comprised of non-contiguous and contiguous fee leases that cover an area of approximately 510 acres of surface and mineral rights.

Alta Mesa CPP and Project, South Texas

Highlights:

- Operating within a 70/30 joint venture arrangement with Boss Energy Ltd. with enCore as the managing operator;
- Refurbishment of the Alta Mesa CPP is nearing completion, in anticipation of the planned production restart in Q2/2024;
- Fully licensed past-producing plant & existing resource located 80 miles from the Rosita CPP and 75 miles from the Kingsville Dome CPP;
- Total operating capacity of 1.5 million pounds of uranium/year;
- 200,000+ acres of private land in the south Texas uranium belt with exploration opportunities;
- Current development activities include wellfield delineation and production pattern installation in Production Authorization Area 7 (“PAA-7”);
- Contains existing resources and includes multiple PAA’s yet to be developed;
- Mesteña Grande prospective target areas include uranium mineral bearing sandstones of the Goliad, Lagarto, and Oakville Formations contained within approximately 52 linear miles of stacked geochemical reduction-oxidation contacts and mineralized uranium roll-fronts; only 5 miles have been closely drilled out to date.

Alta Mesa and Mesteña Grande – Mineral Resource Estimate (2023)

	Resource Category	Tons	Grade (%U_3O_8)	Contained U_3O_8 (pounds)
Within existing wellfields	Measured	54	0.152	164
Alta Mesa	Indicated	1,397	0.106	2,959
Mesteña Grande	Indicated	119	0.120	287
Total M&I Mineral Resources		1,570	0.109	3,410
Alta Mesa	Inferred	1,263	0.126	3,192
Mesteña Grande	Inferred	5,733	0.119	13,601
Total Inferred Mineral Resource		6,996	0.120	16,793

The Alta Mesa Project is located on a 45-acre surface tract, owned by the enCore/Boss joint venture, within the existing lease area. The CPP is connected directly to the production areas through pipelines due to the proximity of the nearby uranium ore bodies. For more distant uranium ore bodies, the CPP can be modified to accept loaded resins transported from satellite IX systems in a manner similar to the operations at the Rosita CPP. The Alta Mesa Project is located within a portion of the private land holdings of the Jones Ranch and includes surface and mineral rights as well as oil and gas and other minerals including uranium.

Mineralization within the South Texas Uranium Province is interpreted to be dominantly roll-front type mineralization and primarily of epigenetic origin (Finch, 1996). Roll-fronts are formed along an interface between oxidizing groundwater solutions which encounter reducing conditions within the host sandstone unit. This boundary between oxidizing and reducing conditions is often referred to as the reduction-oxidation contact (REDOX) interface or front. The principal host sandstones associated with Alta Mesa and Mesteña Grande Projects occur within the Goliad and Oakville formations, all known to be uranium bearing host sandstone formations in South Texas.

Kingsville Dome CPP & Wellfield, South Texas

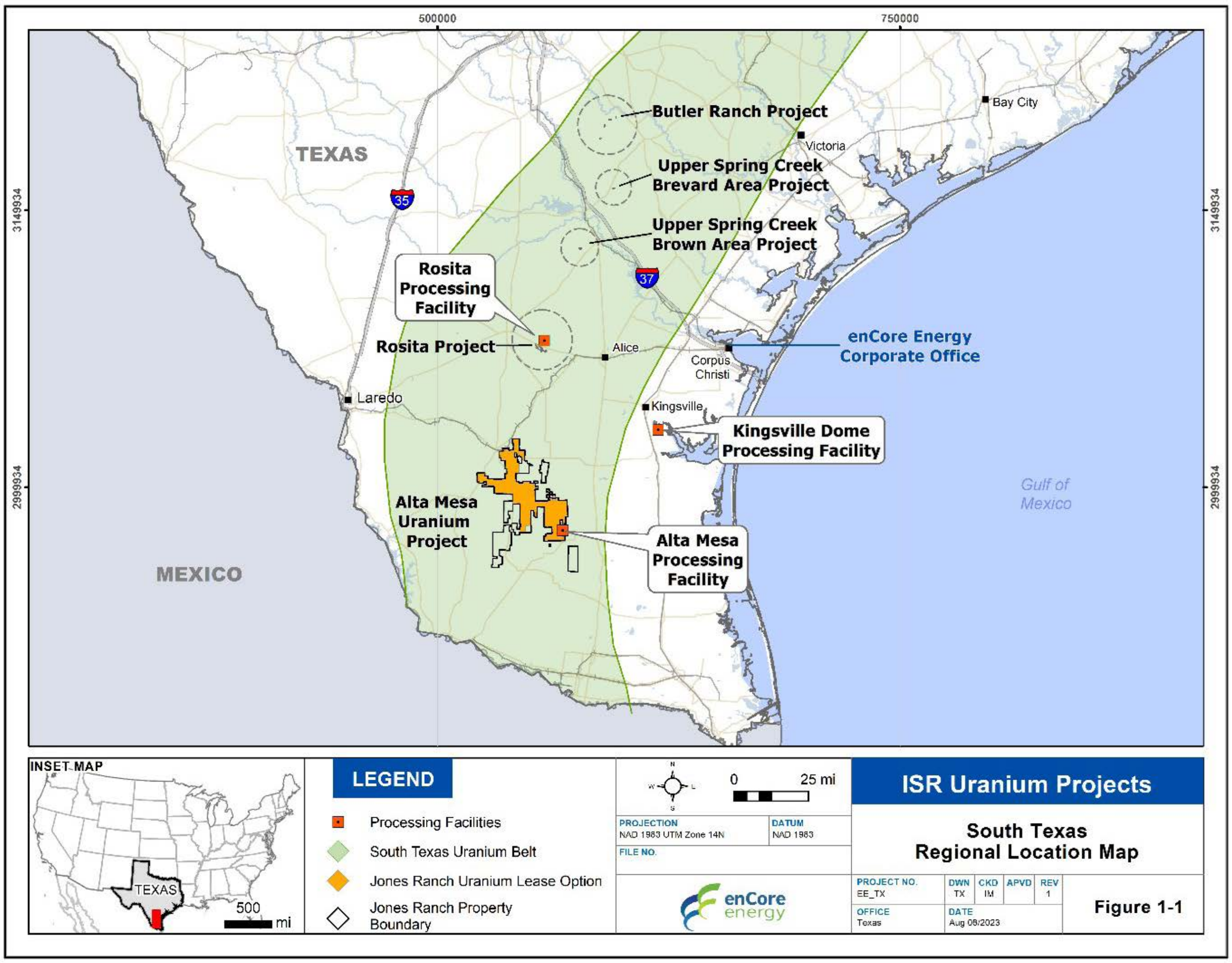
The Kingsville Dome CPP & Wellfield is comprised of multiple tracts of land leased from third parties. The Kingsville Dome CPP is situated on approximately 15 acres of Company-owned land, surrounded by leased acreage. As currently configured, the Kingsville Dome CPP has a production capacity of 800,000 pounds of U_3O_8 per year. Uranium production at Kingsville Dome was suspended in 2009 and the CPP has been in a standby status since that time. The CPP can serve as a processing facility that can accept resin from multiple satellite facilities. In addition to the CPP, there are four satellite IX systems in the project area. Each of the satellite systems is capable of processing approximately 900 gallons per minute of uranium-bearing ISR fluids from well fields, and these satellite plants can be relocated to alternate extraction sites as needed.

Access to the Kingsville Dome CPP is via an improved company-owned private road with suitable electrical power present at the site.

Satellite Operations for the Kingsville Dome CPP

Vasquez Project

The Vasquez Project is located in southern Duval County, Texas, a short distance northwest of the town of Hebbronville.



South Texas Operations Map ▲

Dewey-Burdock Project, South Dakota

The Dewey-Burdock Project is one of the Company's development priorities following the focus on production in South Texas. The Company's 100% owned Dewey-Burdock Project is an ISR uranium project located in the Edgemont uranium district in South Dakota. The Project is comprised of approximately 12,613 surface acres and 16,962 net mineral acres. In December 2020, the Company filed an amended and restated NI 43-101 compliant independent Technical Report and Preliminary Economic Assessment (PEA) for the Project prepared by Woodard & Curran and Rough Stock Mining Services (the "Dewey-Burdock PEA") with an effective date of December 3, 2019.

2019 Mineral Resource Estimate Summary (Effective date-December 3, 2019)

ISR Resources	Measured	Indicated	M & I	Inferred
Pounds	14,285,988	2,836,159	17,122,147	712,624
Tons	5,419,779	1,968,443	7,388,222	645,546
Avg. GT	0.733	0.413	0.655	0.324
Avg. Grade (% U_3O_8)	0.132%	0.072%	0.116%	0.055%
Avg. Thickness (ft)	5.56	5.74	5.65	5.87

Note: Resource pounds and grades of U_3O_8 were calculated by individual grade-thickness contours. Tonnages were estimated using average thickness of resource zones multiplied by the total area of those zones.

The Company's Dewey-Burdock Project received its Source and Byproduct Materials License SUA-1600 on April 8, 2014, from the Nuclear Regulatory Commission ("NRC"), covering 10,580 acres. The Company controls the mineral and surface rights for the area pertaining to the NRC license. On March 20, 2023, following the denial of an "en banc" review by the DC Circuit Court, the Company announced that the petitioners had decided to not advance the appeal to a review by the Supreme Court of the United States, and therefore the NRC license is now final and effective.

Gas Hills Project, Wyoming

The Gas Hills Project is one of the Company's development priorities following the focus on production in South Texas. The Company's 100% owned Gas Hills Project is located in the historic Gas Hills uranium district situated 45 miles east of Riverton, Wyoming. The Project consists of approximately 1,280 surface acres and 12,960 net mineral acres of unpatented lode mining claims, a State of Wyoming mineral lease, and private mineral leases, within a brownfield site which has experienced extensive development including mine and mill site production.

Resource Category	Million Tons	Grade eU_3O_8%	Attributable U_3O_8 (M lbs.*)
Measured & Indicated mineral resource (ISR)	3.83	0.101	7.71
Inferred mineral resource (ISR)	0.41	0.052	0.43
Measured & Indicated mineral resource (non-ISR)	3.20	0.048	3.06
Inferred mineral resource (non-ISR)	0.12	0.030	0.06

The Company is now focused on the permitting process and growing the ISR-amenable resources at the Gas Hills Project.

Crownpoint and Hosta Butte Project, New Mexico

The Crownpoint and Hosta Butte Project is located in the Grants Uranium Region and offers a long-term development opportunity. The Grants Uranium Region has been the most prolific producer of uranium in the United States with historic production over 347 million pounds of U_3O_8 have been produced from the region.

Total Indicated Mineral Resources

	0.02% eU_3O_8 Grade Cutoff and GT Cutoff* 0.25%	Total Indicated Resource	enCore Controlled
Crownpoint	Pounds eU_3O_8	19,565,000	16,223,000
	Tons	9,027,000	7,321,000
	Avg. Grade % eU_3O_8	0.108	0.111
Hosta Butte	Pounds eU_3O_8	9,479,000	9,479,000
	Tons	3,637,000	3,637,000
	Avg. Grade % eU_3O_8	0.130	0.130
Total Indicated Mineral Resource	Pounds eU_3O_8	29,044,000	25,702,000
	Tons	12,664,000	10,958,000
	Avg. Grade % eU_3O_8	0.115	0.117

Pounds and tons as reported are rounded to the nearest 1,000
**GT cutoff: Minimum Grade (% eU_3O_8) x Thickness (Feet) for Grade > 0.02 % eU_3O_8.*

Rosita CPP

Total Inferred Mineral Resources			
	0.02% eU_3O_8 Grade Cutoff and GT Cutoff* >0.25%	Total Inferred Resource	enCore Controlled
Crownpoint	Pounds eU_3O_8	1,445,000	1,388,000
	Tons	708,000	676,000
	Avg. Grade % eU_3O_8	0.102	0.103
Hosta Butte	Pounds eU_3O_8	4,482,000	4,482,000
	Tons	1,712,000	1,712,000
	Avg. Grade % eU_3O_8	0.131	0.131
Total Inferred Mineral Resource	Pounds eU_3O_8	5,927,000	5,870,000
	Tons	2,420,000	2,388,000
	Avg. Grade % eU_3O_8	0.122	0.121

Pounds and tons as reported are rounded to the nearest 1,000
**GT cutoff: Minimum Grade (% eU_3O_8) x Thickness (Feet) for Grade > 0.02 % eU_3O_8.*

The Project is outside of the Navajo Reservation and is situated on the western edge and to the southwest of the small town of Crownpoint, New Mexico. A portion of the Project is included within the existing NRC source material license area that is held by a subsidiary of Laramide Resources Ltd. Uranium mineralization is typical of sandstone hosted roll-front deposits found within the Western US. The Westwater Canyon member of the Morrison Formation is the principal host of uranium mineralization in the vicinity of the Project and is approximately 360 feet thick.

The Company also holds the Checkerboard Mineral Rights, New Mexico. The land position covers approximately 300,000 acres of deeded 'checkerboard' mineral rights, also known as the Frisco and Santa Fe railroad grants. They are located within a large area of about 75 miles long by 25 miles wide along trend of the Grants Uranium District.

Other assets

Juniper Ridge Project, Wyoming	Million Tons	Grade eU_3O_8%	Attributable U_3O_8 (Million pounds)
Indicated mineral resource (non-ISR)	5.14	0.058	6.01
Inferred mineral resource (non-ISR)	0.11	0.085	0.18

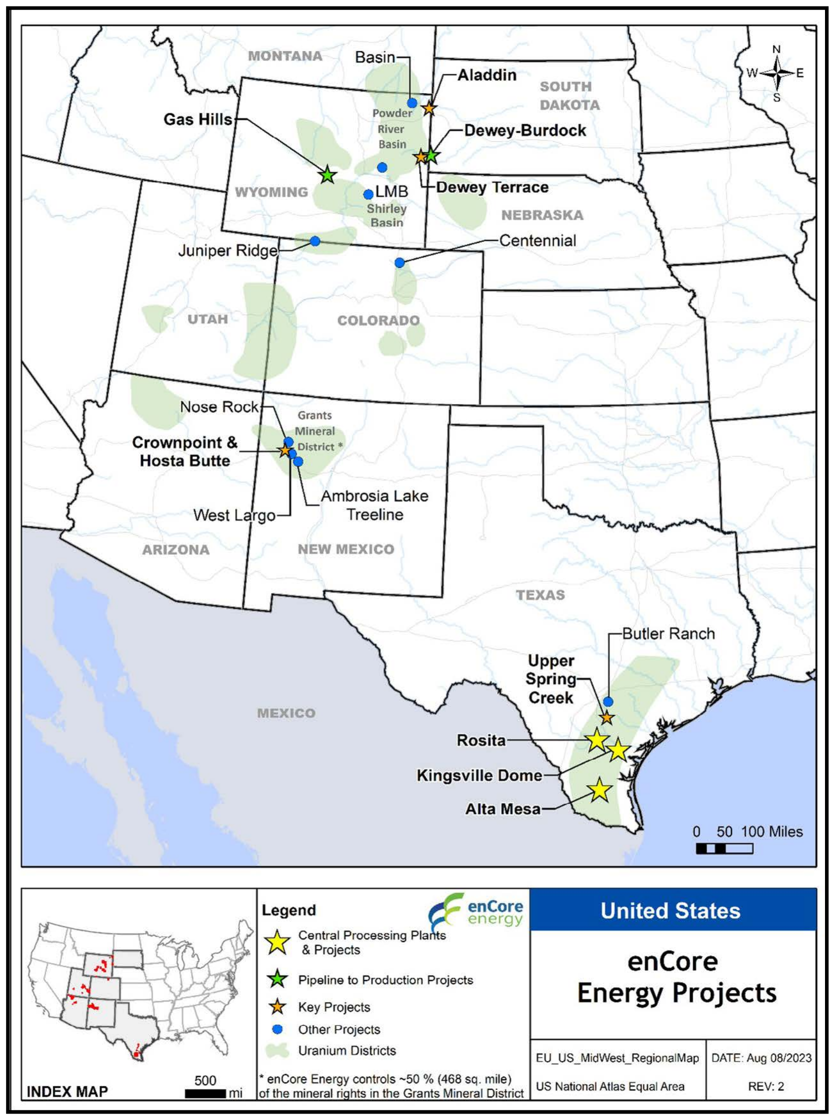
Aladdin Project, Wyoming	Million Tons	Grade eU_3O_8%	Attributable U_3O_8 (Million pounds)
Indicated mineral resource (ISR)	0.47	0.111	1.04
Inferred mineral resource (ISR)	0.04	0.119	0.10

Centennial Project, Colorado	Million Tons	Grade eU_3O_8%	Attributable U_3O_8 (Million pounds)
Indicated mineral resource (ISR)	6.87	0.090	10.37
Inferred mineral resource (ISR)	1.36	0.090	2.33

Historic Mineral Resources - Significant Projects	Million Tons	Grade eU_3O_8%	Attributable U_3O_8 (Million pounds)
Nose Rock (non-ISR)	11.80	0.148	21.90
West Largo (non-ISR)	2.90	0.300	16.90
Ambrosia Lake (non-ISR)	2.00	0.176	2.37
Total Historic Mineral Resources			**41.17**

United States Projects Map

First drums of yellowcake



Management's Responsibility for Financial Statements

The accompanying consolidated financial statements have been prepared by management in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. Financial statements include certain amounts based on estimates and judgments. When an alternative method exists under IFRS, management has chosen a policy it deems most appropriate in the circumstances in order to ensure that the consolidated financial statements are presented fairly, in all material respects, in accordance with IFRS.

The Company maintains adequate systems of internal controls. Such systems are designed to provide reasonable assurance that transactions are properly authorized and recorded, the Company's assets are appropriately accounted for and adequately safeguarded, and that the financial information is relevant and reliable.

The Board of Directors of the Company is responsible for ensuring that management fulfills its responsibilities for financial reporting and is ultimately responsible for reviewing and approving the consolidated financial statements and the accompanying management's discussion and analysis. The Board of Directors carries out its responsibility principally through its Audit Committee.

The Audit Committee is appointed by the Board of Directors and all of its members are non-management directors. The Audit Committee meets periodically with management and the external auditors to discuss internal controls, auditing matters and financial reporting issues, and to satisfy itself that each party is properly discharging its responsibilities. The Audit Committee also reviews the consolidated financial statements, management's discussion and analysis, the external auditors' reports, examines the fees and expenses for audit service, and considers the engagement or reappointment of the external auditors. The Audit Committee reports its findings to the Board of Directors for its consideration when approving the consolidated financial statements for issuance to the shareholders. Davidson & Co, the external auditors, have full and free access to the Audit Committee.

William (Paul) Goranson
Chief Executive Officer
March 28, 2024

Shona Wilson
Chief Financial Officer
March 28, 2024

Report of Independent Registered Public Accounting Firm

To the Shareholders and Directors of
enCore Energy Corp.

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated statements of financial position of enCore Energy Corp. (the "Company"), as of December 31, 2023, and 2022, and the related consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years ended December 31, 2023, and 2022, and the related notes and schedules (collectively referred to as the "financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023, and 2022, and the results of its operations and its cash flows for the years ended December 31, 2023, and 2022 in conformity with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's consolidated financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatements of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

We have served as the Company's auditor since 2016.

/s/ DAVIDSON & COMPANY LLP

DAVIDSON & COMPANY LLP

Chartered Professional Accountants,
Vancouver, Canada
March 28, 2024

Management's Discussion And Analysis

For the year ended December 31, 2023

(Stated in USD unless otherwise noted)

Use of Proceeds from Previous Financings

On February 14, 2023, the Company completed its acquisition of the Alta Mesa Project. Pursuant to the terms of the offering, 23,277,000 subscription receipts issued on December 6, 2022 at a price of C$3.00 per Subscription Receipt, were automatically converted into units for gross proceeds of C$69,831,000 ($51,738,164). Each unit is comprised of one common share of enCore and one share purchase warrant. Each warrant entitles the holder to purchase one additional share at a price of C$3.75 for a period of three years. The Company paid commissions of C$4,074,600 ($3,018,893), other cash issuance costs of C$231,291 ($171,365) and issued 1,350,000 finders' warrants with a fair value of C$1,909,916 ($1,415,067). 1,066,500 of the finder's warrants are exercisable into one common share of the Company at a price of C$3.91 for 27 months from closing; 283,500 of the finder's warrants are exercisable into one common share of the Company at a price of C$3.25 for 27 months from closing. As expected, the full net proceeds of $48,527,161 (C$65,497,109) of this financing were used to fund a portion of the cash consideration paid in the Company's acquisition of the Alta Mesa Project.

On February 8, 2023, the Company issued 10,615,650 units for a public offering at a price of C$3.25 per unit, for gross proceeds of $25,561,689 (C$34,500,863). Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to purchase one additional share at a price of C$4.05 for a period of three years. The Company paid commissions of $1,504,047 (C$2,030,012) and other cash issuance costs of $391,939 (C$529,000). Net proceeds received from this deal were $23,665,703 (C$31,941,851).

The following table outlines the proposed use of proceeds from the offering on the closing date and as at December 31, 2023:

	Proposed use of net proceeds	Actual use of net proceeds
The Project - Alta Mesa	$ 12,226,421	$ 10,429,442
Crownpoint Hosta Butte Uranium Project	75,572	-
Marquez-Juan Tafoya Uranium Project	269,690	4,550
Dewey Burdock Project	926,132	212,153
Gas Hills Project	259,317	22,804
Upper Spring Creek	444,543	519,561
Rosita Plant & Satellite Projects	1,592,947	2,536,381
Acquisition of Wireline Testing Equipment	3,097,725	3,100,000
Kingsville Dome (including Kingsville Dome Facility)	629,770	75,560
Contingency	1,366,548	-
Working Capital	2,777,038	6,765,252
	$ 23,665,703	**$ 23,665,703**

The above table is not presented according to accounting standards.

Variations from proposed use and impacts

- The Company completed its acquisition of 200,000 lbs of Uranium for an additional cash payment of $6,750,000, which was sold on April 14, 2023, for gross proceeds of $9,660,000.
- In July of 2023, the Company divested of its subsidiary entity Neutron Energy, Inc which owns the Marquez-Juan Tafoya Uranium Project.

Use of all proceeds supports the Company's continued focus on development of its near-term production assets in South Texas as well as its exploration activities.

Selected Annual Information

The following is a summary of selected information of the Company for the years ended December 31, 2023, 2022 and 2021:

Continuing Operations	2023	2022	2021
Total revenues	-	-	-
Deferred exploration and evaluation expenditures	$ 10,700,027	$ 9,860,682	$ 2,357,254
Staff Costs	10,675,267	4,130,741	1,582,326
Professional Fees	6,770,793	2,203,163	581,408
Operating expenditures	35,842,888	18,741,547	9,214,094
Other income	14,099,468	2,226,158	650,621
Net Loss	(22,385,977)	(16,515,389)	(8,563,473)
Basic and diluted loss per share	(0.16)	(0.16)	(0.13)

Financial Position	2023	2022	2021
Intangible assets	$ 513,721	$ 528,282	$ 491,996
Property, plant and equipment	14,969,860	2,334,421	1,603,679
Marketable securities	19,932,839	784,832	-
Mineral properties	267,209,138	145,219,086	136,079,578
Mining properties	5,301,820	-	-
Right-of-use assets	443,645	185,614	244,564
Deferred acquisition costs	-	6,009,303	-
Deferred financing costs	-	3,162,936	-
Restricted Cash	7,679,859	54,568,668	4,517,139
Share Capital	328,247,304	190,610,250	162,582,365

Significant items causing variations in:

Annual Results

- Staff Costs for the twelve months ended December 31, 2023 were $10,675,267, compared to $4,130,741 for the twelve months ended December 31, 2022. In 2023 the Company saw significant growth in the addition of almost 50 new employees to support the Company's plans for exploration, development, and production at Rosita, wellfield development and plant refurbishment at Alta Mesa, and an increased need for management.

- Professional fees for the twelve months ended December 31, 2023 were $6,770,793, compared to $2,203,163 for the twelve months ended December 31, 2022. This significant increase year over year is primarily driven by increased legal and accounting expenses associated with a significant increase in activity levels in 2023. In 2023, the Company acquired it's first US exchange listing, completed two financings, began an at-the-market (ATM) program, closed on a significant acquisition, repaid $40M in debt, saw significant increases in operations activities, and went into production.

- Operating expenditures for the twelve months ended December 31, 2023 were $35,842,888, compared to $18,741,547 for the twelve months ended December 31, 2022. This significant increase year over year reflects increased staffing and activity levels as a result of the significant growth the Company experienced in 2023.

- In 2023, the Company acquired the Alta Mesa project and saw significant levels of exploration and development activities occur which are reflected in the significant increase in the Company's mineral property assets. At December 31, 2023 the company held $267,209,138 in mineral properties, wheras at December 31, 2022 the Company's mineral property holdings were $145,219,086.

Quarterly Information

The following selected financial data is prepared in accordance with IFRS for the last eight quarters ending with the most recently completed quarter:

	December 31, 2023	September 30, 2023	June 30, 2023	March 31, 2023
Operating expenses, excluding stock option expense	$ (13,077,861)	$ (5,489,193)	$ (5,869,884)	$ (6,867,203)
Stock option expense	(1,003,448)	(1,525,160)	(1,143,656)	(866,483)
Interest income	45,363	19,725	7,984	320,275
Interest expense	(525,018)	(1,207,011)	(1,200,000)	(600,000)
Foreign exchange gain (loss)	(2,945,741)	1,621,940	(882,750)	(3,941)
Gain on divestment of mineral interests	-	8,010,687	2,056,638	24,240
Gain on change in reclamation estimate	221,185	-	-	-
Gain (loss) on marketable securities	609,859	7,234,293	(1,344,596)	(581,721)
Gain (loss) on sale of uranium Investment	(22,000)	638,500	858,500	1,100,500
Net Income (loss)	$ (16,697,661)	$ 9,303,781	$ (7,517,764)	$ (7,474,333)
Basic and diluted earnings (loss) per share[1]	$ (0.10)	$ 0.06	$ (0.06)	$ (0.06)

	December 31, 2022	September 30, 2022	June 30, 2022	March 31, 2022
Operating expenses, excluding stock option expense	$ (4,734,898)	$ (3,078,477)	$ (2,402,241)	$ (2,781,276)
Stock option expense	(1,050,522)	(1,601,058)	(1,864,891)	(1,228,184)
Interest income	232,961	103,921	63,566	5,684
Interest expense	2,677	(3,662)	(719)	(852)
Loss on write-off of sales tax recoverable	(91,289)	-	-	-
Foreign exchange gain (loss)	(76,139)	30,147	317	(12,781)
Gain (loss) on divestment of mineral interests	22,481	176	1,552,912	48,480
Gain (loss) on change in reclamation estimate	(157,227)	-	-	-
Gain (loss) on marketable securities	167,172	(88,153)	978,386	-
Gain on sale of uranium Investment	(308)	308	-	35,000
Gain (loss) from investment in associate	9,677	(449,942)	(65,863)	(80,772)
Miscellaneous Income	(1,802)	1,802	-	-
Net Income (loss)	$ (5,677,217)	$ (5,084,938)	$ (1,738,533)	$ (4,014,701)
Basic and diluted loss per share[1]	$ (0.05)	$ (0.05)	$ (0.02)	$ (0.04)

[1] Basic and diluted loss per share has been adjusted to reflect the share consolidation that occurred on September 14, 2022.

Significant items causing variations in Quarterly Results:

- Operating expense for the three months ended December 31, 2023, were $13,077,861 as compared to $4,734,898 for the three months ended December 31, 2022. This large increase reflects the significant growth and increased activity levels the Company experienced in 2023. 2023 was a transformational year for the Company that saw the addition of almost 50 employees, a large acquisition, the Company's first US exchange listing and its first uranium production.
- Gains recognized on the fair value of marketable securities for the three months ended December 31, 2023, were $609,859 as compared to $167,172 for the three months ended December 31, 2022. This difference reflects a significant increase in the quantity of marketable securities held by the Company as a result of its two separate non-core asset divestment transactions in 2023 to Nuclear Fuels, Inc and Anfield Energy, Inc.

- Interest expense for the three months ended December 31, 2023, was $525,018 compared to a gain of $2,677 for the three months ended December 31, 2022. This increase is attributable to interest accrued for the current period on the Company's issuance of a $60,000,000 convertible promissory note in February 2023.

- Foreign exchange losses for the three months ended December 31, 2023, were $2,945,741 compared to the loss of $76,139 for the three months ended December 31, 2022. This change reflects the increase in assets and liabilities as well as the impact of foreign exchange fluctuations on the Company's Canadian Dollar denominated financial assets and liabilities.

Liquidity and Capital Resources

As at December 31,2023, the Company had cash and cash equivalents of $7,493,424 (December 31, 2022 - $2,512,012) and working capital of $19,045,294 (December 31, 2022 - $7,017,115). The Company has no significant source of operating cash flows and operations to date have been funded primarily from the issue of share capital. Management estimates that it has adequate working capital to fund its planned activities for the next year. However, the Company's long-term continued operations are dependent on its abilities to monetize assets, raise additional funding from loans or equity financings, deliver uranium into sales contracts at a price above cost, or through other arrangements. There is no assurance that future financing activities will be successful.

On February 8, 2023, the Company issued 10,615,650 units for a public offering at a price of C$3.25 per unit, for gross proceeds of $25,561,689 (C$34,500,863). Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to purchase one additional share at a price of C$4.05 for a period of three years. The Company paid commissions of $1,504,047 (C$2,030,012) and other cash issuance costs of $391,939 (C$529,000). Net proceeds received from this deal were $23,665,703 (C$31,941,851).

On February 14, 2023, 23,277,000 subscription receipts issued December 6, 2022, at a price of C$3.00 per Subscription Receipt were converted into units for gross proceeds of C$69,831,000 ($51,738,164). Each unit is comprised of one common share of enCore and one share purchase warrant. Each warrant entitles the holder to purchase one additional share at a price of C$3.75 for a period of three years. The Company paid commissions of C$4,074,600 ($3,018,893), other cash issuance costs of C$231,291 ($171,365) and issued 1,350,000 finders' warrants with a fair value of C$1,909,916 ($1,415,067). 1,066,500 of the finder's warrants are exercisable into one common share of the Company at a price of C$3.91 for 27 months from closing; 283,500 of the finder's warrants are exercisable into one common share of the Company at a price of C$3.25 for 27 months from closing.

From January 1 through December 31, 2023, the Company issued:

- 6,073,478 shares for warrants exercised for gross proceeds of $14,969,182.

- 575,676 shares for stock options exercised for gross proceeds of $557,470.

- 15,690,943 shares for its At-The-Market (ATM) program for gross proceeds of $49,444,616.

Contractual Obligations

	Payments Due by Period				
Type of Obligation	Total	Less than 1 year	1-3 years	4-5 years	After 5 years
Finance Lease Obligations	$ 530,601	$ 206,196	$ 269,178	$ 55,227	$ -
Purchase Obligations[1]	9,822,500	9,822,500	-	-	-
Other Obligations[2]	1,507,829	1,472,829	35,000	-	-
Total Contractual Obligations	**$ 11,860,930**	**$ 11,501,525**	**$ 304,178**	**$ 55,227**	**$ -**

[1] "Purchase Obligation" means an agreement to purchase goods or services that is enforceable and legally binding.
[2] "Other Obligations" means other financial liabilities reflected on the company's statement of financial position.

Transactions with Related Parties

Key management personnel and compensation

Related parties include key management of the Company and any entities controlled by these individuals as well as other entities providing key management services to the Company. Key management personnel consist of directors and senior management including the Executive Chairman, Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, and Chief Administrative Officer.

The amounts paid to key management or entities providing similar services are as follows:

			December 31, 2023		December 31, 2022
Consulting	(1)	$	154,529	$	103,514
Data acquisition			-		55,150
Directors' fees	(2)		185,583		192,604
Staff costs			5,956,285		1,607,211
Stock option expense			3,586,512		4,729,503
Total key management compensation		**$**	**9,882,909**	**$**	**6,687,982**

(1) During the year ended December 31, 2023, the Company incurred communications & community engagement consulting fees of $147,529 (2022 - $103,514) according to a contract with Tintina Holdings, Ltd., a Company owned and operated by the spouse of the Company's Executive Chairman. The Company also incurred finance and accounting consulting fees of $7,000 (2022 – nil) according to a contract with Hovan Ventures LLC, a Company owned and operated by the former CFO for the Company.

During the period the Tintina Holdings, Ltd contract was reassigned to a Company named 5 Spot Corporation, a new Company owned by the spouse of the Company's Executive Chairman.

(2) Directors' Fees are included in staff costs on the consolidated statements of loss and comprehensive loss.

During the year ended December 31, 2023, the Company granted 2,075,000 (2022 - 2,566,667) options to key management with a fair value of $3,174,594 (2022 - $6,496,785).

As of December 31, 2023, and December 31, 2022, the following amounts were owing to related parties:

			December 31, 2023		December 31, 2022
5 Spot Corp	Consulting services	$	12,000	$	12,744
Hovan Ventures LLC	Consulting services		7,000		-
Officers and Board members	Accrued compensation		2,501,594		428,630
		$	**2,520,594**	$	441,374

Financial Instruments and financial risk management

Please refer to the December 31, 2023, consolidated financial statements on www.sedarplus.ca or on the SEC's Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system at www.sec.gov/edgar.

Subsequent to December 31, 2023, in January 2024, the Company subscribed to a unit offering with Nuclear Fuels Inc. ("NFI") whereby the Company acquired 1,716,260 units at a price of C$0.60 per unit for gross consideration of C$1,029,756. Each unit is comprised of one common share and one-half of one share purchase warrant, with each whole warrant being exercisable into an additional common share at a price of C$0.80 for a period of 3 years, expiring January 24, 2027. The Company will adopt a new material accounting policy whereby the accounting treatment for units acquired, as well as the subsequent measurement of share purchase warrants, is clearly addressed. Both the common share portion of units acquired (Level 1) as well as the warrant component (Level 2) will be accounted for at fair value in accordance with IFRS 9, as well as the Company's new stated accounting policy, attributing the full consideration/value to the share component on initial recognition.

Off Balance Sheet Arrangements

At December 31, 2023, the Company had no material off-balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

Accounting Policies and Critical Accounting Estimates

Critical accounting estimates and judgements

The preparation of financial statements in conformity with IFRS requires management to use judgment in applying its accounting policies and estimates and assumptions about the future. Estimates and other judgments are continuously evaluated and are based on management's experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. Although management uses historical experience and its best knowledge of the expected amounts, events or actions to form the basis for estimates, actual results may differ from these estimates.

Outstanding Share Data As At The Date Of This Md&A

Issued share capital: 181,342,947 common shares
Outstanding stock options:

Expiry Date	Outstanding Options	Average Exercise Price C$
June 2024	836,665	0.45
October 2024	66,666	5.76
May 2025	940,499	0.64
September 2025	525,000	1.32
October 2025	5,000	1.20
January 2026	53,333	2.82
February 2026	11,667	3.24
May 2026	233,073	3.57
December 2026	65,000	5.30
January 2027	16,667	5.01
February 2027	2,122,500	4.20
May 2027	83,333	4.32
June 2027	166,667	3.75
November 2027	133,334	3.65
December 2027	50,000	3.30
January 2028	25,000	3.38
February 2028	44,681	3.10
April 2028	67,000	2.61
May 2028	2,070,500	2.79
June 2028	60,000	3.10
August 2028	22,500	3.14
October 2028	45,000	4.25
January 2029	125,000	6.25
February 2029	260,000	6.16
March 2029	40,000	5.37
	8,069,085	

Outstanding share purchase warrants:

Expiry Date	Outstanding Warrants	Exercise Price C$
May 2025	56,444	3.251
February 2026	23,080,240	3.803
	23,136,684	

Convertible Promissory note:

A portion of the consideration paid to Energy Fuels, Inc in the Company's acquisition of the Alta Mesa Project was a $60,000,000 secured vendor take-back convertible promissory note. The Promissory Note has a two-year term and bears interest at 8% per annum.

During the year ended December 31, 2023, the Company paid $40,000,000 of the principal balance off, reducing the outstanding principal balance at that date to $20,000,000. In February 2024, the balance was converted by issuance of 6,872,143 common shares to the debt holder eliminating the debt.

Critical accounting estimates:

The assessment of the recoverable amount of mineral properties as a result of impairment indicators

When indicators of impairment are identified, recoverable amount calculations are based either on discounted estimated future cash flows or on comparable recent transactions. The assumptions used are based on management's best estimates of what an independent market participant would consider appropriate. Changes in these assumptions may alter the results of impairment testing, the amount of the impairment charges recorded in the statement of loss and comprehensive loss and the resulting carrying values of assets.

Asset retirement obligations

Significant estimates were utilized in determining future costs to complete groundwater restoration, plugging and abandonment of wellfields and surface reclamation at the Company's uranium ISR sites. Estimating future costs can be difficult and unpredictable as they are based principally on current legal and regulatory requirements and ISR site closure plans that may change materially. The laws and regulations governing ISR site closure and remediation in a particular jurisdiction are subject to review at any time and may be amended to impose additional requirements and conditions which may cause our provisions for environmental liabilities to be underestimated and could materially affect our financial position or results of operations. Estimates of future asset retirement obligation costs are also subject to operational risks such as acceptability of treatment techniques or other operational changes.

Critical accounting judgments:

The assessment of indicators of impairment for mineral properties
The Company follows the guidance of IFRS 6 to determine when a mineral property asset is impaired. This determination requires significant judgment. In making this judgment, the Company evaluates, among other factors, the results of exploration and evaluation activities to date and the Company's future plans to explore and evaluate a mineral property.

Valuation of acquired mineral properties
The valuation of mineral properties acquired by the Company requires significant judgement. Acquired mineral properties are valued at their fair market value which can require significant estimates in future cash flows, production, and timing.

Business combinations
The determination of whether a set of assets acquired and liabilities assumed constitute a business may require the Company to make certain judgments, taking into account all facts and circumstances. A business is presumed to be an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or economic benefits. The acquisition of Alta Mesa on February 14, 2023 (Note 9) was determined to constitute an acquisition of assets.

Disclosure Controls and Procedures

Disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Company's management, including its CEO and CFO, as appropriate to allow timely decisions regarding required disclosure.

Management, including the CEO and CFO, has evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures. As of December 31, 2023, the CEO and CFO have each concluded that the Company's disclosure controls and procedures, as required by the applicable rules of the Canadian Securities Administrators (or Canadian securities regulatory authorities) are effective to achieve the purpose for which they have been designed.

It should be noted that while the Company's CEO and CFO believe that the Company's disclosure controls and processes will provide a reasonable level of assurance and that they are effective, they do not expect that the disclosure controls and processes will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute assurance that the objectives of the control system are met.

Management's Responsibility for Financial Statements

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

Other MD&A Requirements

Additional disclosure of the Company's technical reports, material change reports, news releases and other information can be obtained on SEDAR+ at www.sedarplus.ca or on the SEC's Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system at www.sec.gov/edgar.

Consolidated Statements of Financial Position

As at December 31, 2023, December 31, 2022
(Stated in USD unless otherwise noted)

	Note	December 31, 2023	December 31, 2022
Assets			
Current assets			
Cash		$ 7,493,424	$ 2,512,012
Receivables and prepaid expenses		931,170	1,244,561
Marketable securities - current	4	16,886,052	3,162,361
Deposit - uranium investment	3	-	3,000,000
Raw materials		9,077	-
Assets held for sale	9	-	728,882
		25,319,723	10,647,816
Non-current assets			
Intangible assets	5	513,721	528,282
Property, plant, and equipment	6	14,969,860	2,334,421
Marketable securities - non-current	4	3,046,787	784,832
Mineral properties	9	267,209,138	145,219,086
Mining properties	10	5,301,820	-
Reclamation deposits	9	88,500	88,500
Right-of-use asset	7	443,645	185,614
Deferred acquisition costs	8	-	6,009,303
Deferred financing costs	8	-	3,162,936
Restricted cash	2	7,679,859	54,568,668
Total assets		**$ 324,573,053**	$ 223,529,458
Liabilities and shareholders' equity			
Current liabilities			
Accounts payable and accrued liabilities		$ 3,576,194	$ 3,105,065
Due to related parties	13	2,520,594	441,374
Lease liability - current	7	177,641	84,262
		6,274,429	3,630,701
Non-current liabilities			
Asset retirement obligations	11	10,827,806	4,752,352
Convertible promissory note	12	19,239,167	-
Lease liability - non-current	7	295,147	96,166
Total liabilities		**36,636,549**	8,479,219
Shareholders' equity			
Share capital	12	328,246,303	190,610,250
Share subscriptions received	12	-	51,558,624
Equity portion of convertible promissory note	12	3,813,266	-
Contributed surplus	12	19,185,942	16,218,518
Accumulated other comprehensive income		7,944,347	5,530,224
Accumulated deficit		(71,253,354)	(48,867,377)
Total shareholders' equity		**287,936,504**	215,050,239
Total liabilities and shareholders' equity		**$ 324,573,053**	$ 223,529,458

Nature of operations and going concern	1
Events after the reporting period	19

Approved on behalf of the Board of Directors on March 26, 2024:
"William M. Sheriff", Director **"William B. Harris"**, Director

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

Consolidated Statements of Loss and Comprehensive Loss

For the years ended December 31, 2023 and December 31, 2022
(Stated in USD unless otherwise noted)

		Year ended	
	Note	**December 31, 2023**	December 31, 2022
Expenses			
Accretion	7, 11, 12	$ 4,184,390	$ 445,190
Amortization and depreciation	5, 6, 7	1,679,471	380,336
General administrative costs	13	4,916,760	4,914,547
Impairment of mineral properties	9	1,537,822	-
Professional fees	13	6,770,793	2,203,163
Promotion and shareholder communication		184,579	287,887
Travel		410,242	312,236
Transfer agent and filing fees		944,817	322,792
Staff costs	13	10,675,267	4,130,741
Stock option expense	12, 13	4,538,747	5,744,655
Loss from operatings		**(35,842,888)**	(18,741,547)
Foreign exchange (loss)		(2,210,492)	(58,456)
Gain (loss) on change in asset retirement obligation estimate	11	221,185	(157,227)
Gain on divestment of mineral properties	9	10,091,565	1,624,049
Gain on sale of uranium investment	3	2,575,500	35,000
Interest expense	12	(3,532,029)	(2,556)
Interest income		393,347	406,132
Loss on investment in associates		-	(586,900)
Loss on write-off of sales tax recoverable		-	(91,289)
Unrealized gain on marketable securities	4	5,917,835	1,057,405
Net loss for the period		**(22,385,977)**	(16,515,389)
Currency translation adjustment of subsidiaries		2,414,123	(665,809)
Comprehensive loss for the year		**$ (19,971,854)**	**$** (17,181,198)
Loss per share			
Weighted average number of common shares outstanding			
- basic #		144,043,709	105,529,292
- diluted #		144,043,709	105,529,292
Basic and diluted loss per share $		(0.16)	(0.16)
Diluted loss per share $		(0.16)	(0.16)

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

Consolidated Statements of Cash Flows

For the years ended December 31, 2023 and December 31, 2022
(Stated in USD unless otherwise noted)

	Note	December 31, 2023	December 31, 2022
Operating activities			
Net loss for the year		$ (22,385,977)	$ (16,515,389)
Accretion	7, 11, 12	4,184,390	445,190
Amortization and depreciation	5, 6, 7	1,679,471	380,338
Impairment charge	9	1,537,822	-
Foreign exchange (gain) loss		1,740,960	20,904
Stock option expense	12, 13	4,538,747	5,744,656
Interest income		(393,347)	(406,132)
Loss on write-off of sales tax recoverable		-	91,289
Gain on divestment of mineral properties	4, 9	(10,091,565)	(1,624,049)
Gain on change in asset retirement obligation estimate		(221,185)	157,226
Gain on sale of uranium investment	3	(2,575,500)	(35,000)
Settlement of asset retirement obligation	11	(291,448)	(11,324)
Unrealized (gain) loss on marketable securities	4	(5,917,835)	(1,057,405)
Loss on investment in associates		-	586,900
Changes in non-cash working capital items:			
Receivables		(10,145)	36,365
Prepaids and deposits		365,910	(752,293)
Raw materials		(9,077)	-
Deposit - uranium investment	3	-	(3,000,000)
Restricted cash		46,888,809	(50,049,202)
Accounts payable and accrued liabilities		1,204,310	(3,656,511)
Due to related parties	13	2,079,221	434,902
		$ 22,323,561	$ (69,209,535)
Investing activities			
Acquisition of intangible assets		-	(55,150)
Acquisition of property, plant, and equipment	6	(7,914,956)	(979,501)
Acquisition of Alta Mesa	8	(54,544,357)	-
Mineral property expenditures	9	(10,700,027)	(9,860,682)
Proceeds from divestment of mineral properties	9	3,836,240	48,480
Deferred acquisition costs		-	(6,009,303)
Interest income received		393,347	406,132
Investment in uranium	3	(16,572,500)	-
Proceeds received from sale of uranium investment	3	22,148,000	4,245,000
		$ (63,354,253)	$ (12,205,024)
Financing activities			
Private placement proceeds	12	25,561,689	23,057,411
Share issue costs	12	(4,631,296)	(1,473,875)
Share subscriptions received		-	51,558,624
Proceeds from the At -the-Market (ATM) sales	12	49,444,256	-
Proceeds from exercise of warrants	12	14,969,074	2,452,227
Proceeds from exercise of stock options	12	557,465	1,177,093
Repayments on convertible note	12	(40,000,000)	-
Deferred financing costs		-	(1,717,268)
Lease payments	7	(177,432)	(104,815)
		$ 45,723,756	$ 74,949,397
Effect of foreign exchange on cash		**288,348**	(211,309)
Change in cash		**4,981,412**	(6,676,471)
Cash, beginning of year		2,512,012	9,188,483
Cash, end of year		**$ 7,493,424**	$ 2,512,012
Supplemental cash flow information	17		

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

Consolidated Statements of Changes in Shareholders' Equity

For the years ended December 31, 2023 and December 31, 2022
(Stated in USD unless otherwise noted)

	Number of shares #	Share capital $	Share subscriptions received $	Convertible promissory note (equity portion) $	Contributed surplus $	Accumulated other comprehensive income (loss) $	Deficit $	Total shareholders' equity $
January 1, 2022	98,902,678	162,582,365	-	-	12,662,103	6,196,033	(32,351,988)	149,088,513
Private placements	6,535,947	23,057,411	-	-	-	-	-	23,057,411
Share issuance costs	-	(2,146,218)	-	-	672,343	-	-	(1,473,875)
Shares issued for exercise of warrants	2,291,642	2,599,999	-	-	(147,772)	-	-	2,452,227
Shares issued for exercise of stock options	1,016,436	3,905,580	-	-	(2,728,487)	-	-	1,177,093
Stock option expense	-	-	-	-	5,744,656	-	-	5,744,656
Shares issued for services	193,348	611,113	-	-	-	-	-	611,113
Share subscriptions received	-	-	51,558,624	-	-	-	-	51,558,624
Adjustment to investment in associate	-	-	-	-	15,675	-	-	15,675
Cumulative translation adjustment	-	-	-	-	-	(665,809)	-	(665,809)
Loss for the year	-	-	-	-	-	-	(16,515,389)	(16,515,389)
December 31, 2022	108,940,051	190,610,250	51,558,624	-	16,218,518	5,530,224	(48,867,377)	215,050,239
January 1, 2023	108,940,051	190,610,250	51,558,624	-	16,218,518	5,530,224	(48,867,377)	215,050,239
Public offering	10,615,650	25,561,689	-	-	-	-	-	25,561,689
Conversion of subscriptions to shares	23,277,000	51,737,788	(51,737,788)	-	-	-	-	-
Share issuance costs	-	(7,702,013)	-	-	1,415,057	-	-	(6,286,956)
Shares issued for exercise of warrants	6,034,478	16,995,629	-	-	(2,026,555)	-	-	14,969,074
Shares issued for exercise of stock options	575,676	1,598,704	-	-	(1,041,239)	-	-	557,465
Shares issued for ATM	15,690,943	49,444,256	-	-	-	-	-	49,444,256
Stock option expense	-	-	-	-	4,538,747	-	-	4,538,747
Equity portion of convertible promissory note	-	-	-	3,813,266	-	-	-	3,813,266
Fair value of replacement options for Alta Mesa acquisition (Note 9)	-	-	-	-	81,414	-	-	81,414
Cumulative translation adjustment	-	-	179,164	-	-	2,414,123	-	2,593,287
Loss for the year	-	-	-	-	-	-	(22,385,977)	(22,385,977)
December 31, 2023	**165,133,798**	**328,246,303**	**-**	**3,813,266**	**19,185,942**	**7,944,347**	**(71,253,354)**	**287,936,504**

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

Notes to the Consolidated Financial Statements

For the years ended December 31, 2023 and 2022
(Stated in USD unless otherwise noted)

1. Nature of operations and going concern

enCore Energy Corp. was incorporated on October 30, 2009 under the Laws of British Columbia, Canada. enCore Energy Corp., together with its subsidiaries (collectively referred to as the "Company" or "enCore"), is principally engaged in the acquisition, exploration, and development of uranium resource properties in the United States. In Q1 2024, the Company's Rosita Project transitioned to production. The Company's common shares trade on the TSX Venture Exchange and directly on a U.S. Exchange under the symbol "EU." The Company's corporate headquarters is located at 101 N Shoreline, Suite 560, Corpus Christi, TX 78401.

On September 14, 2022, the Company consolidated its issued and outstanding shares on a ratio of three old common shares for every one new post-consolidated common share (the "Share Consolidation"). All current and comparative references to the number of common shares, weighted average number of common shares, loss per share, stock options and warrants have been restated to give effect to this Share Consolidation.

These consolidated financial statements have been prepared on the going concern basis which assumes that the Company will continue in operation for the foreseeable future and, accordingly, will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due, under the historical cost convention except for certain financial instruments that are measured at fair value, as detailed in the Company's accounting policies.

Geopolitical uncertainty

Geopolitical uncertainty driven by the Russian invasion of Ukraine has led many governments and utility providers to re-examine supply chains and procurement strategies reliant on nuclear fuel supplies coming out of, or through, Russia. Sanctions, restrictions, and an inability to obtain insurance on cargo have contributed to transportation and other supply chain disruptions between producers and suppliers. As a result of this and coupled with multiple years of declining uranium production globally, uranium market fundamentals are shifting from an inventory driven market to one more driven by production.

2. Material accounting policy information

Basis of presentation

These financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IFRS Accounting Standards").

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

The preparation of consolidated financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise judgment in the process of applying the accounting policies. Those areas involving a higher degree of judgment and complexity or areas where assumptions and estimates are significant to the consolidated financial statements are discussed below.

These financial statements were approved for issuance by the audit committee of the Board of Directors on March 26, 2024.

Comparatives

Certain figures in the comparative period consolidated statements of financial position, consolidated statements of loss and comprehensive loss, consolidated statements of change in equity and consolidated statements of cash flows have been reclassified to meet the current presentation.

Basis of measurement

These financial statements have been prepared on a historical cost basis except for certain financial instruments which are measured at fair value. All dollar amounts presented are in United States Dollars ("US Dollars") unless otherwise specified. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Functional and presentation currency

These financial statements are presented in US Dollars, unless otherwise specified. During the year ended December 31, 2022, the Company changed its presentation currency from Canadian Dollars to USDollars. The change in presentation currency is to improve investors' ability to compare the Company's financial results with other publicly traded businesses in the exploration industry.

The functional currency of enCore Energy Corp. is the Canadian Dollar. The functional currency of the Company's subsidiaries is the US Dollar based on the currency of the primary economic environment in which these subsidiaries operate.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge. Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive loss in the consolidated statement of loss and comprehensive loss to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive loss. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

On consolidation, the parent Company's financial statements are translated into the presentation currency, being the US Dollar. Assets and liabilities are translated at the period-end exchange rate. Income and expenses are translated at the average exchange rate for the period in which they arise. Exchange differences are recognized in accumulated comprehensive loss as a separate component within equity.

Consolidation

These financial statements incorporate the financial statements of the Company and its controlled subsidiaries. Control is defined as the exposure, or rights, to variable returns from involvement with an investee and the ability to affect those returns through power over the investee. Power over an investee exists when an investor has existing rights that give it the ability to direct the activities that significantly affect the investee's returns. This control is generally evidenced through owning more than 50% of the voting rights or currently exercisable potential voting rights of a Company's share capital. All significant intercompany transactions and balances have been eliminated.

These consolidated financial statements include the financial statements of the Company and its significant subsidiaries listed in the following table:

Name of Subsidary	Place of Incorporation	Ownership Interest	Principal Activity	Functional Currency
Tigris Uranium US Corp.	Nevada, USA	100%	Mineral Exploration	USD
Metamin Enterprises US Inc.	Nevada, USA	100%	Mineral Exploration	USD
URI, Inc.	Delaware, USA	100%	Mineral Exploration	USD
Neutron Energy, Inc. [3]	Nevada, USA	N/A	Mineral Exploration	USD
Uranco, Inc.	Delaware, USA	100%	Mineral Exploration	USD
Uranium Resources, Inc. [2]	Delaware, USA	N/A	Mineral Exploration	USD
HRI-Churchrock, Inc.	Delaware, USA	100%	Mineral Exploration	USD
Hydro Restoration Corp. [1]	Delaware, USA	N/A	Mineral Exploration	USD
Belt Line Resources, Inc.[1]	Texas, USA	N/A	Mineral Exploration	USD
enCore Energy US Corp.	Nevada, USA	100%	Holding Company	USD
Azarga Uranium Corp.	British Columbia, CA	100%	Mineral Exploration	USD
Powertech (USA) Inc.	South Dakota, USA	100%	Mineral Exploration	USD
URZ Energy Corp.	British Columbia, CA	100%	Mineral Exploration	USD
Ucolo Exploration Corp.	Utah, USA	100%	Mineral Exploration	USD
enCore Alta Mesa LLC	Texas, USA	100%	Mineral Exploration	USD
Leoncito Plant, LLC	Texas, USA	100%	Mineral Exploration	USD
Leoncito Restoration, LLC	Texas, USA	100%	Mineral Exploration	USD
Leoncito Project, LLC	Texas, USA	100%	Mineral Exploration	USD
Azarga Resources Limited	British Virgin Islands	100%	Mineral Exploration	USD
Azarga Resources (Hong Kong) Ltd.	Hong Kong	100%	Mineral Exploration	USD
Azarga Resources USA Company	Colorado, USA	100%	Mineral Exploration	USD
Azarga Resources Canada Ltd.	British Columbia, CA	100%	Mineral Exploration	USD

[1] Hydro Restoration Corp. and Belt Line Resources, Inc. were divested in April 2023 (Note 5,10).
[2] Uranium Resources, Inc. was dissolved during the year.
[3] Neutron Energy, Inc. was divested in July 2023 (Note 5,10).

Cash

Cash is comprised of cash held at banks and demand deposits.

Restricted cash

As of December 31, 2023, the Company deposited $7,679,859 for collateralization of its performance obligations with an unrelated third party also known as performance bonds. These funds are not available for the payment of general corporate obligations. The performance bonds are required for future restoration and reclamation obligations related to the Company's operations. (Note 11).

Asset retirement obligations

Various federal and state mining laws and regulations require the Company to reclaim the surface areas and restore underground water quality for its in situ recover (ISR) projects to the pre-existing or background average quality after the completion of mining. Asset retirement obligations, consisting primarily of estimated restoration and reclamation costs at the Company's ISR projects, are recognized in the period incurred and recorded as liabilities at fair value. Such obligations, which are initially estimated based on discounted cash flow estimates, are accreted to full value over time through charges to accretion expense. In addition, the asset retirement cost is capitalized as part of the asset's carrying value and amortized over the life of the related asset. Asset retirement obligations are periodically adjusted to reflect changes in the estimated present value resulting from revisions to the estimated timing or amount of restoration and reclamation costs. As the Company completes its restoration and reclamation work at its properties, the liability is reduced by the carrying value of the related asset retirement liability based on completion of each restoration and reclamation activity. Any gain or loss upon settlement is charged the consolidated statement of loss in the period. The Company reviews and evaluates its asset retirement obligations annually or more frequently if deemed necessary.

Assets held for sale

The Company classifies long-lived assets or disposal groups to be sold as held for sale in the period in which all of the following criteria are met: management commits to a plan to sell the asset or disposal group; the asset or disposal group is available for immediate sale; an active program to locate a buyer is initiated; the sale of the asset or disposal group is highly probable, within 12 months.

Mineral properties

The Company has certain mineral property assets that are in the exploration stage, and records exploration and evaluation assets, which consists of the costs of acquiring licenses for the right to explore and costs associated with exploration and evaluation activity, at cost. All direct and indirect costs related to the acquisition, exploration and development of exploration and evaluation assets are capitalized by property.

The exploration and evaluation assets are capitalized until the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable. Exploration and evaluation assets are then assessed for impairment and reclassified to mining property on the consolidated statement of financial position. If an exploration and evaluation property interest is abandoned, both the acquisition costs and the exploration and evaluation cost will be written off to net income or loss in the period of abandonment.

On an ongoing basis, exploration and evaluation assets are reviewed on a property-by-property basis to consider if there are any indicators of impairment, including the following:

(i) Whether the period during which the Company has the right to explore in the specific area has expired during the year or will expire in the near future;

(ii) Whether substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;

(iii) Whether the Company has decided to discontinue activities in an area as the exploration and evaluation activities in the area have not led to the discovery of commercially viable quantities of mineral resources; and

(iv) Whether sufficient data exists to indicate, although a development in a specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

If any indication of impairment exists, an estimate of the exploration and evaluation asset's recoverable amount is determined. The recoverable amount is determined as the higher of the fair value less costs of disposal for the exploration and evaluation property interest and its value in use. The fair value less costs of disposal and the value in use is determined for an individual exploration and evaluation property interest, unless the exploration and evaluation property interest does not generate cash inflows that are largely independent of other exploration and evaluation property interests. If this is the case, the exploration and evaluation property interests are grouped together into cash generating units ("CGUs") for impairment purposes. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in net income or loss for the period. Where an impairment subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior periods. A reversal of an impairment loss is recognized in the period in which that determination was made in net income or loss.

Investments in uranium

Investments in uranium are initially recorded at cost, on the date that control of the uranium passes to the Company. Cost is calculated as the purchase price and any directly attributable expenditure. Subsequent to initial recognition, investments in uranium are measured at fair value at each reporting period end. Fair value is determined based on the most recent month-end spot prices for uranium published by UxC LLC ("UxC"). Related fair value gains and losses subsequent to initial recognition are recorded in the consolidated statement of loss and comprehensive loss as a component of "Other Income (Expense)" in the period in which they arise.

In 2022, the Company entered into fixed price agreements for future purchases of uranium. These agreements required the company to make a deposit at the time of contract execution toward its future purchase. These deposits are recorded on the Company's statement of financial position in accordance with IFRS 9. The deposit was fully applied in 2023 and now has a balance of nil.

Investments in associates

Investments in associates are accounted for using the equity method. The equity method involves the recording of the initial investment at cost and the subsequent adjusting of the carrying value of the investment for the Company's proportionate share of the earnings or loss. The cost of the investment includes transaction costs.

Adjustments are made to align the accounting policies of the associate with those of the Company before applying the equity method. When the Company's share of losses exceeds its interest in an equity-accounted investee, the carrying amount of that interest is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Company resumes recognizing its share of those profits only after its share of the profits equals the share of losses not recognized.

Property, plant and equipment

Useful lives are based on the Company's estimate at the date of acquisition and are as follows for each class of assets:

Category	Range
Uranium Plants	Straight-line over 15-25 years
Other Property Plant and Equipment	Straight-line over 3-5 years
Software	Straight-line over 2-3 years
Furniture	Straight-line over 3-5 years
Buildings	Straight-line over 10-40 years

Uranium plants

Uranium plant expenditures for new facilities or equipment and expenditures that extend the useful lives of existing facilities or equipment are capitalized and recorded at cost. Depreciation of uranium plants is computed based upon the estimated useful lives of the assets. Repair and maintenance costs are expensed as incurred. Gain or loss on disposal of such assets is recorded as other income or expense as such assets are disposed.

Other property, plant and equipment and furniture

Other property, plant and equipment consists of office equipment, and transportation equipment. Depreciation on other property, plant and equipment and furniture is computed based upon the estimated useful lives of the assets. Repairs and maintenance costs are expensed as incurred. Gain or loss on disposal of such assets is recorded as other income or expense as such assets are disposed.

Buildings

Depreciation on buildings is computed based upon the estimated useful lives of the asset. Repairs and maintenance costs are expensed as incurred. Gain or loss on disposal of such assets is recorded as other income or expense as such assets are disposed.

Software

Software acquired in the normal course of business through a perpetual license is capitalized and depreciated over the estimated useful life of the asset. Support and maintenance costs are expensed as incurred. Gain or loss on disposal of such assets is recorded as other income or expense as such assets are disposed.

Intangible assets

Intangible assets are recognized and measured at cost. Intangible assets with indefinite useful lives are assessed for impairment annually and whenever there is an indication that the intangible asset may be impaired. Intangible assets that have finite useful lives are amortized over their estimated remaining useful lives. Amortization methods and useful lives are reviewed at each reporting period and are adjusted if appropriate.

Useful lives are based on the Company's estimate at the date of acquisition and are as follows for each class of assets:

Category	Range
Data Access Agreement	Straight-line over 14 years
Data Purchases	Indefinite life intangible asset

Impairment of non-financial assets

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such an indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs of disposal and the value in use. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects a current market assessment of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash generating unit to which the asset belongs. When an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Leases

In accordance with IFRS 16, the Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset represents the Company's right to use an underlying asset for the lease term and lease liabilities represent our obligation to make lease payments arising from the lease. Right-of-use assets and lease liabilities are recognized at the commencement date of the lease based on the present value of lease payments over the lease term.

Current and deferred income tax

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

Deferred tax is recorded using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Temporary differences are not provided for the initial recognition of assets or liabilities that do not affect either accounting or taxable loss or those differences relating to investments in subsidiaries to the extent that they are not probable to reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the date of the statement of financial position.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it is not recorded.

Recovery of deferred tax assets

Judgment is required in determining whether deferred tax assets are recognized in the statement of financial position. Deferred tax assets, including those arising from unutilized tax losses, require management to assess the likelihood that the

Company will generate taxable earnings in future periods in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the date of the statement of financial position could be impacted. Additionally, future changes in tax laws in the jurisdictions in which the Company operates could limit the ability of the Company to obtain tax deductions in future periods. The Company has not recorded any deferred tax assets.

Loss per share

The Company presents basic and diluted loss per share ("EPS") data for its common shares. Basic EPS is calculated by dividing the loss of the Company by the weighted average number of common shares outstanding during the year, adjusted for own shares held. Diluted EPS is determined by dividing the loss attributable to common shareholders by the weighted average number of common shares outstanding, adjusted for own shares held and for the effects of all potential dilutive common shares related to outstanding stock options and warrants issued by the Company for the years presented, except if their inclusion proves to be anti-dilutive.

Share-based payments

The fair value of all stock options granted to directors, officers, and employees is recorded as a charge to operations and a credit to contributed surplus. The fair value of these stock options is measured at the grant date using the Black-Scholes option pricing model. The fair value of stock options which vest immediately is recorded at the grant date. For stock options which vest in the future, the fair value of stock options, as adjusted for the expected level of vesting of the stock options and the number of stock options which ultimately vest, is recognized over the vesting period. Stock options granted to non-employees are measured at the fair value of goods or services rendered or at the fair value of the instruments issued if it is determined that the fair value of the goods or services received cannot be reliably measured. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Warrants issued to brokers are measured at their fair value on the vesting date and are recognized as a deduction from equity and credited to contributed surplus. The fair value of stock options and warrants issued to brokers are estimated using the Black-Scholes option pricing model. Any consideration received on the exercise of stock options and/or warrants, together with the related portion of contributed surplus, is credited to share capital.

Warrants issued in equity financing transactions

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore its exploration and evaluation assets. These equity financing transactions may involve the issuance of common shares or units. Each unit comprises of a certain number of common shares and a certain number of share purchase warrants.

Depending on the terms and conditions of each equity financing agreement, the Warrants are exercisable into additional common shares at a price prior to expiry as stipulated by the agreement. Warrants that are part of units are valued based on the residual value method. Warrants that are issued as payment for agency fees or other transactions costs are accounted for as share-based payments.

Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are recognized when the rights to receive or obligation to pay cash flows from the assets or liabilities have expired or been settled or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

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

Impairment of financial assets at amortized cost

An 'expected credit loss' impairment model applies which requires a loss allowance to be recognized based on expected credit losses. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in the consolidated statement of loss for the period.

In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through the consolidated statement of loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Derecognition of financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in profit or loss.

Derivative financial assets

Warrants are classified as derivative financial assets and are recorded at FVTPL. Warrants without an active market that are received as attachments to common share units are initially recorded at nominal amounts. At the time of purchase the total unit cost is allocated in full to each common share. Subsequent value is determined at measurement date using a valuation technique, such as the Black-Scholes option pricing model, or when the valuation technique input variables are not reliable, using the intrinsic value, which is equal to the higher of the market value of the underlying security, less the exercise price of the warrant, or zero.

Newly adopted accounting standards and interpretations

Effective for annual reporting periods beginning on or after January 1, 2023, the Company adopted the following amendments:

Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2) – the amendments require that an entity discloses its material accounting policies, instead of its significant accounting policies. Further amendments explain how an entity can identify a material accounting policy.

Definition of Accounting Estimates (Amendments to IAS 8) – the amendments replace the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty." Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error.

The adoption of these amendments did not have a material impact on the results of its operations and financial position.

Use of estimates

The preparation of financial statements in conformity with IFRS Accounting Standards requires management to make estimates, assumptions, and judgment in applying its accounting policies and estimates and assumptions about the future. Estimates and other judgments are continuously evaluated and are based on management's experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. Although management uses historical experience and its best knowledge of the expected amounts, events or actions to form the basis for estimates, actual results may differ from these estimates.

Critical accounting estimates:

The assessment of the recoverable amount of mineral properties as a result of impairment indicators - When indicators of impairment are identified, recoverable amount calculations are based either on discounted estimated future cash flows or on comparable recent transactions. The assumptions used are based on management's best estimates of what an independent market participant would consider appropriate. Changes in these assumptions may alter the results of impairment testing, the amount of the impairment charges recorded in the statement of loss and comprehensive loss and the resulting carrying values of assets.

Asset retirement obligations - Significant estimates were utilized in determining future costs to complete groundwater restoration, plugging and abandonment of wellfields and surface reclamation at the Company's uranium sites. Estimating future costs can be difficult and unpredictable as they are based principally on current legal and regulatory requirements and ISR site closure plans that may change materially. The laws and regulations governing ISR site closure and remediation in a particular jurisdiction are subject to review at any time and may be amended to impose additional requirements and conditions which may cause our provisions for environmental liabilities to be underestimated and could materially affect our financial position or results of operations. Estimates of future asset retirement obligation costs are also subject to operational risks such as acceptability of treatment techniques or other operational changes.

Critical accounting judgments:

The assessment of indicators of impairment for mineral properties - The Company follows the guidance of IFRS 6 to determine when a mineral property asset is impaired. This determination requires significant judgment. In making this judgment, the Company evaluates, among other factors, the results of exploration and evaluation activities to date and the Company's future plans to explore and evaluate a mineral property.

Valuation of acquired mineral properties – The valuation of mineral properties acquired by the Company requires significant judgement. Acquired mineral properties are valued at their fair market value which can require significant estimates in future cash flows, production, and timing.

Business combinations - The determination of whether a set of assets acquired and liabilities assumed constitute a business may require the Company to make certain judgments, taking into account all facts and circumstances. A business is presumed to be an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or economic benefits. The acquisition of Alta Mesa on February 14, 2023 (Note 8) was determined to constitute an acquisition of assets.

The Company completed two transactions in 2023 to divest of non-core assets that resulted in receipt of marketable securities (Note 4). Neither of these transactions led to the Company holding significant influence according to the definition of IAS 28 Investments in Associates, accordingly, they were accounted for as equity investments with the fair value of the securities on the transaction date being recorded on the Company's Statement of Financial Position.

3. Uranium contracts

Investments in uranium are categorized in Level 1 of the fair value hierarchy (Note 16).

The following table summarizes the fair value of the physical uranium investment:

		Investment in uranium	Quantity in pounds (lbs)
Balance, December 31, 2021	$	4,210,000	100,000
Sale of uranium investment		(4,245,000)	(100,000)
Gain on sale of uranium		35,000	
Balance, December 31, 2022	$	-	-
Investment in uranium		19,572,500	400,000
Sale of uranium investment		(22,148,000)	(400,000)
Gain on sale of uranium		2,575,500	
Balance, December 31, 2023	**$**	**-**	**-**

During the year ended December 31, 2023, the Company bought and sold 400,000 lbs of U_3O_8 (December 31, 2022: 100,000 lbs) and recognized a gain of $2,575,500 (December 31, 2022: $35,000).

Deposits on uranium investment

In 2022, the Company entered into two Uranium Concentrates purchase Agreements with an unrelated third party and to purchase 300,000 pounds of uranium concentrates from the seller for total consideration of $13,650,000 ($45.33/lb average). The contracts required initial deposits of $3,000,000 cumulative, which was paid in 2022, and final payment totaling $10,650,000 in 2023.

Sales contracts

In 2021, the Company entered into several contracts with traders and nuclear utilities. These contracts are designed to retain exposure to spot pricing while also incorporating minimum floor and maximum ceiling prices, which are adjusted annually for inflation. The minimum floor prices are set to ensure a reasonable margin over the Company's expected operational costs, allowing for participation in potential increases in uranium prices.

As of December 31, 2023, uranium sales contracts over the next five years are as follows:

Year	Sales Commitments in Pounds
2024	720,000
2025	700,000
2026	700,000
2027	650,000
2028	200,000

Loan agreements

In December 2023 the Company entered into a Master Transaction Agreement which included a loan agreement with Boss Energy Ltd. The master transaction agreement closed February 19, 2024 (Note 19). Pursuant to the loan agreement Boss Energy will loan the Company up to 200,000 pounds of uranium. The loan will bear interest of 9% and be repayable in 12 months in cash or uranium at the election of Boss Energy.

4. Marketable securities

In May 2022, the Company divested Cibola Resources, LLC to Elephant Capital ("Elephant") pursuant to a Share Purchase Agreement whereby the Company received consideration in the form of 11,308,250 common shares with a market value of $0.27 per share. Elephant was subsequently acquired by Evolving Gold Corp., who renamed themselves American Future Fuel Corp. ("AFFC"). Accordingly, the 11,308,250 shares of Elephant were converted to 11,308,250 shares of AFFC (CSE: AMPS). The cost base of the Company's shareholdings is $3,041,955.

As at December 31, 2023, all of the shares held are free trading (the "Trading Shares") or will become free trading within the next 12 months. These shares have been classified as a current asset on the consolidated statements of financial position, due to the Company's ability to liquidate those shareholdings within the next 12 months. These shares are carried at a fair value of $2,265,794 ($0.20 per share) (December 31, 2022 - $3,924,156 ($0.35 per share)).

In October 2022, the Company received 80,000 common shares of Uravan Minerals Inc. ("Uravan") with a market value of $0.12 per share pursuant to its previous agreement with Prime Fuels Corp. ("PFC") to divest of the Company's Lisbon mining claims. The agreement required that PFC pay the Company 10% of any consideration PFC received upon sale, transfer, or exchange to a third party. Uravan acquired PFC and all of the mineral claims on October 28, 2022. The cost base of the Company's shareholdings was $9,530. The shares were classified as a current asset on the consolidated statements of financial position, due to the Company's ability to liquidate those shareholdings within the next 12 months. On July 7, 2023, in conjunction with Uravan's acquisition of all of the outstanding shares of Nuclear Fuels, Inc, these shares were converted on a 1:0.8 basis. or 64,000 common shares of Nuclear Fuels, Inc.

In April 2023, the Company divested of Belt Line Resources Inc and Hydro Restoration Corp to Nuclear Fuels Inc ("NFI") pursuant to a Share Purchase Agreement whereby the Company received consideration in the form of 8,566,975 common shares (19.9% of the total shareholding in NFI) with a market value of $0.33 per share. The Company exercised significant judgement in the assessment of the interest in NFI specifically when considering the level of decision-making authority that Company could exercise over NFI and concluded that NFI is an equity investment recorded and measured at fair value through profit and loss (FVTPL).

During the year ended December 31, 2023, NFI was acquired by Uravan Minerals Inc., who renamed themselves Nuclear Fuels Inc. As a result of this transaction the Company received 696,825 additional shares related to a contractual top up right for a total aggregate ownership of 9,327,800 shares (19.9% of the total shareholding in NFI). The cost base of the Company's shareholdings of NFI is $2,802,030.

As at December 31, 2023, 3,731,120 of the shares held are free trading or will become free trading within the next 12 months. These shares have been classified as a current asset on the consolidated statements of financial position, due to the Company's ability to liquidate those shareholdings within the next 12 months. As at December 31, 2023, 5,596,680 of the shares have been classified as a non-current asset on the consolidated statements of financial position, due to the Company's inability to liquidate those shareholdings within the next 12 months. The fair value of the 9,327,800 Nuclear Fuels, Inc shares at December 31, 2023 is $5,077,980 ($0.544 per share).

In July 2023, the Company divested of Neutron Energy Inc. to Anfield Energy ("Anfield") pursuant to a Share Purchase Agreement whereby the Company received consideration of C$5,000,000 and 185,000,000 common shares (19.56% of the total shareholding in Anfield). The shares were classified as a current asset on the consolidated statements of financial position, due to the Company's ability to liquidate those shareholdings within the next 12 months. These shares are carried at a fair value of $12,589,065 ($0.068 per share).

In accordance with the Company's material accounting policy, each of these common shares are classified as FVTPL, with gains/losses being recognized to the consolidated statements of loss and comprehensive loss.

The following table summarizes the fair value of the Company's marketable securities at December 31, 2023:

	Volume	Marketable securities (current)	Marketable securities (non-current)
Balance, December 31, 2021		$ -	$ -
Additions	11,388,250	2,443,094	608,391
Change in fair value		848,814	208,591
Foreign exchange translation		(129,547)	(32,151)
Balance, December 31, 2022	11,388,250	$ 3,162,361	$ 784,831
Additions	194,247,800	7,022,600	2,792,500
Reclass from non-current to current		787,559	(787,559)
Change in fair value		5,732,355	185,480
Foreign exchange translation		181,177	71,535
Balance, December 31, 2023	**194,247,800**	**$ 16,886,052**	**$ 3,046,787**

5. Intangible assets

In 2018, the Company acquired access to certain uranium exploration data from VANE Minerals (US) LLC ("VANE") in exchange for 3,000,000 common shares at a fair value of $264,096. In 2023, the Company agreed to assume storage and maintenance responsibilities for the data in return for permanent ownership and granting the seller certain back-in rights for any projects developed from the use of the data.

In 2020, for $67,251 the Company permanently acquired certain electronic data pertaining to properties in South Texas from Signal Equities, LLC. The intangible asset was determined to have an indefinite life and therefore is not being amortized but reviewed for impairment annually and more frequently if required.

In 2020, the Company permanently acquired the Grants Mineral Belt database for $200,000 through its asset acquisition with Westwater Resources, Inc. In 2021 the Company increased its ownership of related borehole log data through a second purchase of $17,500. This intangible asset was determined to have an indefinite life and therefore is not being amortized but reviewed for impairment annually or more frequently if required.

In 2022, the Company acquired access to the Getty Minerals Database from Platoro West Incorporated for $55,948 (Note 6). The intangible asset was determined to have an indefinite life and therefore is not being amortized but reviewed for impairment annually and more frequently if required.

There were no indicators of impairment as at December 31, 2023. The change in the intangible assets during the years ended December 31, 2022, and the year ended December 31, 2023, was as follows:

	VANE Agreement	Getty Database	Signal Equities Database	Grants Mineral Belt Database	Total
Balance, December 31, 2021	$ 207,504	$ -	$ 67,251	$ 217,241	$ 491,996
Additions	-	55,948	-	-	55,948
Amortization	(19,764)	-	-	-	(19,764)
Currency Translation Adjustment	900	(798)	-	-	102
Balance, December 31, 2022	$ 188,640	$ 55,150	$ 67,251	$ 217,241	$ 528,282
Amortization	(19,053)	-	-	-	(19,053)
Currency Translation Adjustment	5,395	(895)	893	(901)	4,492
Balance, December 31, 2023	**$ 174,982**	**$ 54,255**	**$ 68,144**	**$ 216,340**	**$ 513,721**

6. Property, plant, and equipment

In February 2023, through its asset acquisition, the Company acquired a variety of property, plant, and equipment assets (Note 9).

In May 2023, the Company acquired proprietary Prompt Fission Neutron ("PFN") technology and equipment. The asset is amortized over its expected useful economic life of 10 years.

	Uranium plants	Other property, and equipment	Furniture	Buildings	Software	Total
Balance, December 31, 2021	$ 1,309,515	$ 214,748	$ 16,470	$ 62,946	$ -	$ 1,603,679
Additions	758,747	172,198	8,507	-	60,135	999,587
Disposals						
Depreciation	(162,208)	(78,646)	(4,377)	(2,316)	(21,298)	(268,845)
Balance, December 31, 2022	$ 1,906,054	$ 308,300	$ 20,600	$ 60,630	$ 38,837	$ 2,334,421
Additions	9,125,821	4,603,420	94,035	308,384	-	14,131,660
Disposals						
Depreciation	(625,951)	(792,836)	(28,726)	(15,959)	(30,192)	(1,493,664)
Currency translation adjustment	-	305	(1,612)	-	(1,250)	(2,557)
Balance, December 31, 2023	**$ 10,405,924**	**$ 4,119,189**	**$ 84,297**	**$ 353,055**	**$ 7,395**	**$ 14,969,860**

7. Right-of-use assets and lease liability

In 2021, the Company entered into a contractual agreement to lease office space in Corpus Christi, Texas through June 30, 2025. The terms of the lease call for a monthly lease payment of $5,417. The Company recorded a right-of use ("ROU") asset and a corresponding lease obligation of $221,139 on July 1, 2021.When measuring the present value of lease obligations, the remaining lease payments were discounted using the estimated borrowing rate of 7%.

In 2021, the Company acquired a lease agreement for additional office space in Vancouver, B.C. through July 10, 2023. During the year ended December 31, 2023, this lease expired, and the related security deposit was returned to the Company.

In 2022, the Company entered into a contractual agreement to lease office space in Corpus Christi, Texas through August 31, 2024. During the year ended December 31, 2023, this lease was terminated.

In 2023, the Company entered into a contractual agreement to lease office space in Corpus Christi, Texas through June 30, 2025. The terms of the lease call for a monthly lease payment of $1,516. The Company recorded a right-of use ("ROU") asset and a corresponding lease obligation of $40,325 on February 1, 2023. When measuring the present value of lease obligations, the remaining lease payments were discounted using the estimated borrowing rate of 7%.

In 2023, the Company entered a contractual agreement to lease additional office space in Corpus Christi, Texas through June 30, 2025. The terms of the lease call for a monthly lease payment of $5,994. The Company recorded a right-of use ("ROU") asset and a corresponding lease obligation of $149,325 on April 1, 2023. When measuring the present value of lease obligations, the remaining lease payments were discounted using the estimated borrowing rate of 7%.

In 2023, the Company entered a contractual agreement to lease office space in Dallas, Texas through October 31, 2028. The terms of the lease call for a monthly lease payment of $5,087. The Company recorded a right-of use ("ROU") asset and a corresponding lease obligation of $260,141 on June 1, 2023. When measuring the present value of lease obligations, the remaining lease payments were discounted using the estimated borrowing rate of 7%.

The change in the lease liability during the year ended December 31, 2022, and the year ended December 31, 2023 was as follows:

	Leased asset	Leased offices	Total
Balance, December 31, 2021	$ 3,416	$ 246,093	$ 249,509
Additions	-	34,898	34,898
Accretion	77	15,157	15,234
Lease payments made	(3,493)	(103,953)	(107,446)
Currency translation adjustment	-	(11,767)	(11,767)
Balance, December 31, 2022	$ -	$ 180,428	$ 180,428
Less: current lease liability	-	(84,262)	(84,262)
Balance (Long Term), December 31, 2022	**$ -**	**$ 96,166**	**$ 96,166**
Additions	-	449,823	449,823
Lease termination	-	(22,945)	(22,945)
Accretion	-	32,838	32,838
Lease payments made	-	(177,439)	(177,439)
Currency translation adjustment	-	10,083	10,083
Balance, December 31, 2023	**$ -**	**$ 472,788**	**$ 472,788**
Less: current lease liability	-	(177,641)	(177,641)
Balance (long-term), December 31, 2023	**$ -**	**$ 295,147**	**$ 295,147**

As of December 31, 2023, the undiscounted future lease payments are as follows:

Year	
2024	$ 206,196
2025	140,121
2026	63,874
2027	65,182
2028	55,227
Total	**$ 530,600**

8. Asset acquisition

In November 2022, the Company, and Energy Fuels, Inc ("Energy Fuels") entered into a Definitive Agreement. Pursuant to the terms and subject to the conditions in the Definitive Agreement, on February 14, 2023, the Company acquired the Alta Mesa in-Situ Recovery uranium project ("Alta Mesa").

The aggregate amount of the total consideration was $120,574,541 which consisted of a cash payment of $60,000,000, the issuance of a $60,000,000 secured vendor takeback convertible promissory note and 44,681 enCore stock options (the "Replacement Options") for options held by Energy Fuels option holders, valued at $81,414 using the Black-Scholes option pricing model, and total transaction costs of $493,127 associated with the Arrangement.

The transaction did not qualify as a business combination according to the definition in IFRS 3 Business Combinations. It has been accounted for as an asset acquisition with the purchase price allocated based on the estimated fair value of the assets and liabilities summarized as follows:

Consideration	
Cash	$ 60,000,000
Convertible promissory note	60,000,000
Fair value of replacement options	81,414
Transaction costs	493,127
Total consideration value	**$ 120,574,541**

Net assets acquired	
Prepaids	$ 42,374
Property, plant, and equipment	6,111,000
Mineral properties	120,196,484
Asset retirement obligations	(5,488,969)
Accounts payable and accrued liabilities	(286,348)
Total net assets acquired	**$ 120,574,541**

The value of the replacement options has been derived using the Black-Scholes option pricing model. The weighted average assumptions used in the Black-Scholes option pricing model are as follows:

Weighted Average	
Exercise price	$ 3.10
Share price	$ 3.20
Discount rate	3.39%
Expected life (years)	5.00
Volatility	99.48%
Fair value of replacement options (CAD per option):	**$ 2.43**

The fair value of the Replacement Options is based on the issuance of 44,681 options with a fair value of $81,414 (C$108,636).

9. Mineral properties

	Arizona $	Colorado $	New Mexico $	South Dakota $	Texas $	Utah $	Wyoming $	Total $
Balance, December 31, 2021	900,719	619,902	4,395,822	85,667,919	1,455,206	1,804,283	41,235,727	**136,079,578**
Exploration costs:								
Drilling	-	-	-	-	197,422	-	-	197,422
Acquisition, maintenance and lease fees	111,004	-	472,401	-	2,523,123	39,566	397,324	3,543,418
Permitting & Licensing	-	(30,280)	-	251,863	339,225	5,698	273,726	840,232
Personnel	4,500	8,621	-	301,066	280,341	19,620	207,518	821,666
Recoveries	-	(20,000)	-	-	-	(2,000)	-	(22,000)
Resource review	118,500	-	37,125	-	47,104	1,680	10,080	214,489
Divestment:								
Divestment of mineral interest	-	-	-	-	-	(28,485)	-	(28,485)
Assets held for sale	(358,969)	-	-	-	-	-	(369,913)	(728,882)
Project development costs:								
Construction of wellfields	-	-	-	-	1,670,151	-	-	1,670,151
Drilling	-	-	-	-	2,109,835	-	-	2,109,835
Personnel	-	-	-	-	521,662	-	-	521,662
Balance, December 31, 2022	775,754	578,243	4,905,348	86,220,848	9,144,069	1,840,362	41,754,462	145,219,086
Exploration costs:								
Drilling	-	-	-	-	7,300	-	-	7,300
Acquisition, maintenance and lease fees	99,415	4,544	49,370	312,927	121,414,182	49,910	296,298	122,226,646
Consulting	141	4,566	138	4,742	96,937	552	38,511	145,587
Personnel	-	8,069	-	174,850	426,773	-	75,317	685,009
Impairment	-	-	-	-	(1,537,168)	(658)	-	(1,537,826)
Divestment:								
Divestment of mineral interest	(358,969)	-	(2,433,353)	-	-	-	(376,039)	(3,168,361)
Assets held for sale	358,969	-	-	-	-	-	369,913	728,882
Project development costs:								
Construction of wellfields	-	-	-	-	1,060,260	-	-	1,060,260
Drilling	-	-	-	-	5,898,856	-	-	5,898,856
Personnel	-	-	-	-	1,245,519	-	-	1,245,519
Reclassification								
Reclassification to mining properties	-	-	-	-	(5,301,820)	-	-	(5,301,820)
Balance, December 31, 2023	**875,310**	**595,422**	**2,521,503**	**86,713,367**	**132,454,908**	**1,890,166**	**42,158,462**	**267,209,138**

Assets Held for Sale

On April 1, 2023, the Company divested its subsidiaries Belt Line Resources, Inc. and Hydro Restoration Corp to NFI (Note 4). Beltline Resources, Inc owned the Moonshine Springs project in Arizona. Hydro Restoration Corp owned the Kaycee and Bootheel projects in Wyoming. Pursuant to two Share Purchase Agreements dated November 3, 2022, the Company received 8,566,975 shares of NFI with a fair value of $2,792,500. The net book value of the two subsidiaries was $735,863 at the transaction date, resulting in a gain on divestment of subsidiary of $2,056,637.

Arizona

The Company owns or controls several Arizona State mineral leases and unpatented federal lode mining claims covering acreage in northern Arizona strip district.

At December 31, 2023, the Company held cash bonds for $88,500 (December 31, 2022 - $88,500) with the Bureau of Land Management. Subsequent to the period ended December 31, 2023, the bond has been released and funds have been returned to the Company (Note 19).

Colorado

Centennial

The Centennial Uranium Project is located in Colorado. In 2006, the Company entered into an option agreement to purchase uranium rights on certain areas of the Centennial Project for consideration of $1,895,000 plus contingent payments of $3,165,000. Pursuant to the agreement, the contingent payments are payable upon receipt of regulatory permits and licenses allowing uranium production. If the Company does not obtain such permits and licenses by September 27, 2019, the uranium rights, at the option of the seller, can be transferred back to the seller. To date, the Company has neither obtained the required permits and licenses, nor has it been able to renegotiate the option agreement. The Company is attempting to renegotiate the option agreement and the seller has not exercised its option to have the uranium rights transferred back.

New Mexico

On July 20, 2023, the Company divested its subsidiary Neutron Energy, Inc, including its holding of the Marquez-Juan Tafoya Uranium Project to Anfield Energy, Inc. Pursuant to a Share Purchase Agreement, the Company received cash consideration of $3,796,000 (C$5,000,000) and 500,000,000 shares of Anfield with a fair value of $7,022,600. (Note 4). The net book value of the subsidiary was $2,433,353 at the transaction date, transaction costs of $423,387 were incurred and $32,826 in currency exchange effect was recognized resulting in a gain on divestment of subsidiary of $7,994,688.

Nose Rock

The Nose Rock Project is located in McKinley County, New Mexico.

Treeline

The Treeline project is located in McKinley and Cibola Counties, Grants Uranium District, New Mexico.

McKinley, Crownpoint and Hosta Butte

The Company owns a 100% interest in the McKinley properties and a 60 - 100% interest in the adjacent Crownpoint and Hosta Butte properties, all of which are located in McKinley County, New Mexico. The Company holds a 60% interest in a portion of a certain section at Crownpoint. The Company owns a 100% interest in the rest of the Crownpoint and Hosta Butte project area, subject to a 3% gross profit royalty on uranium produced.

West Largo

The West Largo Project is near the Grants Mineral Belt in McKinley County, New Mexico.

Other New Mexico Properties

The Company holds mineral properties in an area located primarily in McKinley County in northwestern New Mexico.

In January 2022, the Company divested certain mineral interest to Ambrosia Solar, LLC (“Ambrosia”). The assets, having no net book value at the transaction date, resulted in a gain on disposal of the mineral interests of $48,480 recorded on the Company’s consolidated statements of loss and comprehensive loss.

Under the agreement, Ambrosia retained the right to acquire the uranium mineral rights associated with the property by quit claim deed to be furnished by the Company. During the year ended December 31, 2023, Ambrosia elected to exercise its right to extend the option through January 14, 2024 for an additional payment of $24,240 received in January 2023. Subsequent to the year ended December 31, 2023, Ambrosia exercised its final option to complete the purchase of these rights and the Company received an additional payment of $24,240.

Related to a 2021 agreement, Wildcat Solar Power Plant, LLC exercised its option to acquire rights to certain mineral interests in September 2023. $16,000 was received in consideration. The remaining value was nil and resulted in a gain on disposal of the mineral interests of $16,000 recorded on the Company’s consolidated statement of comprehensive loss.

South Dakota

Dewey-Burdock

The Dewey-Burdock Project is an in-situ recovery uranium project located near Edgemont, South Dakota.

Texas

Kingsville Dome

The Kingsville Dome project is located in Kleberg County, Texas on land owned by the Company.

Rosita

The Rosita Project is located in Duval County, Texas on land owned by the Company.

At December 31, 2023, in accordance with its material accounting policy for mineral properties, the Company assessed its Rosita South Extension mineral property assets for impairment and found that the asset at a carrying value of $6,757,297 and a recoverable value of $5,301,822, resulting in an impairment charge of $1,455,475 on the Company's consolidation statement of loss and comprehensive loss. Subsequent to recording impairment, the asset was reclassified as a Mining property asset (Note 10).

Upper Spring Creek

The Upper Spring Creek Project is located in Live Oak and Bee counties in Texas.

Butler Ranch

The Butler Ranch Exploration project is located in Karnes County, Texas.

Alta Mesa Project

The Alta Mesa Project is located in Brooks County, Texas.

Subsequent to the period ended December 31, 2023, the Company completed several transactions under a master transaction agreement with an unrelated company Boss Energy Ltd. The completion of this transaction resulted in the Company holding a 70% interest in the project while also remaining as the project manager. Boss Energy Ltd. holds a 30% interest in the project (Note 19).

Utah

Ticaboo

The Company owns three portions of a claim block located in Shootarang Canyon, Utah. The Company has a federal Plan of Operation and State of Utah approval for processing of the assets.

Other Utah Properties

The Company owns various mining claims throughout Utah, as well as its Cedar Mountain project located northwest of the White Mesa Mill in Blanding County, Utah.

Wyoming

Gas Hills

The Gas Hills Project is located in Riverton, Wyoming.

Dewey Terrace

The Dewey Terrace Project is located in Weston and Niobrara Counties of Wyoming. The project is adjacent to the Company's NRC licensed Dewey-Burdock Project along the Wyoming-South Dakota state line.

Juniper Ridge

The Juniper Ridge Project is located in the southwest portion of Wyoming.

10. Mining properties

At December 31, 2023, in accordance with its material accounting policy for mineral properties, the Company reclassified its Rosita Extension mineral property to a producing mining property.

Significant judgment was used to determine the recoverable value in use of the Rosita Extension asset. Recoverability is dependent upon assumptions and judgments in pricing for future uranium sales, costs of production, and mineral reserves. Other assumptions used in the calculation of recoverable amounts are discount rates, future cash flows and profit margins. A 10% change in these assumptions could impact the potential impairment of this asset.

The mining property's balance at December 31, 2023 and December 31, 2022 consists of:

	Rosita Extension	Total
Balance, December 31, 2021	$ -	$ -
Additions	-	-
Amortization	-	-
Balance, December 31, 2022	-	-
Additions	5,301,820	5,301,820
Amortization	-	-
Balance, December 31, 2023	**$ 5,301,820**	**$ 5,301,820**

11. Asset retirement obligations

The Company is obligated by various federal and state mining laws and regulations which require the Company to reclaim surface areas and restore underground water quality for certain assets in Texas, Wyoming, Utah and Colorado. These projects must be returned to the pre-existing or background average quality after completion of mining.

The Company updates these reclamation provisions based on cash flow estimates, and changes in regulatory requirements and settlements annually. The Company used an inflation factor of 2.5% per year and a discount rate of 11% in estimating the present value of its future cash flows.

The asset retirement obligations balance by project is as follows:

	December 31, 2023	December 31, 2022
Kingsville	$ 2,458,564	$ 3,151,875
Rosita	1,485,560	1,298,397
Vasquez	40,896	34,274
Alta Mesa	6,574,980	-
Centennial	168,806	168,806
Gas Hills	63,000	63,000
Ticaboo	36,000	36,000
Asset retirement obligations	**$ 10,827,806**	$ 4,752,352

The asset retirement obligations continuity summary is as follows:

Asset retirement obligation	
Balance, December 31, 2021	**$ 4,176,493**
Accretion	429,956
Settlement	(11,324)
Change in estimates	157,227
Balance, December 31, 2022	**4,752,352**
Additions (Note 9)	5,488,969
Accretion	1,099,119
Settlement	(291,449)
Change in estimates	(221,185)
Balance, December 31, 2023	**$ 10,827,806**

At the year end, the undiscounted cash flows total $17,130,164 (December 31, 2022: $6,345,630).

12. Share capital

The authorized share capital of the Company consists of an unlimited number of common and preferred shares without par value.

During the year ended December 31, 2023, the Company issued:

i) 10,615,650 units for a public offering at a price of C$3.25 per unit for gross proceeds of $25,561,689 (C$34,500,863). Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to purchase one additional share at a price of C$4.05 for a period of three years. The Company paid commissions of $1,504,047 (C$2,030,012) and other cash issuance costs of $391,939 (C$529,000).

ii) 23,277,000 subscription receipts issued December 6, 2022 at a price of C$3.00 per Subscription Receipt were converted into units for gross proceeds of $51,737,788 (C$69,831,000). Each unit is comprised of one common share of enCore and one share purchase warrant. Each warrant entitles the holder to purchase one additional share at a price of C$3.75 for a period of three years. The Company paid commissions of $3,018,893 (C$4,074,600), other cash issuance costs of $171,365 (C$231,291) and issued 1,350,000 finders' warrants with a fair value of $1,415,067 (C$1,909,916). 1,066,500 of the finder's warrants are exercisable into one common share of the Company at a price of C$3.91 for 27 months from closing; 283,500 of the finder's warrants are exercisable into one common share of the Company at a price of C$3.25 for 27 months from closing. The value of the finders' warrants was derived using the Black-Scholes option pricing model.

The weighted average assumptions used in the Black-Scholes option pricing model are as follows:

Weighted Average		
Quantity	1,066,500	263,500
Exercise Price	$ 3.91	$ 3.25
Share price	$ 3.20	$ 3.20
Discount Rate	4.19%	4.19%
Expected life (years)	2.25	2.25
Volatility	81.81%	81.81%
Fair value of finders' warrants (CAD per option):	**$ 1.38**	**$ 1.54**

iii) 6,034,478 common shares were issued on the exercise of warrants, for gross proceeds of $16,995,629.

iv) 575,676 common shares were issued on the exercise of stock options, for gross proceeds of $557,465. In connection with the stock options exercised, the Company reclassified $1,041,239 from contributed surplus to share capital.

v) In June 2023 the Company filed a Canadian short form base shelf prospectus of $140 million and U.S. registration statement on Form F-10. The Company also filed a prospectus supplement, pursuant to which the Company may, at its discretion and from time-to-time, sell common shares of the Company for aggregate gross proceeds of up to $70.0 million. The sale of common shares is to be made through "at-the-market distributions" ("ATM"), as defined in the Canadian Securities Administrators' National Instrument 44-102 Shelf Distributions, directly on a U.S. Exchange. At December 31, 2023, 15,690,943 common shares were sold in accordance with the Company's ATM program for gross proceeds of $49,444,256.

During the year ended December 31, 2022, the Company issued:

i) 6,535,947 units through a "bought deal" prospectus offering at a price of C$4.59 per unit, for gross proceeds of $23,057,411 (C$30,000,000). Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to purchase one additional share at a price of C$6.00 for a period of two years. The Company paid commissions of $1,239,336 (C$1,612,500), other cash issuance costs of $234,539 (C$305,159) and issued 351,307 finders' warrants with a fair value of $672,343 (C$874,785). The finder's warrants are exercisable into one common share of the Company at a price of C$4.59 for two years from closing;

ii) 2,291,642 common shares were issued on the exercise of warrants, for gross proceeds of $2,452,227. In connection with certain of the warrants exercised, the Company reclassified $147,772 from contributed surplus and credited share capital;

iii) 1,016,436 common shares were issued on the exercised of stock options, for gross proceeds of $1,177,093. In connection with the stock options exercised, the Company reclassified $2,728,487 from contributed surplus and credited share capital; and

iv) 193,348 common shares for the settlement and compensation for services received in relation to the Company's acquisition of Azarga Uranium Corporation during the year ended December 31, 2021.

Stock options

The Company adopted a Stock Option Plan (the "Plan") under which it is authorized to grant options to Officers, Directors, employees and consultants enabling them to acquire common shares of the Company. The number of shares reserved for issuance under the Plan cannot exceed 10% of the outstanding common shares at the time of the grant. The options can be granted for a maximum of five years and vest as determined by the Board of Directors.

The Company's stock options outstanding at December 31, 2023 and December 31, 2022, and the changes for the year then ended, are as follows:

	Year ended December 31, 2023		Year ended December 31, 2022	
	Options #	Weighted average exercise price CAD $	Options #	Weighted average exercise price CAD $
Options outstanding, beginning of period/year	7,235,648	$ 2.52	5,272,294	$ 1.42
Granted	2,670,181	2.85	3,107,501	4.10
Exercised	(575,676)	1.31	(1,016,436)	1.51
Forfeited/expired	(917,271)	3.20	(127,711)	3.60
Options outstanding	**8,412,882**	**$ 2.63**	7,235,648	$ 2.52
Options exercisable	**5,921,267**	**$ 2.39**	4,928,144	$ 1.78

As of December 31, 2023, stock options outstanding were as follows:

	Options Outstanding December 31, 2023			Options Exercisable December 31, 2023	
Option price per share	Options #	Weighted average Remaining life (years)	Weighted average exercise price CAD $	Options #	Weighted average exercise price CAD $
$0.18 - 1.92	2,792,289	0.33	$ 0.77	2,792,289	$ 0.77
$2.40 - 3.79	2,981,008	1.43	2.89	1,090,331	2.92
$4.20 - 5.76	2,639,585	0.93	4.30	2,038,647	4.33
	8,412,882	**2.68**	**$ 2.63**	**5,921,267**	**$ 2.39**

During the year ended December 31, 2023, the Company granted an aggregate of 2,670,181 stock options to Directors, Officers, employees, and an accounting advisory consultant of the Company. A fair value of C$5,616,767 was calculated for these options as measured at the grant date using the Black-Scholes option pricing model.

During the year ended December 31, 2022, the Company granted an aggregate of 3,107,501 stock options to Directors, Officers, and consultants of the Company. A fair value of $7,665,042 was calculated for these options as measured at the grant date using the Black-Scholes option pricing model.

The Company's standard stock option vesting schedule calls for 25% every six months commencing six months after the grant date.

During the year ended December 31, 2023, the Company recognized stock option expense of $4,538,747 (December 31, 2022 - $5,744,655) for the vested portion of the stock options.

The fair value of all compensatory options granted is estimated on the grant date using the Black-Scholes option pricing model. The weighted average assumptions used in calculating the fair values are as follows:

	December 31, 2023	December 31, 2022
Risk-free interest rate	3.34%	2.06%
Expected life of option	5.0 years	4.9 years
Expected dividend yield	0%	0%
Expected stock price volatility	95.43%	116.48%
Fair value per option	CAD $2.10	CAD $3.21

Share purchase warrants

A summary of the status of the Company's warrants as of December 31, 2022, and December 31, 2021, and changes during the years then ended is as follows:

	Year ended December 31, 2023		Year ended December 31, 2022	
	Warrants #	Weighted average exercise price CAD $	Warrants #	Weighted average exercise price CAD $
Warrants outstanding, beginning of year	7,494,506	$ 4.43	6,298,839	$ 2.43
Granted	30,013,783	3.80	3,670,919	5.81
Exercised	(6,034,479)	3.35	(2,291,642)	1.39
Expired	(12,006)	2.02	(183,610)	1.67
Warrants outstanding, end of year	**31,461,804**	**$ 4.04**	7,494,506	$ 4.43

As of December 31, 2023, share purchase warrants outstanding were as follows:

	Warrants Outstanding December 31, 2023		
Warrant price per share	Warrants #	Weighted average Remaining Life (years)	Weighted average exercise price CAD $
$3.00 - 4.05	28,088,438	1.77	$ 3.81
$4.59 - 6.00	3,373,366	0.02	$ 5.96
	31,461,804	**1.79**	**$ 4.04**

[1]Includes 1,000 outstanding warrants at an exercise price of C$3.00 also include power warrants exercisable into one share and one-half warrant. Each whole warrant is exercisable at C$3.90 for 36 months.

Share subscriptions received

As of December 31, 2022, the Company held in escrow $51,558,624 (C$67,596,720) in share subscriptions pertaining to a financing that closed concurrently with the Company's acquisition of Alta Mesa (Note 9).

Convertible promissory note

On February 14, 2023, the Company issued a secured convertible promissory note (the "Note") in connection with the Alta Mesa acquisition (Note 9).

The principal value of the Note is $60,000,000, and the Note is secured by certain assets of the Company pursuant to the terms of a Pledge Agreement, a Security Agreement, and a Guaranty Agreement between the parties.

The principal portion of the Note is convertible at any time and at the option of the holder into common shares of the Company at a conversion price of $2.9103 per share until maturity on February 14, 2025, and bears interest at a rate of 8.0% per annum. Commencing on June 30, 2023, the Company must make semi-annual interest only payments on June 30 and December 31, of each year through to maturity.

The Note was valued initially by measuring the fair value of the liability component using a 12% discount rate, and by allocating the residual (using the residual value method) to the equity conversion feature.

A reconciliation of the convertible debenture components is as follows:

		Liability		Equity		Total
Balance, December 31, 2022 and December 31, 2023		-		-		-
Issuance of promissory note	$	56,186,734	$	3,813,266	$	60,000,000
Accretion expense		3,052,433		-		3,052,433
Principal payments		(40,000,000)		-		(40,000,000)
Accrued interest, not yet paid		-		-		-
Balance, December 31, 2023	**$**	**19,239,167**	**$**	**3,813,266**	**$**	**23,052,433**
Liabilities:						
Current portion - convertible debenture (accrued interest)		-		-		-
Long term portion - convertible debenture		19,239,167		-		19,239,167
Balance, December 31, 2023	**$**	**19,239,167**	**$**	**-**	**$**	**19,239,167**

Subsequent to the period ended December 31, 2023, the outstanding balance on this note was converted by the holder and accrued interest was paid (Note 19).

13. Related party transactions and balances

Related parties include key management of the Company and any entities controlled by these individuals as well as other entities providing key management services to the Company. Key management personnel consist of Directors and senior management including the Executive Chairman, Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, and Chief Administrative Officer.

The amounts paid to key management or entities providing similar services are as follows:

			December 31, 2023		December 31, 2022
Consulting	(1)	$	154,529	$	103,514
Data acquisition			-		55,150
Directors' fees	(2)		185,583		192,604
Staff costs			5,956,285		1,607,211
Stock option expense			3,586,512		4,729,503
Total key management compensation		**$**	**9,882,909**	$	6,687,982

(1) During the year ended December 31, 2023, the Company incurred communications & community engagement consulting fees of $147,529 (December 31, 2022 - $103,514) according to a contract with Tintina Holdings, Ltd., a company owned and operated by the spouse of the Company's Executive Chairman. The Company also incurred finance and accounting consulting fees of $7,000 (December 31, 2022 – nil) according to a contract with Hovan Ventures LLC, a company owned and operated by the former CFO for the Company.

During the period Tintina Holdings, Ltd contract was reassigned to a company named 5 Spot Corporation, a new Company owned by the spouse of the Company's Executive Chairman.

(2) Directors' Fees are included in staff costs on the consolidated statements of loss and comprehensive loss.

During the year ended December 31, 2023, the Company granted 2,075,000 options (December 31, 2022: 2,566,667) to key management, with a fair value of $3,174,594 (December 31, 2022: $6,496,785).

As of December 31, 2023, and December 31, 2022, the following amounts were owing to related parties:

			December 31, 2023		December 31, 2022
5 Spot Corp	Consulting services	$	12,000	$	12,744
Hovan Ventures LLC	Consulting services		7,000		-
Officers and Board members	Accrued compensation		2,501,594		428,630
		$	**2,520,594**	$	441,374

14. Management of capital

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to support the exploration, evaluation, and development of its mineral properties and to maintain a flexible capital structure that optimizes the cost of capital within a framework of acceptable risk. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue debt, and acquire or dispose of assets.

The Company is dependent on the capital markets as its primary source of operating capital and the Company's capital resources are largely determined by the strength of the junior resource markets, the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects.

The Company considers the components of shareholders' equity as capital.

There were no changes in the Company's approach to capital management during the year ended December 31, 2023, and the Company is not subject to any externally imposed capital requirements.

15. Financial instruments

Financial instruments include cash, receivables and marketable securities and any contract that gives rise to a financial asset to one party and a financial liability or equity instrument to another party. Financial assets and liabilities measured at fair value are classified in the fair value hierarchy according to the lowest level of input that is significant to the fair value measurement. Assessment of the significance of a particular input to the fair value measurement requires judgement and may affect placement within the fair value hierarchy levels. The hierarchy is as follows:

1. Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
2. Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly.
3. Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data.

Marketable securities are measured at Level 1 of the fair value hierarchy. The Company classifies these investments as financial assets whose value is derived from quoted prices in active markets and carries them at FVTPL.

The Company classifies its cash, restricted cash and receivables as financial assets measured at amortized cost. Accounts payable, lease liability, due to related parties, and convertible promissory note are classified as financial liabilities measured at amortized cost. The carrying amounts of receivables, accounts payable, and amounts due to related parties approximate their fair values due to the short-term nature of the financial instruments. The carrying value of the Company's convertible promissory note, and lease liabilities approximates fair value as they bear a rate of interest commensurate with market rates.

Investments in uranium are measured at Level 1 of the fair value hierarchy. The Company classifies these investments as financial assets measured at fair value as determined based on the most recent month-end spot prices for uranium published by UxC and converted to Canadian dollars at the date of the consolidated statements of financial position.

Currency risk

Foreign currency exchange risk is the risk that future cash flows, net income and comprehensive income will fluctuate as a result of changes in foreign exchange rates. As the Company's operations are conducted internationally, operations and capital activity may be transacted in currencies other than the functional currency of the entity party to the transaction.

The Company's objective in managing its foreign currency risk is to minimize its net exposures to foreign currency cash flows by obtaining most of its estimated annual U.S. cash requirements and holding the remaining currency in Canadian dollars. The Company monitors and forecasts the values of net foreign currency cash flow and consolidated statement of financial position exposures and from time to time could authorize the use of derivative financial instruments such as forward foreign exchange contracts to economically hedge a portion of foreign currency fluctuations.

The following table provides an indication of the Company's foreign currency exposures during the years ended December 31, 2023, and December 31, 2022:

	December 31, 2023 C$	December 31, 2022 C$
Cash	$ 5,120,718	$ 216,871
Marketable Securities - Current	22,333,093	3,162,362
Accounts payable and accrued liabilities	(351,193)	(2,890,582)
	$ 27,102,618	$ 488,651

A 10% change in Canadian/US foreign exchange rate at period end would have changed the net loss of the Company, assuming that all other variables remained constant, by $2,049,192 for the year ended December 31, 2023 (December 31, 2022 - $352,315).

The Company has not, to the date of these financial statements, entered into derivative instruments to offset the impact of foreign currency fluctuations.

Credit risk

Credit risk arises from cash held by banks and financial institutions and receivables. The maximum exposure to credit risk is equal to the carrying value of these financial assets. Some of the Company's cash is held by a Canadian bank.

Market risk

The Company is exposed to market risk because of the fluctuating value of its marketable securities (Note 4). The Company has no control over these fluctuations and does not hedge its investments. Based on the December 31, 2023 value of marketable securities every 10% change in the share price of these holdings would have impacted loss for the period, by approximately $1,689,000 (December 31, 2022 - $550,000) before income taxes.

Further, the Company is still primarily in the exploration stage; commodity prices are not reflected in operating financial results. However, fluctuations in commodity prices may influence financial markets and may indirectly affect the Company's ability to raise capital to fund exploration.

Interest rate risk

Interest rate risk mainly arises from the Company's cash, which receives interest based on market interest rates. The interest rate risk on cash is not considered significant.

Liquidity risk

The Company is primarily engaged in the acquisition, exploration, and development of uranium resource properties in the United States which is subject to significant inherent risk. Declines in the market prices of uranium and delays in the production, changes in the regulatory environment and adverse changes in other inherent risks can significantly and negatively impact the Company's operations and cash flows and its ability to maintain sufficient liquidity to meet its financial obligations. Adverse changes to the factors mentioned above have impacted the recoverability of the Company's mineral properties property, mining properties, and plant and equipment, which may result in impairment losses being recorded.

The Company's current operating budget and future estimated cash flows indicate that the Company will generate positive cash flow in excess of the Company's cash commitments within the twelve-month period following the date these consolidated financial statements were authorized for issuance.

The Company may be required to raise additional funds from external sources to meet these requirements. There is no assurance that the Company will be able to raise such additional funds on acceptable terms, if at all.

If the Company raises additional funds by issuing securities, existing shareholders may be diluted. If the Company is unable to obtain financing from external sources or issuing securities the Company may have difficulty meeting its payment obligations.

16. Segmented information

The Company operates in a single segment: the acquisition, exploration, and development of mineral properties in the United States.

The table below provides a breakdown of the Company's long-term assets by geographic segment:

	South Dakota $	Texas $	New Mexico $	Wyoming $	Other Statees $	Canada $	Total $
Intangible assets	-	122,401	217,241	-	188,640	-	528,282
Property, plant and equipment	60,630	2,273,791	-	-	-	-	2,334,421
Mineral properties	86,220,848	9,144,069	4,905,348	41,754,462	3,194,359	-	145,219,086
Mining properties	-	-	-	-	-	-	-
Right-of-use assets	-	168,871	-	-	-	16,743	185,614
Balance, December 31, 2022	86,281,478	11,709,132	5,122,589	41,754,462	3,382,999	16,743	148,267,403
Intangible assets	-	122,399	216,340	-	174,982	-	513,721
Property, plant and equipment	208,619	14,761,241	-	-	-	-	14,969,860
Mineral properties	86,713,367	132,454,909	2,521,503	42,158,462	3,360,897	-	267,209,138
Mining properties	-	5,301,820	-	-	-	-	5,301,820
Right-of-use assets	-	443,645	-	-	-	-	443,645
Balance, December 31, 2023	**86,921,986**	**153,084,014**	**2,737,843**	**42,158,462**	**3,535,879**	**-**	**288,438,184**

17. Supplemental cash flows

The Company incurred non-cash financing and investing activities as follows:

	December 31, 2023	December 31, 2022
Non-cash financing activities:		
Share issue costs on finders' warrants issued	$ 1,415,057	$ -
Deferred financing costs remaining in accounts payable and accrued liabilities	-	1,513,220
	1,415,057	1,513,220
Non-cash investing activities:		
Mineral property costs included in accounts payable and accrued liabilities	327,607	27,040
Property, plant, and equipment additions included in accounts payable and accrued liabilities	187,834	20,090
Reclamation Settlements remaining in Accounts Payable	9,651	-
Convertible promissory note issued for asset acquisition (Note 10)	60,000,000	-
Marketable securities received on divestitures	9,815,100	3,051,564
	$ 70,340,192	$ 3,098,694

There were no amounts paid for income taxes during the years ended December 31, 2023, and December 31, 2022.

18. Current and deferred income tax

The actual income tax provision differs from the expected amount calculated by applying the Canadian combined federal and provincial corporate tax rates to income before tax. These differences result from the following:

	December 31, 2023	December 31, 2022
Loss before income tax	$ (22,385,977)	$ (16,515,389)
Statutory income tax rate	27%	27%
Expected income tax expense (recovery)	(6,044,214)	(4,459,155)
Increase (decrease) resulting from:		
Change in unrecognized temporary differences	4,953,071	2,949,101
Permanent differences	1,135,213	1,159,884
Change in tax rate	(321,972)	-
Effect of tax rates in foreign jurisdictions	221,891	146,727
Share issue costs	-	201,740
Other	58,461	1,703
Income tax expense (recovery)	**$ 2,450**	$ -

Recognized deferred tax assets and liabilities

Deferred tax assets are attributable to the following:

	December 31, 2023	December 31, 2022
Loss carryforwards	$ 2,136,465	$ 488,823
Lease liability and other	166,894	-
Deferred tax assets	2,303,159	488,823
Set-off of tax	(2,303,159)	(488,823)
Net deferred tax assets	**$ -**	**$ -**

Deferred tax liabilities are attributable to the following:

	December 31, 2023	December 31, 2022
Intangible assets	$ (37,659)	$ (39,481)
Right-of-use assets	(119,784)	(42,472)
Fixed assets and mineral properties	(913,369)	(276,699)
Convertible note	(182,600)	-
Marketable securities	(1,049,747)	(130,171)
Deferred tax liabilities	$ (2,303,159)	$ (488,823)
Set-off of tax	2,303,159	488,823
Net deferred tax liability	**$ -**	**$ -**

Income tax expense (recovery)

	December 31, 2023	December 31, 2022
Deferred tax expense (recovery)		
Current period	$ 2,450	$
Deferred tax expense (recovery)		
Orgination and reversal of temporary differences	(4,631,094)	(2,949,101)
Change in tax rate	(321,972)	
Change in unrecognized temporary differences	4,953,071	2,949,101
Income tax expense (recovery)	**$ 2,455**	**$ -**

Unrecognized deferred tax assets

	December 31, 2023	December 31, 2022
Deductible temporary differences	$ 16,045,512	$ 3,920,076
Tax losses	40,067,059	26,069,552
	$ 56,112,571	$ 29,989,628

Deferred tax assets have not been recognized in respect of the above items, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom.

The Company has Canadian non-capital loss carryforwards of $$42,405,288 (December 31, 2022 - $28,628,469), that will start expiring in 2028 and US federal net operating loss carryforwards of $27,093,435 (December 31, 2022 - $21,099,321), of which $21,217,214 can be carried forward indefinitely and $5,876,221 that will start expiring in 2027.

19. Events after the reporting period

Subsequent to December 31, 2023, the following reportable events were completed:

(a) The Company issued 5,451,669 shares pursuant to the exercise of warrants for gross proceeds of $16,507,663 (C$22,280,554).

(b) The Company issued 127,716 shares pursuant to the exercise of brokers warrants for gross proceeds of $411,979 (C$556,052).

(c) The Company sold 393,365 common shares in accordance with the Company's ATM program for gross proceeds of $1,595,143.

(d) The Company sold 102,400 common shares in accordance with the Company's ATM program for gross proceeds of $412,782 (C$557,133).

(e) The Company issued 6,872,143 common shares and paid $197,701 in accrued interest pursuant to the conversion of the outstanding balance on its convertible note by its holder (Note 12).

(f) The Company issued 697,754 common shares pursuant to the exercise of stock options for gross proceeds of $900,077 (C$1,214,843).

(g) The Company granted 425,000 stock options to employees and contractors with an average exercise price of C$6.11.

(h) The Company received $85,500 pursuant to the release of a cash bond held by the Bureau of Land Management pertaining to Arizona state mineral leases (Note 10).

(i) The Company sold 15,000,000 shares of Anfield Energy Inc for gross proceeds of C$1,097,950.

(j) The Company purchased 1,716,260 units of NFI at a price of C$0.60 per unit. Each unit is comprised of 1 common share and one half of a warrant. This investment maintained the Company's ownership level at 19.9%.

(k) The Company received $60 million in consideration of Boss Energy's 30% share of a joint venture arrangement for the Company's Alta Mesa project.

(l) The Company received $10 million from Boss Energy for a private placement of 2,564,102 enCore common shares at $3.90 per share.

(m) The Company entered into a loan agreement providing for up to 200,000 pounds of uranium to be lent by Boss Energy.

(n) The Company entered a strategic collaboration agreement with Boss Energy to research and develop the Company's PFN technology, to be financed equally by each party.

(o) In the normal course of business, the Company completed the following uranium transactions related to existing uranium contracts (Note 3).:

1) Purchased 125,000 lbs for $9,822,500

2) Sold 320,000 lbs for $30,491,00

3) Received a loan of 200,000 lbs

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Chief Executive Officer & Director

Dr. Dennis Stover, PhD
Chief Technical Officer & Director

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Rosita CPP Grand Opening

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