DUNDEE CORPORATION

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

AS AT AND FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2023

DUNDEE CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Unaudited)

(expressed in thousands of Canadian dollars)

	Note	As at June 30, 2023	As at December 31, 2022
ASSETS			
Cash and cash equivalents		$ 29,741	$ 47,181
Accounts receivable and other		3,423	6,146
Deposit with taxation authority	22	12,174	12,174
Income taxes receivable		-	518
Portfolio investments	4	236,898	236,053
Equity accounted investments	6	59,176	61,859
Capital and other assets	9	8,067	8,490
Assets held-for-sale	7	-	1,801
TOTAL ASSETS		**$ 349,479**	**$ 374,222**
LIABILITIES			
Accounts payable and accrued liabilities		$ 7,656	$ 10,320
Income taxes payable		787	-
Corporate debt	10	5,873	5,730
Lease liabilities	11	2,752	2,941
Deferred income tax liabilities	18	1,645	3,247
Liabilities held-for-sale	7	-	1,580
		18,713	23,818
SHAREHOLDERS' EQUITY			
Share capital			
Common shares	13	281,721	281,150
Preference Shares, series 2	12	27,667	27,667
Preference Shares, series 3	12	40,976	50,423
Contributed surplus		23,616	23,162
Reserves for changes in equity of subsidiaries		(59,618)	(64,024)
Retained earnings		9,349	19,457
Accumulated other comprehensive income	13	15,815	16,305
		339,526	354,140
NON-CONTROLLING INTEREST	14	(8,760)	(3,736)
		330,766	350,404
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$ 349,479**	**$ 374,222**

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

Commitments, Contingencies and Off-balance Sheet Arrangements (note 22)

Subsequent Event (note 25)

DUNDEE CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

(expressed in thousands of Canadian dollars, except for per share amounts)

	Note	For the three months ended June 30, 2023	For the three months ended June 30, 2022	For the six months ended June 30, 2023	For the six months ended June 30, 2022
Net income (loss) from portfolio investments	4, 24	$ 10,058	$ (52,918)	$ 2,560	$ (6,299)
Share of (loss) income from equity accounted investments	6, 24	(1,576)	2,266	(3,472)	2,220
Revenues and other income	15, 24	1,464	1,618	2,501	4,117
Cost of sales	24	(821)	(893)	(1,453)	(1,669)
Depreciation and amortization	9	(212)	(216)	(423)	(533)
Impairment charge	9	-	-	-	(783)
General and administrative expenses	17, 24	(4,196)	(5,869)	(8,978)	(11,784)
Interest expense	10, 11	(215)	(234)	(434)	(495)
Foreign exchange		(14)	366	(50)	152
NET (LOSS) EARNINGS BEFORE INCOME TAXES		4,488	(55,880)	(9,749)	(15,074)
Income tax (expense) recovery	18	(2,955)	12,151	(149)	3,101
NET (LOSS) EARNINGS FROM CONTINUING OPERATIONS		1,533	(43,729)	(9,898)	(11,973)
DISCONTINUED OPERATIONS	7				
AgriMarine Holdings Inc.'s aquaculture operations		-	(1,050)	(248)	(1,851)
NET LOSS FROM DISCONTINUED OPERATIONS		-	(1,050)	(248)	(1,851)
NET (LOSS) EARNINGS FOR THE PERIOD		**$ 1,533**	**$ (44,779)**	**$ (10,146)**	**$ (13,824)**
NET (LOSS) EARNINGS ATTRIBUTABLE TO:					
Owners of the Corporation					
Continuing operations		$ 1,841	$ (43,483)	$ (9,279)	$ (11,556)
Discontinued operations		-	(1,050)	(248)	(1,851)
		1,841	(44,533)	(9,527)	(13,407)
Non-controlling interest					
Continuing operations		(308)	(246)	(619)	(417)
		(308)	(246)	(619)	(417)
		$ 1,533	**$ (44,779)**	**$ (10,146)**	**$ (13,824)**
BASIC AND DILUTED NET (LOSS) EARNINGS PER SHARE	19				
Continuing operations		$ 0.02	$ (0.51)	$ (0.11)	$ (0.15)
Discontinued operations		-	(0.01)	-	(0.02)
		$ 0.02	$ (0.52)	$ (0.11)	$ (0.17)

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

DUNDEE CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME
(Unaudited)

(expressed in thousands of Canadian dollars)

		For the three months ended		For the six months ended	
	Note	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
NET (LOSS) EARNINGS FOR THE PERIOD		$ 1,533	$ (44,779)	$ (10,146)	$ (13,824)
Other comprehensive (loss) income:					
Items that may be reclassified to net (loss) earnings					
Unrealized gain (loss) from foreign currency translation		(84)	(190)	5	(450)
Share of other comprehensive (loss) income from equity accounted investments		(1,795)	(76)	(673)	148
Tax recovery (expense) associated with equity accounted investments		476	20	179	(39)
Total other comprehensive loss from continuing operations		(1,403)	(246)	(489)	(341)
COMPREHENSIVE (LOSS) INCOME FOR THE PERIOD		**$ 130**	**$ (45,025)**	**$ (10,635)**	**$ (14,165)**
COMPREHENSIVE (LOSS) INCOME ATTRIBUTABLE TO:					
Owners of the Corporation					
Continuing operations		$ 437	$ (43,736)	$ (9,769)	$ (11,901)
Discontinued operations		-	(1,050)	(248)	(1,851)
		437	(44,786)	(10,017)	(13,752)
Non-controlling interest					
Continuing operations		(307)	(239)	(618)	(413)
		(307)	(239)	(618)	(413)
		$ 130	**$ (45,025)**	**$ (10,635)**	**$ (14,165)**

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

DUNDEE CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Unaudited)

(expressed in thousands of Canadian dollars)

			Attributable to Owners of the Parent								
	Note	Number of Common Shares	Common Shares	Preference Shares, Series 2	Preference Shares, Series 3	Contributed Surplus	Reserves for Changes in Equity of Subsidiaries	Retained Earnings	Accumulated Other Comprehensive Income	Non-controlling Interest	Total
Balance, December 31, 2021		87,811,854	$ 280,863	$ 27,667	$ 50,423	$ 20,497	$ (64,996)	$ 6,550	$ 14,286	$ (2,398)	$ 332,892
For the six months ended June 30, 2022											
Net loss, continuing operations		-	-	-	-	-	-	(11,556)	-	(417)	(11,973)
Net loss, discontinued operations		-	-	-	-	-	-	(1,851)	-	-	(1,851)
Other comprehensive (loss) income, continuing operations		-	-	-	-	-	-	-	(345)	4	(341)
Acquisition of Class A subordinate shares for cancellation	13	(3,900)	(13)	-	-	-	-	7	-	-	(6)
Dividends on Preference Shares, series 2	12	-	-	-	-	-	-	(759)	-	-	(759)
Dividends on Preference Shares, series 3	12	-	-	-	-	-	-	(1,119)	-	-	(1,119)
Stock-based compensation	16	317,419	439	-	-	1,043	-	-	-	-	1,482
Changes of ownership interest in subsidiaries	8	-	-	-	-	-	892	-	-	(257)	635
Balance, June 30, 2022		**88,125,373**	**281,289**	**27,667**	**50,423**	**21,540**	**(64,104)**	**(8,728)**	**13,941**	**(3,068)**	**318,960**

(expressed in thousands of Canadian dollars)

			Attributable to Owners of the Parent								
	Note	Number of Common Shares	Common Shares	Preference Shares, Series 2	Preference Shares, Series 3	Contributed Surplus	Reserves for Changes in Equity of Subsidiaries	Retained Earnings	Accumulated Other Comprehensive Income	Non-controlling Interest	Total
Balance, December 31, 2022		88,082,581	$ 281,150	$ 27,667	$ 50,423	$ 23,162	$ (64,024)	$ 19,457	$ 16,305	$ (3,736)	$ 350,404
For the six months ended June 30, 2023											
Net loss, continuing operations		-	-	-	-	-	-	(9,279)	-	(619)	(9,898)
Net loss, discontinued operations		-	-	-	-	-	-	(248)	-	-	(248)
Other comprehensive (loss) income, continuing operations		-	-	-	-	-	-	-	(490)	1	(489)
Acquisition and cancellation of Preference Shares, series 3	12	-	-	-	(9,447)	-	-	1,985	-	-	(7,462)
Dividends on Preference Shares, series 2	12	-	-	-	-	-	-	(759)	-	-	(759)
Dividends on Preference Shares, series 3	12	-	-	-	-	-	-	(1,807)	-	-	(1,807)
Stock-based compensation	16	409,639	571	-	-	454	-	-	-	-	1,025
Changes of ownership interest in subsidiaries	8	-	-	-	-	-	4,406	-	-	(4,406)	-
Balance, June 30, 2023		**88,492,220**	**$ 281,721**	**$ 27,667**	**$ 40,976**	**$ 23,616**	**$ (59,618)**	**$ 9,349**	**$ 15,815**	**$ (8,760)**	**$ 330,766**

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

DUNDEE CORPORATION
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOW
(Unaudited)

(expressed in thousands of Canadian dollars)

	Note	For the six months ended June 30, 2023	June 30, 2022
OPERATING ACTIVITIES:			
Net loss for the period		$ (10,146)	$ (13,824)
Adjusted for:			
Net loss from discontinued operations		248	1,851
Items not affecting cash and other adjustments	20	1,735	5,269
Changes in non-cash working capital items	20	(1,677)	(4,278)
Cash used in operating activities – continuing operations		(9,840)	(10,982)
Cash (used in) provided from operating activities – discontinued operations		(17)	770
CASH USED IN OPERATING ACTIVITIES		(9,857)	(10,212)
INVESTING ACTIVITIES:			
Release from escrow related to the sale of beef division *		3,071	2,267
Acquisitions of portfolio investments	4	(8,267)	(23,741)
Proceeds from portfolio investments	4	9,512	7,657
Acquisitions of equity accounted investments	6	(1,500)	(188)
Change in capital and other assets		-	(1,280)
Cash provided from (used in) investing activities – continuing operations		2,816	(15,285)
Cash used in investing activities – discontinued operations		(5)	(321)
CASH PROVIDED FROM (USED IN) INVESTING ACTIVITIES		2,811	(15,606)
FINANCING ACTIVITIES:			
Change in corporate debt		(167)	332
Cash payment on lease liabilities	11	(283)	(751)
Issuance of Subordinate Shares, net of issue costs	13	62	-
Acquisition of Subordinate Shares, net of costs	13	-	(6)
Acquisition of Preference Shares, series 3, net of costs	12	(7,462)	-
Issuance of shares in subsidiaries to non-controlling interests	8	-	635
Dividends paid on Preference Shares, series 2	12	(759)	(759)
Dividends paid on Preference Shares, series 3	12	(1,807)	(1,119)
Cash used in financing activities – continuing operations		(10,416)	(1,668)
Cash used in financing activities – discontinued operations		(168)	(320)
CASH USED IN FINANCING ACTIVITIES		(10,584)	(1,988)
NET DECREASE IN CASH DURING THE PERIOD		(17,630)	(27,806)
Cash and cash equivalents, continuing operations, beginning of period		47,181	93,853
Cash, discontinued operations, beginning of period		190	-
		29,741	66,047
Less: Cash, discontinued operations, end of period		-	-
CASH AND CASH EQUIVALENTS, END OF PERIOD **		**$ 29,741**	**$ 66,047**
Cash flows from continuing operations include the following amounts:			
Interest paid		$ 124	$ 278
Taxes paid		$ 267	$ 785
Cash flows from discontinued operations include the following amounts:			
Interest paid		$ 17	$ 151
Taxes paid		$ -	$ -

* *Blue Goose Capital Corp. completed the sale of its beef division in late 2021.*

** *Including cash equivalents of $17,274,000 as at June 30, 2023 (June 30, 2022 – $33,800,000).*

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

DUNDEE CORPORATION
NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

For the three and six months ended June 30, 2023 and 2022
Tabular dollar amounts in thousands of Canadian dollars, except per share amounts

1. NATURE OF OPERATIONS

Dundee Corporation (the "Corporation") is a public Canadian independent holding company, listed on the Toronto Stock Exchange ("TSX") under the symbol "DC.A". Through its operating subsidiaries, the Corporation is a mining-focused investor primarily engaged in acquiring mineral resource assets. The Corporation operates with the objective of unlocking value through strategic investments in mining projects globally. Our experienced team conducts extensive due diligence in order to assess the geological, technical and financial merits and risks of each project and looks to deploy capital where it can either seek to generate investment returns or where the Corporation can collaborate with operating partners and take strategic partnerships through direct interests in mining operations.

The Corporation is incorporated under the *Business Corporations Act* (Ontario) and is domiciled in Canada. The Corporation's head office is located at 80 Richmond Street West, Suite 2000, Toronto, Ontario, Canada, M5H 2A4.

At June 30, 2023 and December 31, 2022, the Corporation's operations included:

	As at and for the six months ended June 30, 2023		As at and for the year ended December 31, 2022	
(in alphabetical order)	Opening Ownership	Ending Ownership	Opening Ownership	Ending Ownership
Joint Venture Arrangement				
Borborema Inc.	20%	20%	0%	20%
Significant Operating Subsidiaries				
Dundee Sustainable Technologies Inc.	78%	78%	82%	78%
Goodman & Company, Investment Counsel Inc.	100%	100%	100%	100%

2. BASIS OF PREPARATION

These unaudited condensed interim consolidated financial statements of the Corporation as at and for the three and six months ended June 30, 2023 ("June 2023 Interim Consolidated Financial Statements") have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), and with interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") which the Canadian Accounting Standards Board has approved for incorporation into Part 1 of the CPA Canada Handbook – Accounting, as applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34, "*Interim Financial Reporting*". The June 2023 Interim Consolidated Financial Statements should be read in conjunction with the Corporation's audited consolidated financial statements as at and for the year ended December 31, 2022 ("2022 Audited Consolidated Financial Statements") which were prepared in accordance with IFRS. The June 2023 Interim Consolidated Financial Statements follow the same accounting principles and methods of application as those disclosed in note 3 to the 2022 Audited Consolidated Financial Statements and updated in note 24 in these consolidated financial statements. The June 2023 Interim Consolidated Financial Statements were authorized for issuance by the Board of Directors on August 9, 2023.

Changes in Accounting Policies Implemented During the Six Months Ended June 30, 2023

The June 2023 Interim Consolidated Financial Statements follow the same accounting principles and methods of application as those disclosed in note 3 to the 2022 Audited Consolidated Financial Statements and updated in note 24 in these consolidated financial statements, except as described below.

IAS 1 "Presentation of Financial Statements"

Narrow scope amendments added to improve accounting policy disclosures.

IAS 8 "Accounting Policies, Changes in Accounting Estimates"

Narrow scope amendments added to help differentiate between changes in accounting estimates from changes in accounting policies.

The implementation of the above-mentioned accounting policies had no material impact to the Corporation's June 2023 Interim Consolidated Financial Statements.

New Accounting Standards Issued but not yet Effective

Certain new accounting standards and interpretations have been published that are not mandatory for the current period and have not been early adopted. Management is in the process of assessing the impact of the new accounting standards on the Corporation's consolidated financial statements in the current or future reporting periods.

3. CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the June 2023 Interim Consolidated Financial Statements in accordance with IFRS requires the Corporation to make judgments in applying its accounting policies, estimates and assumptions about the future. These judgments, estimates and assumptions affect the reported amounts of assets, liabilities, revenues and other items in net operating earnings or loss, and the related disclosure of contingent assets and liabilities included in the Corporation's consolidated financial statements. The Corporation evaluates its estimates on an ongoing basis. Such estimates are based on historical experience and on various other assumptions that the Corporation believes are reasonable under the circumstances, and these estimates form the basis for making judgments about the carrying value of assets and liabilities and the reported amounts of revenues and other items in net operating earnings or loss that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

Other than described below, there have been no significant changes relating to accounting judgments, estimates and assumptions in the preparation of the June 2023 Interim Consolidated Financial Statements from those judgments, estimates and assumptions disclosed in note 4 to the 2022 Audited Consolidated Financial Statements.

Operating and Reporting Segments

IFRS 8 *"Operating Segments"* requires entities to disclose information about their reportable segments, which consist of operating segments that meet certain quantitative thresholds and share similar economic characteristics. Significant accounting judgments may be involved in determining whether an operating segment meets the criteria. Significant judgment may also be involved in identifying operating segments, defined as separate components of an entity: (i) that engages in business activities from which it may earn revenues and incur expenses; (ii) whose operating results are regularly reviewed by the entity's Chief Operating Decision Maker to make decisions about resources to be allocated to the segment and assess its performance; and (iii) for which discrete financial information is available.

4. PORTFOLIO INVESTMENTS

Cost and Fair Value of Portfolio Investments

As at	June 30, 2023		December 31, 2022	
	Cost	Fair Value	Cost	Fair Value
Publicly traded securities	$ 113,725	$ 134,559	$ 129,166	$ 132,365
Private investments	148,937	77,731	146,501	76,652
Debt securities	29,549	14,969	29,649	14,922
Warrants and options *	1,133	9,639	1,073	12,114
	$ 293,344	**$ 236,898**	**$ 306,389**	**$ 236,053**

* *Includes 9,259,259 warrants of Magna Mining Inc. with the fair value of $3,304,000 at June 30, 2023 (December 31, 2022 – $5,819,000) (see note 6).*

During the first half of 2023, the Corporation invested $8,267,000 (six months ended June 30, 2022 – $23,741,000) to acquire new positions or to increase its interest in existing positions within its portfolio. During the same period, the Corporation generated proceeds of $9,512,000 (six months ended June 30, 2022 – $7,657,000) from the sale of various public investments and from collection of amounts due under private debt arrangements.

Net Income (Loss) from Portfolio Investments

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Changes in the fair value of				
Publicly traded securities	$ 14,015	$ (49,021)	$ 5,054	$ (8,563)
Private investments	(1,817)	(531)	(576)	2,773
Debt securities	206	(1,754)	147	(2,884)
Warrants and options	(2,551)	(1,864)	(2,535)	348
	9,853	(53,170)	2,090	(8,326)
Interest and dividend income	205	252	470	2,027
	$ 10,058	**$ (52,918)**	**$ 2,560**	**$ (6,299)**

The Corporation's portfolio investments have been designated as investments at fair value through profit or loss ("FVTPL"). Accordingly, changes in the fair value of individual investments since December 31, 2022 are included in the Corporation's net earnings or loss.

5. FINANCIAL INSTRUMENTS

The following table summarizes those assets and liabilities that are included at their fair value in the Corporation's consolidated statements of financial position, or those assets and liabilities for which fair value is otherwise disclosed in the accompanying notes to the consolidated financial statements. These assets and liabilities have been categorized into hierarchical levels according to the significance of the inputs used in determining fair value measurements.

		Fair Value as at June 30, 2023		
	Carrying Value as at June 30, 2023	Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Recurring Measurements				
Financial Assets				
Portfolio investments				
Publicly traded securities	$ 134,559	$ 133,217	$ 1,342	$ -
Private investments	77,731	-	-	77,731
Debt securities	14,969	-	-	14,969
Warrants and options	9,639	-	9,639	-

A summary of changes in the fair value of Level 3 financial assets during the six months ended June 30, 2023 is as follows:

	Private Investments	Debt Securities	Total
At December 31, 2022	$ 76,652	$ 14,922	$ 91,574
For the six months ended June 30, 2023			
New investments	2,041	-	2,041
Collection of amounts due under debt arrangements	-	(100)	(100)
Transfer to Level 1	(496)	-	(496)
Transfer from Level 1	110	-	110
Changes in fair values	(576)	147	(429)
At June 30, 2023	**$ 77,731**	**$ 14,969**	**$ 92,700**

The transfer from Level 3 to Level 1 represents investments in private companies that have become public companies. The transfer from Level 1 to Level 3 represents an investment in a public company whose shares are subject to a cease-trade order. Accordingly, there is no longer any publicly observable price available for this security. Other than as described above, there have been no other transfers between the fair value hierarchy levels during the six months ended June 30, 2023.

The valuation techniques applied by the Corporation in determining the fair value of its financial instruments classified as Level 3 use the following significant unobservable inputs.

Valuation Techniques	Significant Unobservable Inputs
Discounted cash flow	Discount rates (i) Probability of success (i) Future cash flows
Net asset value	Appraisal value
Comparable company analysis	Selection of comparable entities (ii)
Other	Implied volatilities (iii) Liquidity discounts (iv) Prices on recent transactions

Sensitivity Analysis on Private Investments, including Debt Securities

(i) The Corporation applied discount rates between 9% and 11% (2022 – 8% and 12%) in the determination of fair value of private investments when using a discounted cash flow valuation technique. A 4% increase to the discount rate used for each individual investment would result in an increase to the Corporation's net loss by $17,158,000 (2022 – $842,000) and a corresponding decrease of 4% in the discount rate would have resulted in a $24,329,000 (2022 – $975,000) decrease to the Corporation's net loss. In addition, the Corporation incorporated a probability of success to determine the fair value using a discounted cash flow valuation technique for a single private investment. A 4% increase to the probability of success used for this investment would result in a decrease to the Corporation's net loss by $13,090,000, and a corresponding decrease of 4% in the probability of success would have resulted in a $11,983,000 increase to the Corporation's net loss. The determination of the appropriate discount rates and probability of success is subject to significant judgment. Private investments valued using a discounted cash flow valuation technique totalled $72,864,000 (2022 – $7,408,000). This figure includes the estimated fair value of the Corporation's investment in TauRx Pharmaceuticals Ltd. ("TauRx"), a clinical-stage private neuroscience company, of $64,781,000. The majority of the impact on net loss of the sensitivities disclosed above in 2023 relates to TauRx. The estimated fair value for TauRx is subject to significant uncertainty due to the binary nature of clinical trials and regulatory outcomes. It is reasonably possible TauRx will fail to obtain regulatory approval for its oral drug under development, and, if so, such a material adverse effect could result in the reduction of its carrying value to $nil.

(ii) Determining the fair value of private investments using comparable company analysis involves monitoring the share price movements of a comparable peer group of publicly listed companies in order to ascertain general price trends, then applying those price trends to the determination of fair value of private investments. The determination of the appropriate comparable companies is subject to significant judgment. The Corporation recognized changes to prices of the public companies in a peer group between positive 14% and negative 12% (2022 – negative 12% and negative 45%) in the determination of fair value for private investments using comparable company analysis. A change of 5% in the prices of the selected comparable peer group would result in a change to the Corporation's net loss by $183,000 (2022 – $187,000). Private investments valued using comparable company analysis totalled $4,124,000 (2022 – $3,742,000).

(iii) In assessing the fair value of certain private investments using pricing sources that contain exposure to derivative instruments, the Corporation was required to estimate the fair value of the derivative instruments to calculate the value of its equity interests. The value of the derivatives was estimated using the Black-Scholes option pricing model, with implied volatility of 80% being the unobservable input. A 5% increase to the implied volatility used for each individual investment would result in an increase to the Corporation's net loss of $nil (2022 – $745,000) and a corresponding decrease of 5% to the implied volatility used for each individual investment would have resulted in a $nil (2022 – $729,000) decrease to the Corporation's net loss. Private investments valued using the Black-Scholes option pricing model totalled $nil (2022 – $36,217,000).

(iv) In assessing the fair value of certain private investments, the Corporation applied a liquidity discount of 25% (2022 – 25%). A 5% change in the applied liquidity discount would result in a change of $393,000 (2022 – $458,000) to the Corporation's net loss. Private investments valued using a liquidity discount totalled $5,890,000 (2022 – $6,867,000).

6. EQUITY ACCOUNTED INVESTMENTS

As at		June 30, 2023			December 31, 2022
	Ownership		Carrying Value	Ownership		Carrying Value
Joint Venture Arrangement						
Borborema Inc.	20%	$	16,289	20%	$	17,917
Other Equity Accounted Investments						
Android Industries, LLC	20%		28,318	20%		28,557
Magna Mining Inc.	21%		8,375	22%		8,589
			52,982			55,063
Real estate joint ventures			6,194			6,796
		$	**59,176**		**$**	**61,859**

A detailed description of significant transactions that affected the carrying value of equity accounted investments as at and during the year ended December 31, 2022 is provided in note 8 to the 2022 Audited Consolidated Financial Statements. Other than as described below, there were no significant transactions that affected the carrying value of equity accounted investments since December 31, 2022.

Magna Mining Inc. ("Magna")
On January 25, 2023, the Corporation participated in an $18.0 million private placement announced by Magna, whereby the Corporation invested approximately $1,500,000 to acquire 1,363,600 common shares in Magna. Immediately following the closing of the private placement, the Corporation's ownership in Magna decreased from 22% at the end of December 2022 to 21%.

Share of (Loss) Earnings from Equity Accounted Investments

For the six months ended			June 30, 2023			June 30, 2022
	Equity Earnings (Losses)	Impairment	Total	Equity Earnings (Losses)	Impairment	Total
Android Industries, LLC	$ (931)	$ -	$ (931)	$ 599	$ -	$ 599
Borborema Inc.	(226)	-	(226)	-	-	-
Magna Mining Inc.	(1,714)	-	(1,714)	-	-	-
Dundee Securities Europe Limited	-	-	-	(8)	(307)	(315)
Dundee Sarea Acquisition I Limited Partnership	-	-	-	-	(188)	(188)
	(2,871)	-	(2,871)	591	(495)	96
Real estate joint ventures	(601)	-	(601)	2,124	-	2,124
	$ (3,472)	**$ -**	**$ (3,472)**	**$ 2,715**	**$ (495)**	**$ 2,220**

For the three months ended			June 30, 2023			June 30, 2022
	Equity Earnings (Losses)	Impairment	Total	Equity Earnings (Losses)	Impairment	Total
Android Industries, LLC	$ (631)	$ -	$ (631)	$ 747	$ -	$ 747
Borborema Inc.	104	-	104	-	-	-
Magna Mining Inc.	(1,049)	-	(1,049)	-	-	-
Dundee Securities Europe Limited	-	-	-	(3)	-	(3)
	(1,576)	-	(1,576)	744	-	744
Real estate joint ventures	-	-	-	1,522	-	1,522
	$ (1,576)	**$ -**	**$ (1,576)**	**$ 2,266**	**$ -**	**$ 2,266**

7. ASSETS AND LIABILITIES HELD-FOR-SALE AND DISCONTINUED OPERATIONS

AgriMarine Holdings Inc.'s Aquaculture Operations

In March 2023, AgriMarine Holdings Inc. ("AgriMarine"), a subsidiary of the Corporation, closed the sale of its wholly-owned subsidiary, West Coast Fishculture (Lois Lake) Ltd. ("WCF"), which owns and operates a steelhead fish farm in Powell River, British Columbia. Pursuant to the terms of the sales agreement, AgriMarine is to receive a contingent amount based on the volume of fish produced and sold. The fair value of the contingent amount is $221,000 which is included in "*Accounts receivable and other*" in the consolidated statements of financial position. Since WCF's carrying value of net assets was impaired upon classification as net assets held-for-sale during the year ended December 31, 2022, there is no further gain or loss recognized during 2023.

Sale of AgriMarine Holdings Inc.'s Aquaculture Operations

Carrying value of net assets:		
Accounts receivable and other	$	218
Livestock and inventory		621
Capital and other assets		642
Accounts payable and accrued liabilities		(618)
Lease liabilities		(642)
Total net assets	**$**	**221**
Proceeds received on disposition of net assets		
Contingent consideration	$	221
Total proceeds	**$**	**221**

Operating results and cash flow of WCF for the period up to the date of sale in March 2023 were classified as discontinued operations in the consolidated statements of operations and comprehensive loss, and in the consolidated statements of cash flow, respectively.

Net Loss from Discontinued Operations

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Agricultural revenue and other income	$ -	$ 1,399	$ 1,028	$ 2,713
Cost of sales	-	(1,610)	(1,239)	(2,747)
Depreciation and amortization	-	(272)	-	(595)
General and administrative expenses	-	(200)	(150)	(417)
Fair value changes in livestock	-	(250)	130	(653)
Interest expense	-	(117)	(17)	(151)
Foreign exchange	-	-	-	(1)
NET LOSS FOR THE PERIOD	**$ -**	**$ (1,050)**	**$ (248)**	**$ (1,851)**
NET LOSS ATTRIBUTABLE TO:				
Owners of the Corporation	$ -	$ (1,050)	$ (248)	$ (1,851)
	$ -	**$ (1,050)**	**$ (248)**	**$ (1,851)**

Agricultural Revenue and Other Income from Discontinued Operations

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Agriculture	$ -	$ 1,394	$ 1,019	$ 2,701
Interest and other	-	5	9	12
	$ -	**$ 1,399**	**$ 1,028**	**$ 2,713**

General and Administrative Expenses in Discontinued Operations

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Salary and salary-related	$ -	$ 51	$ 33	$ 127
Corporate and professional fees	-	12	24	22
General office	-	103	83	234
Other	-	34	10	34
	$ -	**$ 200**	**$ 150**	**$ 417**

8. ACQUISITIONS AND DILUTIONS OF INTERESTS IN SUBSIDIARIES

Change of Ownership Interests in Subsidiaries

	Interest Owned as at				Effect on Reserves for Changes in Equity of Subsidiaries during the six months ended	
	30-Jun-23	31-Dec-22	30-Jun-22	31-Dec-21	30-Jun-23	30-Jun-22
AgriMarine Holdings Inc.	90%	100%	100%	100%	$ 4,406	$ -
Blue Goose Capital Corp.	97%	97%	97%	96%	-	(168)
Dundee Sustainable Technologies Inc.	78%	78%	78%	82%	-	1,060
Total					**$ 4,406**	**$ 892**

AgriMarine Holdings Inc.

Upon the completion of the sale of WCF (note 7) in March 2023, the Corporation awarded a 10% interest in AgriMarine which retains the patents to the closed-containment tank technology to a former executive, reducing the Corporation's ownership interest from 100% at the end of December 2022 to 90%. Due to the decrease in equity ownership, the Corporation recognized an increase of $4,406,000 in reserves for changes in equity of subsidiaries.

Blue Goose Capital Corp.

During the six months ended June 30, 2022, the Corporation increased its ownership in Blue Goose Capital Corporation from 96% at the end of December 2021 to 97% at June 30, 2022, resulting in a recognition of $168,000 reduction in reserves for changes in equity of subsidiaries.

Dundee Sustainable Technologies Inc.

During the six months ended June 30, 2022, Dundee Sustainable Technologies Inc. ("Dundee Technologies") raised $635,000 pursuant to a private placement whereby it issued 3,527,777 of its common shares to minority interests, reducing the Corporation's ownership interest from 82% at December 31, 2021 to 78% at June 30, 2022. This transaction resulted in an increase in reserves for changes in equity of subsidiaries of $1,060,000.

9. CAPITAL AND OTHER ASSETS

Capital and Other Assets in Continuing Operations

	Capital Assets						
	Furniture and Fixtures	Computer and Network Equipment	Land and Buildings	Equipment and Other	Other Intangible Assets	Lease Assets	Total
At December 31, 2021							
Cost	$ 81	$ 21	$ 706	$ 16,658	$ 8,096	$ 6,351	$ 31,913
Accumulated impairment, depreciation and amortization	(60)	(18)	(410)	(9,822)	(1,874)	(2,124)	(14,308)
Net carrying value, December 31, 2021	21	3	296	6,836	6,222	4,227	17,605
For the year ended December 31, 2022							
Carrying value December 31, 2021	21	3	296	6,836	6,222	4,227	17,605
Transferred to held-for-sale	-	-	(101)	(6,598)	-	(1,621)	(8,320)
Asset additions	61	-	1,089	-	-	-	1,150
Asset disposals	-	-	-	(102)	-	-	(102)
Depreciation and amortization	(10)	(3)	(49)	(2)	(462)	(534)	(1,060)
Impairment	-	-	-	-	(783)	-	(783)
Net carrying value, December 31, 2022	72	-	1,235	134	4,977	2,072	8,490
At December 31, 2022							
Cost	79	-	1,349	181	7,259	2,794	11,662
Accumulated impairment, depreciation and amortization	(7)	-	(114)	(47)	(2,282)	(722)	(3,172)
Net carrying value, December 31, 2022	72	-	1,235	134	4,977	2,072	8,490
For the six months ended June 30, 2023							
Carrying value December 31, 2022	72	-	1,235	134	4,977	2,072	8,490
Depreciation and amortization	(8)	-	(50)	-	(231)	(134)	(423)
Net carrying value, June 30, 2023	64	-	1,185	134	4,746	1,938	8,067
At June 30, 2023							
Cost	79	-	1,349	181	6,476	2,794	10,879
Accumulated impairment, depreciation and amortization	(15)	-	(164)	(47)	(1,730)	(856)	(2,812)
Net carrying value, June 30, 2023	**$ 64**	**$ -**	**$ 1,185**	**$ 134**	**$ 4,746**	**$ 1,938**	**$ 8,067**

Impairment Expense

During 2022, the Corporation recognized a $783,000 impairment charge against its other intangible assets, reducing its carrying value to its recoverable value.

10. CORPORATE DEBT

As at	June 30, 2023	December 31, 2022
Corporate credit facility	$ -	$ -
Subsidiaries		
Loan facilities, Dundee Sustainable Technologies Inc.	5,873	5,730
	$ 5,873	**$ 5,730**

Credit Facilities, Corporate

In January 2020, a subsidiary of the Corporation opened a margin account with a Canadian independent wealth management and capital markets firm that is a member of the Canadian Investment Regulatory Organization ("CIRO") and a member of the Canadian Investor Protection Fund ("CIPF"). The borrowings under this facility bear interest at prime plus 1%.

The margin account requires the maintenance of certain financial ratios relating to the fair value of certain publicly traded securities in the Corporation's portfolio of investments. Therefore, the Corporation's borrowing availability will increase or decrease, reflecting corresponding increases or decreases in these securities. At June 30, 2023 and December 31, 2022, the amount owing under this margin account was $nil.

Loan Facilities, Dundee Sustainable Technologies Inc.

Dundee Technologies has entered into several borrowing arrangements, pursuant to which Dundee Technologies had borrowed an aggregate of $5,873,000 at June 30, 2023 (December 31, 2022 – $5,730,000). During the three and six months ended June 30, 2023, Dundee Technologies incurred an interest expense of $165,000 and $328,000, respectively (three and six months ended June 30, 2022 – $153,000 and $297,000, respectively) relating to its borrowings. There have been no significant changes to the terms of the credit facilities and any other debt instruments available to Dundee Technologies since December 31, 2022. A detailed description of the nature of each of Dundee Technologies' borrowing facilities is provided in note 11 to the 2022 Audited Consolidated Financial Statements. Other than as described below, the lending institutions to Dundee Technologies do not have recourse to the Corporation in respect of any of the amounts borrowed.

In order to support the Investissement Québec ("IQ") Loan, the Corporation has guaranteed $1,125,000 of Dundee Technologies' debt owing to IQ. As at June 30, 2023, the carrying value of the IQ Loan is $4,855,000 (December 31, 2022 – $4,588,000). On July 13, 2023, Dundee Technologies obtained an approval from IQ to extend the maturity date of its convertible debenture from July 13, 2023 to September 29, 2023 with all the other term conditions remaining unchanged.

11. LEASE LIABILITIES

Lease Liabilities in Continuing Operations

As at	June 30, 2023	December 31, 2022
Balance, beginning of period	$ 2,941	$ 4,205
Transferred to held-for-sale	-	(956)
Interest expense	94	198
Lease payments	(283)	(1,028)
Other	-	522
Balance, end of period	**$ 2,752**	**$ 2,941**

Lease liabilities are discounted at a weighted average interest rate of 6.57% (December 31, 2022 – 6.62%) on its continuing operations. During the three and six months ended June 30, 2023, the Corporation recognized an interest expense relating to lease liabilities of $47,000 and $94,000, respectively (three and six months ended June 30, 2022 – $46,000 and $99,000, respectively) from continuing operations.

12. PREFERENCE SHARES

The terms of the Corporation's First Preference Shares, Series 2 ("PS Series 2") and First Preference Shares, Series 3 ("PS Series 3"), and significant transactions in respect thereof during the year ended December 31, 2022, are summarized in note 13 to the Corporation's 2022 Audited Consolidated Financial Statements.

Normal Course Issuer Bids ("NCIBs")

On April 10, 2023, the Corporation announced that it had received regulatory approval for its NCIBs from April 12, 2023 to April 11, 2024. Pursuant to these arrangements and subject to certain conditions, the Corporation may purchase up to a maximum of 114,916 PS Series 2 and 181,752 PS Series 3, representing approximately 10% of its public float on each type of share at the time approval for the NCIB was granted.

During the six months ended June 30, 2023, the Corporation purchased 377,900 PS Series 3, having an aggregate stated capital value of $9,447,000, for cancellation pursuant to these arrangements. The Corporation paid $7,462,000 to retire these shares. The excess of the value of stated capital over the purchase price, which totalled $1,985,000, was recorded as an increase in retained earnings.

Issued and Outstanding First Preference Shares, Series 2

	Number of Shares	Par Value	Issue Costs	Carrying Value
Balance as at June 30, 2023 and December 31, 2022	1,149,162	$ 28,729	$ (1,062)	$ 27,667

The PS Series 2 carries an annual coupon rate of 5.284%. During the three and six months ended June 30, 2023 and 2022, the Corporation paid dividends of $379,000 and $759,000, respectively, on its outstanding PS Series 2.

Issued and Outstanding First Preference Shares, Series 3

	Number of Shares	Par Value	Carrying Value
Balance as at December 31, 2022	2,016,922	$ 50,423	$ 50,423
For the six months ended June 30, 2023			
Redeemed pursuant to normal course issuer bid	(377,900)	(9,447)	(9,447)
Balance as at June 30, 2023	**1,639,022**	**$ 40,976**	**$ 40,976**

The PS Series 3 are subject to a quarterly floating cumulative preferential cash dividend rate based on the applicable three-month Government of Canada T-Bill rate plus 4.10%. During the three and six months ended June 30, 2023, the Corporation paid dividends of $885,000 and $1,807,000, respectively, (three and six months ended June 30, 2022 – $593,000 and $1,119,000, respectively) on its outstanding PS Series 3, representing a coupon rate ranging from 8.23% to 8.66% (three and six months ended June 30, 2022 – 4.23% to 4.72%).

Interest Rate Risk on PS series 3

As disclosed in the 2022 Audited Consolidated Financial Statements, the Corporation is exposed to short-term interest rate risk relating to the future cash flows of the dividend payable on its PS Series 3. During 2023, a 25-basis point absolute change in the three-month Government of Canada T-Bill rate would result in a change to cash flows relating to this financial instrument of $54,000 (2022 – $63,000), before associated taxes.

13. SHARE CAPITAL

The terms of the Corporation's Class A subordinate voting shares ("Subordinate Shares") and Class B common shares ("Class B Shares"), and significant transactions in respect thereof during the year ended December 31, 2022, are summarized in note 14 to the Corporation's 2022 Audited Consolidated Financial Statements.

Issued and Outstanding

	SUBORDINATE SHARES		CLASS B SHARES		TOTAL	
	Number	Amount	Number	Amount	Number	Amount
Outstanding December 31, 2021	84,697,363	$ 272,709	3,114,491	$ 8,154	87,811,854	$ 280,863
For the six months ended June 30, 2022						
Shares redeemed pursuant to normal course issuer bid	(3,900)	(13)	-	-	(3,900)	(13)
Issuance of shares under share incentive arrangements	317,419	439	-	-	317,419	439
Outstanding June 30, 2022	85,010,882	$ 273,135	3,114,491	$ 8,154	88,125,373	$ 281,289
From July 1, 2022 to December 31, 2022						
Shares redeemed pursuant to normal course issuer bid	(42,792)	(139)	-	-	(42,792)	(139)
Outstanding December 31, 2022	84,968,090	272,996	3,114,491	8,154	88,082,581	281,150
For the six months ended June 30, 2023						
Issuance of shares under share incentive arrangements	409,639	571	-	-	409,639	571
Outstanding June 30, 2023	**85,377,729**	**$ 273,567**	**3,114,491**	**$ 8,154**	**88,492,220**	**$ 281,721**

Normal Course Issuer Bids

On April 10, 2023, the Corporation announced that it had received regulatory approval for its NCIB from April 12, 2023 to April 11, 2024. Pursuant to these arrangements and subject to certain conditions, the Corporation may purchase up to a maximum of 7,571,650 Subordinate Shares, representing approximately 10% of its public float at the time approval for the NCIB was granted.

During the six months ended June 30, 2023, the Corporation did not purchase any Subordinate Shares for cancellation pursuant to these arrangements. During 2022, the Corporation purchased aggregate 46,692 Subordinate Shares, having an aggregate stated capital value of $152,000, for cancellation pursuant to the previously announced NCIB arrangements. The Corporation paid $62,000 to retire these shares. The excess of the value of stated capital over the purchase price, which totalled $90,000, was recorded as an increase in retained earnings.

Accumulated Other Comprehensive Income

	Equity Accounted Investments	Foreign Currency Translation	Non-controlling Interest	Total
Balance at December 31, 2021	$ (1,010)	$ 17,813	$ (2,517)	$ 14,286
For the six months ended June 30, 2022				
Other comprehensive income (loss)	109	(450)	(4)	(345)
Balance at June 30, 2022	(901)	17,363	(2,521)	13,941
From July 1, 2022 to December 31, 2022				
Other comprehensive income	1,748	669	(13)	2,404
Transfer of realized foreign currency translation gain related to equity accounted investment, net of tax recovery, to net loss	(40)	-	-	(40)
Balance at December 31, 2022	807	18,032	(2,534)	16,305
For the six months ended June 30, 2023				
Other comprehensive (loss) income	(494)	5	(1)	(490)
Balance at June 30, 2023	**$ 313**	**$ 18,037**	**$ (2,535)**	**$ 15,815**

14. NON-CONTROLLING INTEREST

As at		June 30, 2023		December 31, 2022
AgriMarine Holdings Inc. (note 8)	$	(4,409)	$	-
Blue Goose Capital Corp.		(806)		(807)
Dundee 360 Real Estate Corporation		47		48
Dundee Sustainable Technologies Inc.		(3,922)		(3,349)
United Hydrocarbon International Corp.		330		372
Total	**$**	**(8,760)**	**$**	**(3,736)**

15. REVENUES AND OTHER INCOME FROM CONTINUING OPERATIONS

	For the three months ended				For the six months ended			
		June 30, 2023		June 30, 2022		June 30, 2023		June 30, 2022
Management fees	$	138	$	185	$	279	$	389
Financial services		-		313		-		1,390
Technical services		1,012		987		1,758		2,064
Real estate		-		26		-		152
Interest and other		314		107		464		122
	$	**1,464**	**$**	**1,618**	**$**	**2,501**	**$**	**4,117**

16. SHARE INCENTIVE PLAN ARRANGEMENTS

The terms of the Corporation's share incentive plan arrangements are summarized in note 17 to the Corporation's 2022 Audited Consolidated Financial Statements.

Share Purchase Plan

As part of its share incentive arrangements, the Corporation established a share purchase plan pursuant to which eligible participants may contribute up to a specified maximum amount of their basic annual salary towards the purchase of Subordinate Shares of the Corporation, either from treasury or in the open market, at the discretion of the Corporation. During the three and six months ended June 30, 2023, compensation expense associated with the share purchase plan was $62,000 and $122,000, respectively (three and six months ended June 30, 2022 – $79,000 and $158,000, respectively). During 2023, the Corporation issued 97,408 Subordinate Shares from treasury in settlement of share purchase plan arrangement.

Share Option Plan

A summary of the status of the Corporation's share option plan as at June 30, 2023 and December 31, 2022, and the changes during the periods then ended, is as follows:

	For the six months ended June 30, 2023			For the year ended December 31, 2022		
	Number of Options		Weighted Average Exercise Price	Number of Options		Weighted Average Exercise Price
Outstanding, beginning of period	4,230,000	$	1.13	4,390,000	$	1.13
Exercised	(240,000)		1.10	(146,667)		1.10
Forfeited	-		-	(13,333)		1.10
Outstanding, end of period	**3,990,000**	**$**	**1.13**	**4,230,000**	**$**	**1.13**
Exercisable options	3,840,000	$	1.12	3,910,000	$	1.10

Exercise Price	Options Outstanding	Weighted Average Remaining Contractual Life (Years)	Options Exercisable
Options issued with an exercise price of $1.10	3,400,000	3.14	3,400,000
Options issued with an exercise price of $1.10	80,000	3.14	80,000
Options issued with an exercise price of $1.10	60,000	3.62	60,000
Options issued with an exercise price of $1.38	450,000	4.77	300,000

Share Bonus Plan

During the first half of 2023, the Corporation awarded 517,237 bonus shares with an aggregate value of $690,000 in respect of certain deferred compensation arrangements and issued 312,231 Subordinate Shares from treasury in settlement of vested share bonus awards. Aggregate share bonus awards granted but not yet vested at June 30, 2023, pursuant to the Corporation's share bonus plan, were 1,180,821 (December 31, 2022 – 1,174,923) shares.

Deferred Share Unit Plan

During the six months ended June 30, 2023, the Corporation issued 870,892 deferred share units ("DSU") to certain directors, officers and consultants of the Corporation in partial payment for their services. At June 30, 2023, there were 3,931,106 (December 31, 2022 – 3,060,214) DSUs outstanding that track the value of the Corporation's Subordinate Shares.

At June 30, 2023 and December 31, 2022, there were 11,660 DSUs outstanding that track the value of subordinate voting shares of Dream Unlimited Corp.

Stock-Based Compensation

A summary of the Corporation's stock-based compensation expense, before similar arrangements of its subsidiaries, is as follows:

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Share option plan	$ 10	$ 81	$ 35	$ 188
Deferred share unit plan	444	966	801	1,097
Share bonus plan	174	233	377	490
Dream Unlimited Corp. tracking share incentive arrangements:				
Deferred share units	(36)	(215)	(57)	(87)
	$ 592	**$ 1,065**	**$ 1,156**	**$ 1,688**

17. GENERAL AND ADMINISTRATIVE EXPENSES BY NATURE IN CONTINUING OPERATIONS

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Salary and salary-related	$ 1,402	$ 1,660	$ 3,350	$ 4,318
Stock-based compensation	592	1,065	1,156	1,688
Corporate and professional fees	1,489	2,319	2,969	3,971
General office	480	506	1,015	1,333
Other	233	319	488	474
	$ 4,196	**$ 5,869**	**$ 8,978**	**$ 11,784**

18. INCOME TAXES

During the six months ended June 30, 2023, the Corporation recognized an income tax expense amount on its losses from continuing operations of $149,000 (six months ended June 30, 2022 – income tax recovery of $3,101,000), the major components of which include the following items:

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Current income tax expense	$ (522)	$ (419)	$ (1,572)	$ (781)
Deferred income tax recovery (expense)	(2,433)	12,570	1,423	3,882
Total income tax (expense) recovery	**$ (2,955)**	**$ 12,151**	**$ (149)**	**$ 3,101**

The income tax recovery (expense) amount on pre-tax loss (earnings) from continuing operations differs from the income tax recovery (expense) amount that would arise using the combined Canadian federal and provincial statutory tax rate of 26.5% (2022 – 26.5%), as a result of the following items:

	For the three months ended		For the six months ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Loss (earnings) before tax at statutory rate of 26.5% (2022 – 26.5%)	$ (1,189)	$ 14,807	$ 2,584	$ 3,994
Effect on taxes of:				
Non-deductible expenses	(398)	(1,120)	(657)	(1,300)
Non-taxable revenue	-	203	-	283
Change in unrecognized temporary differences	(1,341)	(1,803)	(2,009)	59
Other differences	(27)	64	(67)	65
Total income tax (expense) recovery	**$ (2,955)**	**$ 12,151**	**$ (149)**	**$ 3,101**

Significant components of the Corporation's deferred income tax assets and liabilities are as follows:

As at	June 30, 2023	December 31, 2022
Deferred income tax assets		
Loss carry forwards	$ 35,557	$ 31,323
Capital and other assets	118	121
Reserves and accrued liabilities	1,057	1,235
Other	1,057	1,078
Total deferred income tax assets	37,789	33,757
Deferred income tax liabilities		
Investments including equity accounted investments	(38,482)	(36,011)
Other	(952)	(993)
Total deferred income tax liabilities	(39,434)	(37,004)
Net deferred income tax liabilities	**$ (1,645)**	**$ (3,247)**

A deferred income tax asset is only recognized when management believes it is more likely than not that the benefit will be recognized, which management considers will occur with appreciation in the value of its investments.

At June 30, 2023, the Corporation had operating loss carry forwards of $519,848,000 (December 31, 2022 – $506,770,000) as summarized below:

		Recognized		Unrecognized		Total
Canadian	$	129,688	$	368,191	$	497,879
Non-Canadian		5,658		16,311		21,969
Total operating loss carry forwards	**$**	**135,346**	**$**	**384,502**	**$**	**519,848**

The operating loss carry forwards which have not been recognized expire between 2024 and 2043. In addition, the Corporation had capital loss carry forwards of $301,396,000 (December 31, 2022 – $297,049,000) which do not expire and for which the benefit was not recognized in the consolidated financial statements.

19. NET (LOSS) EARNINGS PER SHARE

	For the three months ended				For the six months ended			
		June 30, 2023		June 30, 2022		June 30, 2023		June 30, 2022
Net (loss) earnings attributable to owners of the Corporation	$	1,841	$	(44,533)	$	(9,527)	$	(13,407)
Less: Dividends on Preference Shares, series 2		(379)		(379)		(759)		(759)
Dividends on Preference Shares, series 3		(885)		(593)		(1,807)		(1,119)
Add: Discount on repurchase of Preference Shares, series 3		890		-		1,985		-
	$	1,467	$	(45,505)	$	(10,108)	$	(15,285)
Represented by:								
Continuing operations	$	2,562	$	(44,455)	$	(9,860)	$	(13,434)
Discontinued operations		-		(1,050)		(248)		(1,851)
Weighted average number of shares outstanding during the period		88,327,421		88,023,174		88,205,679		87,902,662
Basic net (loss) earnings per share								
Continuing operations	$	0.02	$	(0.51)	$	(0.11)	$	(0.15)
Discontinued operations		-		(0.01)		-		(0.02)
	$	0.02	$	(0.52)	$	(0.11)	$	(0.17)
Effect of dilutive securities on weighted average number of shares outstanding during the period		1,726,424		n/a		n/a		n/a
Diluted (loss) earnings per share								
Continuing operations	$	0.02	$	(0.51)	$	(0.11)	$	(0.15)
Discontinued operations		-		(0.01)		-		(0.02)
	$	0.02	$	(0.52)	$	(0.11)	$	(0.17)

20. SUPPLEMENTAL CASH FLOW INFORMATION IN CONTINUING OPERATIONS

Items Not Affecting Cash and Other Adjustments

For the six months ended		June 30, 2023		June 30, 2022
Depreciation and amortization	$	423	$	533
Impairment charge (note 9)		-		783
Net (income) loss from portfolio investments		(2,090)		8,326
Share of loss (income) from equity accounted investments		3,472		(2,220)
Deferred income taxes		(1,423)		(3,882)
Stock-based compensation		1,156		1,688
Other		197		41
	$	**1,735**	**$**	**5,269**

Changes in Non-Cash Working Capital Items

For the six months ended		June 30, 2023		June 30, 2022
Accounts receivable and other	$	(375)	$	(1,212)
Accounts payable and accrued liabilities		(2,607)		(3,062)
Current income tax amounts		1,305		(4)
	$	**(1,677)**	**$**	**(4,278)**

21. CAPITAL MANAGEMENT

The Corporation defines the capital that it manages as the aggregate of its shareholders' equity and corporate debt. The following table summarizes the carrying value of the Corporation's capital as at June 30, 2023 and December 31, 2022.

As at		June 30, 2023		December 31, 2022
Shareholders' equity	$	339,526	$	354,140
Corporate debt		5,873		5,730
	$	**345,399**	**$**	**359,870**

The Corporation's objectives when managing capital include ensuring: (i) that the Corporation is able to meet its financial obligations as they become due whilst ensuring compliance with all applicable debt covenants; (ii) that the Corporation has sufficient capital to manage business activities in each of its significant operating subsidiaries; (iii) that the Corporation has sufficient capital available to benefit from acquisition opportunities, should they arise; (iv) that the Corporation and all of its regulated entities meet relevant regulatory capital requirements; and (v) adequate returns for shareholders. The Corporation regularly assesses its capital management practices in response to changing economic conditions.

Certain of the Corporation's subsidiaries are subject to regulatory capital requirements. Compliance with these requirements requires that the subsidiaries maintain sufficient cash and other liquid assets on hand to maintain regulatory capital requirements, rather than using these liquid assets in connection with its business or otherwise. As at June 30, 2023 and December 31, 2022, these subsidiaries complied with all regulatory capital requirements.

Certain of the Corporation's subsidiaries and joint arrangements, including those in the development stage, may have significant liquidity risk without the continued financial support of Dundee Corporation.

22. COMMITMENTS, CONTINGENCIES AND OFF-BALANCE SHEET ARRANGEMENTS

A description of the Corporation's commitments, contingencies and off-balance sheet arrangements is provided in note 24 to the Corporation's 2022 Audited Consolidated Financial Statements.

Legal Contingencies

The Corporation and/or its subsidiaries are defendants in various legal actions. The defenses to these claims and the quantification of damages are yet to be determined and the amount of the loss, if any, cannot be determined at this time. The Corporation intends to vigorously defend itself against all legal claims. Although the ultimate outcome of these matters cannot be ascertained at this time and the results of legal proceedings cannot be predicted with certainty, it is the opinion of management, based on information currently available, that these are not material liabilities, adequate provisions have been made for any liabilities and the resolution of these matters will not have a material adverse effect on the consolidated financial position of the Corporation.

Tax Contingencies

As initially disclosed in the June 2018 Interim Consolidated Financial Statements, the Canada Revenue Agency ("CRA") disagreed with a principal tax filing position during the audit of the December 31, 2014 taxation year even though the filing position had been accepted in prior taxation years. As a result, in October 2019, the Corporation received a notice of re-assessment for $12.0 million. In order to stop interest from accruing, the Corporation remitted the full amount to the CRA. In August 2020, the CRA completed the audit of the December 31, 2015 and December 31, 2016 taxation years applying the CRA's interpretation of the principal filing position. The audit denied certain tax deductions which required a reallocation of loss carry forwards and the Corporation remitting $1.8 million in respect of interest.

The Corporation disagreed with the CRA audit division's position and filed a notice of objection with the Chief of Appeals. In February 2022, a response from the CRA Appeals division was received and proposed an alternative reassessment basis which, although different from the CRA audit's position, essentially maintains the 2014 to 2016 CRA audit reassessments. After six months of correspondence, the CRA Appeals division confirmed their position in letters received in August 2022 and notices of reassessment have been received. The Corporation will be refunded $1.6 million in respect of interest due to reallocation of loss carry forwards when the dispute is resolved. The $1.6 million is included in accounts receivable. The Corporation continues to assert its principal filing position is correct and has filed a notice of appeal to the Tax Court of Canada. Since the Corporation expects to recover the amounts remitted, the $12.2 million (December 31, 2022 – $12.2 million) has been recorded in the consolidated financial statements as "*Deposit with taxation authority*". The Corporation does not expect the position taken by the CRA Appeals division to result in a material change to the income taxes payable in respect of its 2017-2022 taxation years.

23. RELATED PARTY TRANSACTIONS

There have been no significant changes in the nature and scope of related party transactions to those described in note 25 to the Corporation's 2022 Audited Consolidated Financial Statements.

24. SEGMENTED INFORMATION

As the Corporation has executed on its investment strategy and divested of non-core operations, such as its disposal of WCF in March 2023 (note 7), the Corporation determined that, based on how the Chief Operating Decision Maker ("CODM") currently assesses performance and allocates capital, the reporting segments consist of: (i) mining investments; (ii) mining services and (iii) corporate and others. The CODM assesses the performance and makes capital allocation decisions at the investment level for the Corporation's mining investments; therefore, each individual mining investment of the Corporation is a separate operating segment for financial reporting purposes. Operating segments are aggregated in the reporting segments listed above based on shared similar economic characteristics as well as their degree of alignment with the Corporation's strategic objectives.

The tabular information that follows shows data of these reportable segments reconciled to amounts reflected in these consolidated financial statements. Information for prior periods have been restated to conform to the change in segment reporting adopted in 2023.

Segment performance is evaluated based on a number of measures including net earnings or loss, net income or loss from portfolio investments, share of income or loss from equity accounted investments, and general and administrative expenses.

Segmented Operations for the Six Months Ended June 30, 2023 and 2022

For the six months ended June 30, 2023	Net (Loss) Income from Portfolios	Share of Equity (Loss) Income	Revenues and Other Income *	Cost of Sales	General and Administration	Other Amounts in Earnings (Loss) **	Net Earnings (Loss)
Mining Investments	$ 2,883	$ (1,940)	$ -	$ -	$ -	$ -	$ 943
Mining Services	-	-	1,758	(1,453)	(1,444)	(1,291)	(2,430)
Corporate and Others	(323)	(1,532)	1,316	-	(7,534)	(189)	(8,262)
Intersegment	-	-	(573)	-	-	573	-
LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES AND NON-CONTROLLING INTEREST	$ 2,560	$ (3,472)	$ 2,501	$ (1,453)	$ (8,978)	$ (907)	(9,749)
Income taxes							(149)
Non-controlling interest							619
NET LOSS FROM CONTINUING OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ (9,279)**
Discontinued operations	$ -	$ -	$ 1,028	$ (1,239)	$ (150)	$ 113	(248)
NET LOSS FROM DISCONTINUED OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ (248)**

For the six months ended June 30, 2022	Net (Loss) Income from Portfolios	Share of Equity (Loss) Income	Revenues and Other Income *	Cost of Sales	General and Administration	Other Amounts in Earnings (Loss) **	Net Earnings (Loss)
Mining Investments	$ (6,421)	$ -	$ -	$ -	$ -	$ -	$ (6,421)
Mining Services	-	-	2,072	(1,669)	(885)	(1,131)	(1,613)
Corporate and Others	122	2,220	2,532	-	(10,899)	(1,015)	(7,040)
Intersegment	-	-	(487)	-	-	487	-
LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES AND NON-CONTROLLING INTEREST	$ (6,299)	$ 2,220	$ 4,117	$ (1,669)	$ (11,784)	$ (1,659)	(15,074)
Income taxes							3,101
Non-controlling interest							417
NET LOSS FROM CONTINUING OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ (11,556)**
Discontinued operations	$ -	$ -	$ 2,713	$ (2,747)	$ (417)	$ (1,400)	(1,851)
NET LOSS FROM DISCONTINUED OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ (1,851)**

* ***Revenues and other income***

- *Mining services segment includes technical services revenue of $1,758,000 (2022 – $2,064,000) and interest and other revenue of $nil (2022 – $8,000).*
- *Corporate and others segment includes management fee revenue of $279,000 (2022 – $389,000); financial services revenue of $nil (2022 – $1,390,000); real estate revenue of $nil (2022 – $152,000) and interest and other revenue of $1,037,000 (2022 – $601,000).*
- *Intersegment interest elimination of $573,000 (2022 – $487,000).*

** ***Other amounts in earnings or loss***

- *Mining services segment includes depreciation and amortization of $305,000 (2022 – $306,000) and interest expense of $954,000 (2022 – $842,000).*
- *Corporate and others segment includes depreciation and amortization of $118,000 (2022 – $227,000), impairment expense of $nil (2022 – $783,000) and interest expense of $53,000 (2022 – $140,000).*
- *Intersegment interest elimination of $573,000 (2022 – $487,000).*

Segmented Operations for the Three Months Ended June 30, 2023 and 2022

For the three months ended June 30, 2023	Net (Loss) Income from Portfolios	Share of Equity (Loss) Income	Revenues and Other Income *	Cost of Sales	General and Administration	Other Amounts in Earnings (Loss) **	Net Earnings (Loss)
Mining Investments	$ 11,546	$ (945)	$ -	$ -	$ -	$ -	$ 10,601
Mining Services	-	-	1,012	(821)	(686)	(662)	(1,157)
Corporate and Others	(1,488)	(631)	745	-	(3,510)	(72)	(4,956)
Intersegment	-	-	(293)	-	-	293	-
EARNINGS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES AND NON-CONTROLLING INTEREST	$ 10,058	$ (1,576)	$ 1,464	$ (821)	$ (4,196)	$ (441)	4,488
Income taxes							(2,955)
Non-controlling interest							308
NET EARNINGS FROM CONTINUING OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ 1,841**

For the three months ended June 30, 2022	Net (Loss) Income from Portfolios	Share of Equity (Loss) Income	Revenues and Other Income *	Cost of Sales	General and Administration	Other Amounts in Earnings (Loss) **	Net Earnings (Loss)
Mining Investments	$ (53,654)	$ -	$ -	$ -	$ -	$ -	$ (53,654)
Mining Services	-	-	992	(893)	(488)	(546)	(935)
Corporate and Others	736	2,266	850	-	(5,381)	238	(1,291)
Intersegment	-	-	(224)	-	-	224	-
LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES AND NON-CONTROLLING INTEREST	$ (52,918)	$ 2,266	$ 1,618	$ (893)	$ (5,869)	$ (84)	(55,880)
Income taxes							12,151
Non-controlling interest							246
NET LOSS FROM CONTINUING OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ (43,483)**
Discontinued operations	$ -	$ -	$ 1,399	$ (1,610)	$ (200)	$ (639)	(1,050)
NET LOSS FROM DISCONTINUED OPERATIONS ATTRIBUTABLE TO OWNERS OF THE CORPORATION							**$ (1,050)**

* ***Revenues and other income***

- *Mining services segment includes technical services revenue of $1,012,000 (2022 – $987,000) and interest and other revenue of $nil (2022 – $5,000).*
- *Corporate and others segment includes management fee revenue of $138,000 (2022 – $185,000); financial services revenue of $nil (2022 – $313,000); real estate revenue of $nil (2022 – $26,000) and interest and other revenue of $607,000 (2022 – $326,000).*
- *Intersegment interest elimination of $293,000 (2022 – $224,000).*

** ***Other amounts in earnings or loss***

- *Mining services segment includes depreciation and amortization of $152,000 (2022 – $153,000) and interest expense of $484,000 (2022 – $406,000).*
- *Corporate and others segment includes depreciation and amortization of $60,000 (2022 – $63,000) and interest expense of $24,000 (2022 – $52,000).*
- *Intersegment interest elimination of $293,000 (2022 – $224,000).*

Segmented Net Assets as at June 30, 2023

	ASSETS					LIABILITIES				NET ASSETS
	Cash and Cash Equivalents	Portfolio Investments	Equity Accounted Investments	Other Assets	Total	Corporate Debt	Deferred Income Taxes	Other Liabilities	Total	
Mining Investments	$ -	$ 169,798	$ 24,664	$ -	$ 194,462	$ -	$ -	$ -	$ -	$ 194,462
Mining Services	1,092	-	-	6,436	7,528	(5,873)	-	(1,780)	(7,653)	(125)
Corporate and Others	28,649	67,100	34,512	17,228	147,489	-	(1,645)	(9,415)	(11,060)	136,429
Total – Continuing Operations	**$ 29,741**	**$ 236,898**	**$ 59,176**	**$ 23,664**	**$ 349,479**	**$ (5,873)**	**$ (1,645)**	**$ (11,195)**	**$ (18,713)**	**$ 330,766**

Segmented Net Assets as at December 31, 2022

	ASSETS					LIABILITIES				NET ASSETS
	Cash and Cash Equivalents	Portfolio Investments	Equity Accounted Investments	Other Assets	Total	Corporate Debt	Deferred Income Taxes	Other Liabilities	Total	
Mining Investments	$ -	$ 168,598	$ 26,506	$ -	$ 195,104	$ -	$ -	$ -	$ -	$ 195,104
Mining Services	512	-	-	6,513	7,025	(5,730)	-	(1,563)	(7,293)	(268)
Corporate and Others	46,859	67,455	35,353	22,426	172,093	-	(3,247)	(13,278)	(16,525)	155,568
	47,371	236,053	61,859	28,939	374,222	(5,730)	(3,247)	(14,841)	(23,818)	350,404
Less: Net assets and liabilities held-for-sale	(190)	-	-	(1,611)	(1,801)	-	-	1,580	1,580	(221)
Total – Continuing Operations	**$ 47,181**	**$ 236,053**	**$ 61,859**	**$ 27,328**	**$ 372,421**	**$ (5,730)**	**$ (3,247)**	**$ (13,261)**	**$ (22,238)**	**$ 350,183**

25. SUBSEQUENT EVENT

Dundee Sustainable Technologies Inc.

Sale of Non-Strategic Operation and Assets

On July 13, 2023, Dundee Technologies announced the sale of a non-strategic operation and assets located at its Thetford Mines technical facilities. Dundee Technologies has entered into an agreement to sell the remaining portion of its processing contract and associated processing plant equipment and utilities (the "Transaction"). As part of the Transaction and under the asset purchase agreement, Dundee Technologies will receive total consideration of $847,000, in return for the processing contract and associated plant equipment.