AVARONE METALS INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

for the three and six months period ended

January 31, 2025 and 2024

(Unaudited and expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF UNAUDITED CONDENSED INTERIM CONSOLIDATED FINANCIAL STATMENTS

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

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

AVARONE METALS INC.

Condensed Interim Consolidated Statement of Financial Position

(Expressed in Canadian dollars)

As at January 31, 2025 and July 31, 2024

	Notes	January 31, 2025	July 31, 2024
		$	$
Assets			
Current			
Cash		184	4,420
Accounts receivable	10	4,275	15,084
		4,459	19,504
Liabilities			
Current			
Accounts payable and accrued liabilities	4,10	1,429,928	1,410,710
Notes payable	5,10	170,100	170,100
Loans payable	6	266,426	237,440
		1,866,454	1,818,250
Shareholders' deficiency			
Share capital	7	14,888,929	14,888,929
Share subscription	6,7	24,300	24,300
Reserve	7	766,840	766,840
Deficit		(17,542,064)	(17,478,815)
		(1,861,995)	(1,798,746)
		4,459	19,504
Nature of operations and going concern	1		
Subsequent event	15		

On behalf of the Board:

"Marc Lew" Director　　　　"John Bean" Director

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

AVARONE METALS INC.

Condensed Interim Consolidated Statement of Comprehensive Loss

(Expressed in Canadian dollars)

For the three and six months period ended January 31, 2025 and 2024

	Note	Three months ended January 31, 2025	2024	Six months ended January 31, 2025	2024
				$	$
Expenses					
Depreciation	3	-	19,377	-	38,753
Management fees	10	22,500	22,500	45,000	45,000
Office costs		-	1,643	-	2,209
Professional fees	10	-	7,728	28,250	15,678
Regulatory and transfer agent		3,875	2,525	9,315	6,057
Share-based payments	7,10	-	-	-	1,183
Shareholder communication		-	-	-	87
Loss before other items		(26,375)	(53,773)	(82,565)	(108,967)
Other items					
Finance costs	9	(12,705)	(10,824)	(23,905)	(22,082)
Other income	8	43,555	20,683	43,555	27,664
Other expense		(154)	(207)	(334)	(461)
		30,696	9,652	19,316	5,121
Net loss and comprehensive income (loss) for the period		4,321	(44,121)	(63,249)	(103,846)
Basic and diluted loss per share		0.00	(0.00)	(0.00)	(0.00)
Weighted average number of shares outstanding, basic and diluted		91,414,661	91,414,661	91,414,661	91,414,661

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

AVARONE METALS INC.

Condensed Interim Consolidated Statements of Changes in Shareholders' Deficiency

(Expressed in Canadian dollars)

For the six months period ended January 31, 2025 and 2024

		Share capital		Reserve			
	Note	Number	Amount	Stock options and warrants	Share subscriptions	Deficit	Total
		#	$	$	$	$	$
Balance, July 31, 2023		91,414,661	14,888,929	839,030	24,300	(17,089,324)	(1,337,065)
Share-based compensation	7	-	-	1,183	-	-	1,183
Net loss for the period		-	-	-	-	(103,846)	(103,846)
Balance, January 31, 2024		91,414,661	14,888,929	840,213	24,300	(17,193,170)	(1,439,728)
Balance, July 31, 2024		91,414,661	14,888,929	766,840	24,300	(17,478,815)	(1,798,746)
Net loss for the period		-	-	-	-	(63,249)	(63,249)
Balance, January 31, 2025		91,414,661	14,888,929	766,840	24,300	(17,542,064)	(1,861,995)

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

AVARONE METALS INC.

Condensed Interim Consolidated Statements of Cash Flows

(Expressed in Canadian dollars)

For the six months period ended January 31, 2025 and 2024

	Six months ended January 31,	
	2025	2024
	$	$
Operating activities		
Net loss for the period	(63,249)	(103,846)
Items not affecting cash		
Depreciation	-	38,753
Finance costs	23,905	22,082
Other income and expenses, net	43,555	-
Share-based payments	-	1,183
Changes in non-cash working capital items:		
Accounts receivable	10,809	(18,720)
Accounts payable and accrued liabilities	(44,228)	42,879
Prepaid expenses	-	1,131
	(29,208)	(16,538)
Financing activities		
Proceeds from loans	24,972	20,000
Repayment of lease liabilities	-	(3,881)
	24,972	16,119
Change in cash	(4,236)	(419)
Cash, beginning	4,420	6,212
Cash, ending	184	5,793

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

1. Nature of Operations and Going Concern

The Company was incorporated under the laws of the Province of British Columbia on November 3, 1993. The Company's shares are listed on the Canadian Securities Exchange ("Exchange" or "CSE") under the symbol "AVM".

The head office and principal address of the Company are located at 1479 – 329 Howe St, Vancouver, BC, Canada, V6C 3N2. The Company's records office and registered office address is located at Suite 700 – 1199 West Hastings Street, Vancouver, British Columbia, Canada, V6E 3T5.

The Company is in the process of searching for resource properties to explore and has not yet identified any properties that contain established mineral reserves that are economically recoverable. The Company's ability to continue as a going concern is dependent upon the ability of the Company to raise additional financing in order to complete the acquisition, exploration and development of resource properties, the discovery of economically recoverable reserves and upon future profitable production or proceeds from disposition of the Company's resource properties. As a resource company in the exploration stage, the ability of the Company to complete its acquisition, exploration and development will be affected principally by its ability to raise adequate amounts of capital through equity financings, debt financings, joint venturing of projects and other means.

These condensed interim consolidated financial statements have been prepared using accounting policies applicable to a going concern which contemplate the realization of assets and settlement of liabilities in the normal course of business. At January 31, 2025, the Company had not yet achieved profitable operations, had accumulated losses of $17,542,064 (July 31, 2024 - $17,478,815), a deficiency of current assets over current liabilities of $1,861,995 (July 31, 2024 - $1,798,746) and expects to incur further losses in the development of its business. The Company will be required to raise additional capital in order to fund future exploration and evaluation activity and meet its working capital requirements. While the Company has been successful in the past, there is no assurance that it will be able to obtain adequate financing or that such financing will be available on acceptable terms. If the Company is unable to obtain adequate additional financing, the Company will be required to curtail operations, exploration and development activities. These material uncertainties may cast significant doubt on the entity's ability to continue as a going concern. These condensed interim consolidated financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities and commitments other than the normal course of operations, and at amounts different from those in the accompanying condensed interim consolidated financial statements. These adjustments could be material.

2. Material Accounting Policy Information

The condensed interim consolidated financial statements were authorized for issue on March 31, 2025 by the Directors of the Company. The accounting policies set out below have been applied consistently to all periods presented in these condensed interim consolidated financial statements.

(a) Basis of Presentation and Consolidation

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The accounting policies and methods of computation applied by the Company in these condensed interim consolidated financial statements are the same as those applied in the Company's annual consolidated financial statements as at and for the year ended July 31, 2024.

The condensed interim consolidated financial statements include the accounts of the Company and its wholly owned inactive Mexican subsidiary, Promotora Minera Dialex S.A. de C.V. ("Dialex"). All intercompany balances and transactions have been eliminated on consolidation.

2. Material Accounting Policy Information – (continued)

(b) Use of Estimates and Judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities and contingent liabilities as at the date of the consolidated financial statements, and the reported amount of revenues and expenses during the reporting period. Estimates and judgments are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty and judgments that management has made at the date of the statement of financial position which could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to the following:

Going Concern

These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

The assessment of the Company's ability to source future operations and continue as a going concern involves judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

If the going concern assumptions were not appropriate for these financial statements, adjustments would be necessary in the carrying value of assets and liabilities, expenses and the statement of financial position classifications use.

The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the consolidated financial statements are as follows:

Share-based Payments

The Company has an equity-settled share-based scheme for directors, officers, employees and consultants. Services received, and the corresponding increase in equity, are measured by reference to the fair value of the equity instruments at the date of the grant. The fair value of share options is estimated by using the Black-Scholes Option Pricing Model on the date of the grant based on certain assumptions. Those assumptions include, among others, expected volatility, expected life of the options and number of options expected to vest. Where vesting conditions exist for share options, the Board reviews progress against those vesting conditions annually and reviews the estimated date of the financial close of project which will impact the financial statements. In the event that milestone conditions are not met, it is anticipated that certain options will lapse.

Taxes

Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable income realized, including the usage of tax planning strategies.

(Expressed in Canadian Dollars)

3. Property and Equipment

	Right-of-use asset
	$
Cost:	
Balance, July 31, 2023	288,964
Additions	254,246
Balance, July 31, 2024 and January 31, 2025	543,210
Accumulated depreciation and impairment:	
Balance, July 31, 2023	250,211
Depreciation	38,753
Impairment (Note 11)	254,246
Balance, July 31, 2024 and January 31, 2025	543,210
Net book value:	
January 31, 2025	-
July 31, 2024	-

4. Accounts payable and accrued liabilities

	January 31, 2025	July 31, 2024
	$	$
Due to related parties (Note 10)	900,060	853,091
Accrued interest on loans (Note 6)	245,275	225,385
Accounts payable	15,711	25,221
Other accruals	17,104	54,235
Other payables	-	1,000
Obligation to landlord (Note 11)	251,778	251,778
	1,429,928	1,410,710

5. Note payable

	January 31, 2025	July 31, 2024
	$	$
Amounts due to related parties (Note 10)	170,100	170,100

The note payable is unsecured, due on demand and bears no interest.

(Expressed in Canadian Dollars)

6. Loans payable

	January 31, 2025	July 31, 2024
	$	$
Promissory note dated February 8, 2017 and due on August 8, 2017, bearing interest rate of 24%	60,000	60,000
Promissory note dated March 31, 2017 and due on September 30, 2017, bearing interest rate of 24%	16,500	16,500
Promissory note dated October 10, 2017 and due on April 10, 2018, bearing interest rate of 24%	25,000	25,000
Promissory note dated October 11, 2019 and repayable on demand, interest free	5,000	5,000
Promissory note dated November 27, 2017 and due on May 27, 2018, bearing interest rate of 24%	20,000	20,000
Promissory note dated January 22, 2020 and due on July 22, 2020, bearing interest rate of 12%	5,000	5,000
Promissory note dated November 4, 2020 and repayable on demand, bearing interest rate of 12%	14,300	14,300
Promissory note dated December 2, 2020 and repayable on demand, bearing interest rate of 12%	500	500
Promissory note dated August 12, 2021 and repayable on demand, bearing interest rate of 12%	15,000	15,000
Promissory note dated August 22, 2022 and repayable on demand, bearing interest rate of 12%	10,000	10,000
Promissory note dated September 26, 2023 and repayable on demand, bearing interest rate of 12%	20,000	20,000
Promissory note dated November 7, 2024 and repayable on demand, bearing interest rate of 24%	17,097	-
Promissory note dated November 27, 2024 and repayable on demand, bearing interest rate of 24%	7,875	-
Total promissory notes in loans payable	216,272	191,300
CEBA loans	50,154	46,140
Total loans payable	266,426	237,440

As additional consideration for the promissory notes, the Company must issue to the lenders common shares with an aggregate value of $24,300. The shares have not been issued as at January 31, 2025 and July 31, 2024 and are included in share subscriptions (Note 7).

Total interest accrued on the promissory notes as at January 31, 2025 amounted to $245,275 (July 31, 2024 - $225,385) and is included in the accrued liabilities (Note 4). During the three and six months ended January 31, 2025, the Company incurred $10,656 and $19,890 (2024 - $9,234 and $18,870), respectively, of interest expense pertaining to the promissory notes (Note 9). Promissory notes of $64,772 (July 31, 2024 - $39,800) and interest accrued of $10,776 (2023 - $8,664) as at January 31, 2025 are due to related parties (Note 10). Such promissory notes are unsecured, due on demand and bear interest of 12%-24% annually.

CEBA term loans

During the years ending July 31, 2021 and 2020, as part of the Canadian government funded COVID-19 financial assistance programs, the Company received loans in the amount of $60,000 from the Bank of Montreal ("CEBA loans"). The loans are interest free until December 31, 2023 and bear interest at 5% starting on January 1, 2024. If loan remains outstanding after December 31, 2023, only interest payments are required until full principal is due on December 31, 2026.

As at January 31, 2025, the loan balances amounted to $50,154 (July 31, 2024- $46,140). During the three and six months ended January 31, 2025, the Company recorded interest and accretion expenses of $2,049 and $4,015 (2024 - $1,590 and $3,180), respectively, on the loans (Note 9).

(Expressed in Canadian Dollars)

7. Share Capital and Reserves

(a) Authorized

The Company has authorized an unlimited number of voting common shares without par value.

(b) Issued

At January 31, 2025 and July 31, 2024 there were 91,414,661 issued and fully paid common shares.

(c) Stock Options

The Company has a stock option plan under which it is authorized to grant options to directors, officers, employees and consultants for up to a maximum of 10% of the issued and outstanding common stock of the Company. The exercise price (less any discounts permitted by regulatory policies and determined by the directors at the time of grant) under each option shall be the market price of the Company's stock at the date of grant. The options have expiry dates of no later than ten years from the date of grant and vest immediately as determined by the Board of Directors or as to 25% on the date of the grant and 12.5% every three months thereafter for a total vesting period of 18 months.

During the period ended January 31, 2025, and year ended July 31, 2024, there were no stock options granted.

During the three and six months ended January 31, 2025, the Company recorded share-based compensation of $Nil (2024 – $nil and $6,981), respectively, for stock options vested during the period.

A summary of options outstanding follows:

	Number of Options	Weighted Average Exercise Price
	#	$
Balance, July 31, 2023	7,970,000	0.06
Cancelled and expired	(1,350,000)	0.05
Balance, July 31, 2024 and January 31, 2025	6,620,000	0.06

As at January 31, 2025, the weighted average contractual life of the stock options was 1.32 years, and the weighted average exercise price was $0.06 (July 31, 2024: 1.83 years and $0.06).

Stock options outstanding and exercisable at January 31, 2025 are as follows:

Options Outstanding	Exercise Price	Expiry Date	Options Exercisable
#	$		#
755,000	0.05	April 23, 2025	755,000
15,000	0.05	February 23, 2026	15,000
50,000	0.05	September 19, 2026	50,000
580,000	0.05	December 7, 2026	580,000
750,000	0.05	December 3, 2027	750,000
2,650,000	0.08	November 3, 2025	2,650,000
1,620,000	0.05	November 8, 2026	1,620,000
200,000	0.05	March 24, 2027	200,000
6,620,000			6,620,000

(d) Warrants

As at January 31, 2025 and July 31, 2024, all warrants had expired.

(Expressed in Canadian Dollars)

7. Share Capital and Reserves (continued)

(e) Reserve

Stock options and warrants reserve represent the fair value of stock options or warrants until such time that the stock options and warrants are exercised, at which time the corresponding amount will be transferred to share capital.

(f) Share subscriptions

Share subscriptions consist of shares to be issued for loans payable (Note 6).

8. Other income

Other income for the three and six months ended January 31, 2025 was $43,555, which primarily consists of derecognition of payables due to statute of limitations expiry. Other income for the three and six months ended January 31, 2024 of $27,644 and 20,683, respectively, primarily consists of net income generated from office sub-lease (Note 11).

9. Finance costs

	Three months ended January 31,		Six months ended January 31,	
	2025	2024	2025	2024
			$	$
Interest expense on promissory notes (Note 6)	10,656	9,234	19,890	18,870
Accretion expense on CEBA loans (Note 6)	2,049	1,590	4,015	3,180
Interest expense on lease liabilities (Note 11)	-	-	-	32
	12,705	10,824	23,905	22,082

10. Related Party Transactions

(a) Related Party Transactions

The Company incurred the following transactions with companies having directors or officers in common:

	Three months ended January 31,		Six months ended January 31,	
	2025	2024	2025	2024
			$	$
Income from sub-leasing (Note 11)	-	-	-	38,746

(Expressed in Canadian Dollars)

10. Related Party Transactions (continued)

(b) Compensation of Key Management Personnel

The Company's key management personnel have authority and responsibility for planning, directing and controlling the activities of the Company and consists of its directors, officers, Chief Executive Officer and Chief Financial Officer.

	Three months ended January 31,		Six months ended January 31,	
	2025	2024	2025	2024
			$	$
Management fees	22,500	22,500	45,000	45,000
Professional fees	-	7,500	7,500	15,000
Share-based payments	-	-	-	991
	22,500	30,000	52,500	60,991

(c) Related Party Balances

The following related party amounts were included in accounts payable, and accrued liabilities and notes payable:

	January 31, 2025	July 31, 2024
	$	$
A company controlled by officers of the Company (Notes 4,5, and 6)	1,146,658	1,071,655

The following related party amounts were included in accounts receivable:

	January 31, 2025	July 31, 2024
	$	$
A company controlled by officers of the Company	3,060	13,561

11. Lease Commitment

During the year end July 31, 2024, the Company renewed its lease with a start date of February 1, 2024. The Company recognized the renewed lease's right-of-use asset and lease liability of $254,246 based on base rent in monthly average payments of $7,130 with an interest rate of 18% per annum and a lease end date of January 2029. The Company accrued interest on the renewed lease of $10,353 during the year ended July 31, 2024. During the year ended July 31, 2024, the Company was not able to raise the funds needed to continue on the renewed lease. Upon termination of the lease on January 30, 2024, the Company recognized impairment of the ROU asset of $254,246, derecognized the lease liability of $264,599 and recognized an obligation to the landlord of $251,778 included in accounts payable and accrued liabilities (Note 4). The net impact of these write-offs of $241,425 is recognized as a loss on termination of lease.

(Expressed in Canadian Dollars)

11. Lease Commitment (continued)

Amounts recognized in statement of comprehensive loss are as follows:

	Three months ended January 31,		Six months ended January 31,	
	2024	2024	2024	2024
	$	$	$	$
Depreciation expense on right-of-use assets	-	19,377	-	38,753
Interest expense on lease liabilities (Note 9)	-	-	-	32
Expense relating to variable lease payments not included in the measurement of the lease liability	-	37,167	-	72,532
Income from sub-leasing right-of-use assets	-	(3,600)	-	(7,200)
Income from sub-leasing right-of-use assets - related party (Note 10)	-	-	-	(38,746)

The lease contains variable lease payments, such as operating costs and tax payments. The breakdown of lease payment is as follows:

	Three months ended January 31,		Six months ended January 31,	
	2025	2024	2025	2024
	$	$	$	$
Fixed payments	-	-	-	21,390
Variable payments	-	37,167	-	75,532
	-	37,167	-	93,922

As at July 31, 2024, the Company's office lease has ended.

12. Segmented Information

The Company has one operating segment, being the exploration of resource properties and operated in one geographic segment at January 31, 2025 and July 31, 2024, with its assets located in North America

13. Financial Instruments and Risk Management

a) Fair Value of Financial Instruments

As at January 31, 2025, the Company's financial instruments consist of cash, accounts receivable, accounts payable, notes payable and loans payable. The carrying values of these financial instruments approximate their fair values because of their short-term nature and/or the existence of market-related interest rates on the instruments.

IFRS requires disclosures about the inputs to fair value measurements for financial assets and liabilities recorded at fair value, including their classification within a hierarchy that prioritizes the inputs to fair value measurement. The three levels of hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 - Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly; and
Level 3 - Inputs for the asset or liability that are not based on observable market data.

Cash is classified as Level 1. Accounts receivable and payable, notes and loans payable are classified as Level 2 instruments.

13. Financial Instruments and Risk Management (continued)

(b) Financial Instruments Risk

The Company is exposed in varying degrees to a variety of financial instrument related to risks. The Board approves and monitors the risk management processes:

(i) Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company is subject to credit risk on the cash balances at the bank and on amounts receivable. The majority of the Company's cash is held in Canadian based banking institutions, authorized under the Bank Act to accept deposits, which may be eligible for deposit insurance provided by the Canadian Deposit Insurance Corporation. Accounts receivable consists of GST input tax credits receivable from the Government of Canada and amounts due from a related party for sub-lease income. Management considers that credit risks related to cash and accounts receivable are therefore minimal.

(ii) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet the obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to settle obligations and liabilities when due. As at January 31, 2025, the Company had cash of $184 to settle to settle current liabilities of $1,866,454.

The Company is dependent on the availability of credit from its creditors and its ability to generate sufficient funds from equity and debt financing to meet current and future obligations. There can be no assurance that such financing will be available on terms acceptable to the Company (Note 1). Liquidity risk is assessed as high.

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As the Company's loans payable bear a fixed interest rate, management considers interest rate risk to be minimal.

14. Capital Management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can provide returns for shareholders and benefits for other stakeholders. The Company considers the items included in shareholders' deficiency as capital. The management of the capital structure is based on the funds available to the Company in order to support the acquisition, exploration and development of resource properties and to maintain the Company in good standing with the various regulatory authorities. In order to maintain or adjust its capital structure, the Company may issue new shares, sell assets to settle liabilities or return capital to its shareholders. The Company is not subject to externally imposed capital requirements. There were no changes in the Company's management of capital during the period ended January 31, 2025.