



# **ROBERTO RESOURCES**

**ROBERTO RESOURCES INC.**

**Condensed Interim Financial Statements  
Nine Months Ended December 31, 2024 and 2023  
(Expressed in Canadian Dollars, Unaudited)**

## **Notice of no Auditor Review of Condensed Interim Financial Statements**

Under 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 the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim 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 condensed interim 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.

**Roberto Resources Inc.**

(An Exploration Stage Company)

Condensed Interim Statements of Comprehensive Loss

Three and Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

		Three months ended		Nine months ended	
	Note	December 31, 2024	December 31, 2023	December 31, 2024	December 31, 2023
		\$	\$	\$	\$
<b>Operating expenses</b>					
Bank charges		255	(43)	1,014	55
Consulting	6	72,000	-	78,200	-
Currency exchange		762	-	563	-
Exploration and evaluation	5	51,923	-	131,479	-
Investor relations and corporate development		691	-	4,225	-
Office expenses	6	4,561	-	13,365	-
Professional fees		3,824	-	45,860	-
Regulatory and filing fees		3,215	-	30,123	-
Share-based compensation	7	-	-	142,270	-
		(137,231)	43	(447,099)	(55)
<b>Other items</b>					
Other income		1,135	-	1,135	-
<b>Net loss and comprehensive loss for the period</b>					
		(136,096)	43	(445,964)	(55)
<b>Basic and diluted net loss per share</b>					
	7	(0.01)	-	(0.03)	-
<b>Weighted average number of shares outstanding</b>					
		20,160,001	254,349	16,132,365	13,060,001

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

**Roberto Resources Inc.**

(An Exploration Stage Company)

Condensed Interim Statements of Financial Position

(Expressed in Canadian Dollars, Unaudited)

	Note	December 31, 2024	March 31, 2024
<b>Assets</b>			
Current			
Cash and cash equivalents	8	438,985	198,219
Other receivables		13,143	1,697
Prepaid expenses		-	46,516
		<b>452,128</b>	246,432
Non-current			
Mineral property	5	61,000	21,000
		<b>513,128</b>	267,432
<b>Liabilities</b>			
Current			
Accounts payable & accrued liabilities		21,321	2,864
Due to related parties	6	28,501	-
		<b>49,822</b>	2,864
<b>Shareholder's Equity</b>			
Share capital	7	808,458	338,365
Reserves	7	174,609	-
Deficit		(519,761)	(73,797)
		<b>463,306</b>	264,568
		<b>513,128</b>	267,432

*Going Concern (Note 1)***APPROVED BY THE BOARD OF DIRECTORS***Todd Anthony ("signed") Director**Alan Tam ("signed") Director*

**Roberto Resources Inc.**

(An Exploration Stage Company)

Condensed Interim Statements of Changes in Equity

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

	Share Capital	Share Capital	Share- based payments Reserve	Deficit	Total
	Number	\$	\$	\$	\$
Issued					
Private Placement	1,400,000	7,000	-	-	7,000
Mineral Property	200,000	1,000	-	-	1,000
Net loss	-	-	-	(55)	(55)
<b>Balance, December 31, 2023</b>	<b>1,600,001</b>	<b>8,001</b>	<b>-</b>	<b>(55)</b>	<b>7,946</b>
Issued					
Private Placement	6,900,000	690,000	-	-	690,000
Mineral Property	200,000	20,000	-	-	20,000
Share issue costs	-	(239,907)	32,339	-	(207,568)
Share-based compensation	-	-	142,270	-	142,270
Net loss	-	-	-	(445,964)	(445,964)
<b>Balance, December 31, 2024</b>	<b>20,160,001</b>	<b>808,458</b>	<b>174,609</b>	<b>(519,761)</b>	<b>463,306</b>

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

**Roberto Resources Inc.**

(An Exploration Stage Company)

Condensed Interim Statements of Cash Flows

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

	December 31, 2024	December 31, 2023
	\$	\$
<b>Operating Activities</b>		
Net Loss	(445,964)	(55)
<i>Items not involving cash:</i>		
Share-based payments	142,270	-
<i>Changes in non-cash working capital</i>		
Taxes and other receivables	(11,446)	-
Prepays	46,516	-
Accounts payable and accrued liabilities	18,457	-
Due to related parties	28,501	-
<b>Cash used in Operating Activities</b>	<b>(221,666)</b>	<b>(55)</b>
<b>Investing Activity</b>		
Mineral property acquisition	(20,000)	-
<b>Cash used in Investing Activity</b>	<b>(20,000)</b>	<b>-</b>
<b>Financing Activity</b>		
Shares issued for cash, net	482,432	-
<b>Cash provided by Financing Activity</b>	<b>482,432</b>	<b>-</b>
<b>Increase (Decrease) in Cash and Cash Equivalents</b>	<b>240,766</b>	<b>(55)</b>
<b>Cash and Cash Equivalents, Beginning of Period</b>	<b>198,219</b>	<b>-</b>
<b>Cash and Cash Equivalents, End of Period</b>	<b>438,985</b>	<b>(55)</b>
<b>Cash</b>	88,985	(55)
<b>Cash Equivalents</b>	350,000	-
	<b>438,985</b>	<b>(55)</b>

*Supplemental cash flow information (Note 8)**The accompanying notes are an integral part of these condensed interim financial statements*

## **Roberto Resources Inc.**

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

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### **1. Nature of Operations and Going Concern**

Roberto Resources Inc. (the "Company") was incorporated in British Columbia on March 19, 2019, as 1201735 B.C. Ltd. and, on May 10, 2023, changed its name to Roberto Resources Inc. The Company's principal business activities include the acquisition, exploration, and development of natural resource properties for enhancement of value and disposition pursuant to sales agreements or development by way of third-party option and/or joint venture agreements. The Company's registered office is 704 – 595 Howe Street, Box 35, Vancouver, British Columbia, Canada, V6E 2L3.

The business of exploring for minerals involves a high degree of risk and there can be no assurance that any of the Company's current or future exploration programs will result in profitable mining operations. The recoverability of amounts shown for mineral properties is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain financing to complete their exploration and development, and establish future profitable operations, or realize proceeds from their sale. The carrying value of the Company's mineral properties does not reflect present or future value.

These condensed interim financial statements were 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. As of December 31, 2024, the Company had a working capital surplus of \$402,306 (March 31, 2024 - \$243,568). The Company incurred a net loss of \$445,964 for the nine months ended December 31, 2024 (2023 - \$55) and had an accumulated deficit of \$519,761 as at December 31, 2024 (March 31, 2024 - \$73,797).

The continued operations of the Company are dependent on its ability to develop a sufficient financing plan or generate profitable operations in the future. Future capital requirements will depend on many factors including the Company's ability to execute its business plan. To finance future activities, the Company may be required to issue further share capital through private placements and the exercise of warrants. There can be no assurance that such financing will be available to the Company and, therefore, a material uncertainty exists which may cast significant doubt about the Company's ability to continue as a going concern.

The economic uncertainties around persistent inflation pressure and geopolitical events have the potential to slow growth in the global economy. Future developments in these challenging areas could impact on the Company's results and financial condition and the full extent of that impact remains unknown. However, as of December 31, 2024, the Company has not been significantly impacted by these matters.

These condensed interim financial statements do not include the adjustments to assets and liabilities that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

### **2. Basis of Preparation**

These condensed interim financial statements have been prepared in accordance with International Financial Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34 - *Interim Financial Reporting*, using historical cost, except for cash flow information and financial instruments measured at fair value. These condensed interim financial statements should be read in conjunction with the annual financial statements for the year ended March 31, 2024 which have been prepared in accordance with IFRS as issued by the IASB. The Company's functional and presentation currency is the Canadian dollar.

These condensed interim financial statements were approved and authorized for issue by the Board of Directors on February 14, 2025.

## **Roberto Resources Inc.**

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

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### **3. Summary of Material Accounting Policies**

The same material accounting policies are used in the preparation of these condensed interim financial statements as for the most recent audited annual financial statements and reflect all the adjustments necessary for fair presentation in accordance with IFRS of the results for the interim periods presented.

#### *Significant Accounting 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 and liabilities, and revenue and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources.

Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Areas of significant judgement and estimates for the nine months ended December 31, 2024 in the application of IFRS that have a significant effect on the Company's financial statements and estimates with a significant risk of material adjustment in the current and following fiscal years are discussed in Note 3 of the Company's audited financial statements for the year ended March 31, 2024.

#### *Future Accounting Standards*

In April 2024, the IASB issued IFRS 18 – Presentation and Disclosure in Financial Statements (“IFRS 18”) to replace IAS 1 – Presentation of Financial Statements. This standard focuses on updates to the statement of profit or loss, including: (a) the structure of the statement of profit or loss; (b) required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and (c) enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general. It will be effective for the Company for the annual period beginning September 1, 2027, and will be required to be applied retrospectively. The Company is currently assessing the effect of this new standard on its financial statements.

Apart from IFRS 18, other new standards or amendments to existing standards issued but which have not yet been applied by the Company based on the effective date are not currently expected to have a material impact on the Company's financial statements.

### **4. Financial Instruments**

The Company's financial instruments include cash and cash equivalents, which are classified as financial assets measured at amortized cost, and accounts payable and accrued liabilities, which are classified as financial liabilities measured at amortized cost.

The fair values of the Company's financial instruments approximate their carrying values due to the immediate or short-term maturity of these financial instruments.

## Roberto Resources Inc.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

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### 5. Mineral Properties

Mineral property acquisition costs as of December 31, 2024 were:

	<b>Janampalla</b>	<b>Total</b>
	<b>\$</b>	<b>\$</b>
Balance, March 31, 2024	21,000	<b>21,000</b>
Option payments	40,000	<b>40,000</b>
<b>Balance, December 31, 2024</b>	<b>61,000</b>	<b>61,000</b>

#### *Janampalla, Lima, Peru*

On November 29, 2023, the Company entered into an option agreement to earn a 100% interest in three concessions which cover an area of 2,800 hectares: together the Janampalla property. The concessions are located in Huancavalica Province in Central Peru, approximately 250 kilometers southeast of Lima and 75 kilometers to the southeast of Huancayo.

The Company will be deemed to have exercised the option upon:

- (a) paying the Optionor a total of \$200,000 as follows:
- \$20,000 upon signing the Janampalla Option Agreement (paid);
  - \$20,000 on September 4, 2024 (paid);
  - \$25,000 on September 4, 2025;
  - \$35,000 on September 4, 2026; and
  - \$100,000 on September 4, 2027.
- (b) issuing to the Optionor a total of 400,000 Common Shares as follows:
- 200,000 Common Shares upon signing the Janampalla Option Agreement (issued); and
  - 200,000 Common Shares on September 4, 2024 (issued).
- (c) incurring \$600,000 in exploration expenditures as follows:
- \$100,000 on or before the September 4, 2025 (incurred);
  - \$200,000 on or before the September 4, 2026; and
  - \$300,000 on or before the September 4, 2027.

The concessions are subject to a 1% net smelter royalty ("NSR") upon commencement of commercial production, which the Company has the option to purchase for \$1,000,000 at any time.

## Roberto Resources Inc.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

### 5. Mineral Properties, continued

#### *Exploration and Evaluation Expenditures*

Exploration and evaluation expenditures for the nine months ended December 31, 2024 (2023 - \$nil) were:

	<b>Janampalla</b>	<b>Total</b>
	<b>\$</b>	<b>\$</b>
	<b>2024</b>	<b>2024</b>
Assaying	40,986	<b>40,986</b>
Camp costs	12,000	<b>12,000</b>
Community engagement	3,285	<b>3,285</b>
Concession fees	11,437	<b>11,437</b>
Consulting	32,200	<b>32,200</b>
Geologists	15,500	<b>15,500</b>
Surveying	10,000	<b>10,000</b>
Travel	6,071	<b>6,071</b>
	<b>131,479</b>	<b>131,479</b>

### 6. Related Party Balances and Transactions

Related party transactions are in the normal course of operations and have been measured at the exchange amount of consideration agreed between the related parties. Except as disclosed elsewhere, the Company entered into the following related party transactions:

- (a) Fees in the amount of \$30,000 (2023 – \$nil) were charged by 14745177 BC Limited, a company controlled by Todd Anthony, a director and officer of the Company, for consulting services. Accounts payable as at December 31, 2024 were \$15,000 (March 31, 2024 - \$nil).
- (b) Fees in the amount of \$18,025 (2023 – \$nil) were charged by Alan Tam Inc., a company controlled by Alan Tam, a director and officer of the Company, for consulting services. Accounts payable as at December 31, 2024 were \$7,500 (March 31, 2024 - \$nil).
- (c) Fees in the amount of \$15,025 (2023 – \$nil) were charged by Lattz Equity Inc. a company controlled by Darien Lattanzi, a director of the Company, for consulting services. Accounts payable as at December 31, 2024 were \$6,000 (March 31, 2024 - \$nil).
- (d) Rent in the amount of \$7,550 (2023 – \$nil) was charged by Munchen Motorwerks Limited, a company controlled by Darien Lattanzi, a director of the Company. Accounts payable as at December 31, 2024 were \$1 (March 31, 2024 - \$nil).

Key management personnel are the persons responsible for planning, directing, and controlling the activities of an entity, and include the chief executive officer, chief financial officer, and directors. The Company has no long-term employee or post-employment benefits. A summary of compensation awarded to key management, including amounts in (a) to (c) above, was as follows:

	<b>2024</b>	<b>2023</b>
	<b>\$</b>	<b>\$</b>
Short-term benefits	33,050	-
Share-based payments	98,494	-
	<b>131,544</b>	<b>-</b>

## Roberto Resources Inc.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

### 7. Share Capital

#### (a) Authorized

Unlimited number of common shares without par value and an unlimited number of preferred shares without par value.

#### (b) Issuances - Equity

*Nine Months Ended December 31, 2024*

On September 4, 2024, the completed its initial public offering of 6,900,000 common shares at a price of \$0.10 per common share for total gross proceeds of \$690,000. Research Capital Corporation acted as agent (the "Agent") and was granted non-transferable options to purchase a total of 690,000 shares at a price of \$0.10 per share until September 4, 2026 (Note 7(g)). The Company incurred a total of \$207,568 in cash share issue costs inclusive of Agent and other related fees and expenses.

*Nine Months Ended December 31, 2023*

On December 20, 2023, the Company closed a private placement of 1,400,000 common shares at a price of \$0.005 per common share for total gross proceeds of \$7,000.

#### (c) Issuances - Other

*Nine Months Ended December 31, 2024*

On September 4, 2024, the Company issued 200,000 common shares pursuant to the Janampalla Option Agreement with a fair value of \$0.10 per common share based on the Company's stock trading price on the date of issuance.

*Nine Months Ended December 31, 2023*

On November 29, 2023, the Company issued 200,000 common shares pursuant to the Janampalla Option Agreement valued at \$0.005 per common share (based on the per share price of the private placement completed on December 20, 2023) for a total value of \$1,000.

#### (d) Stock Options

On September 18, 2024, the Company granted fully vested stock options to purchase 650,000 common shares of the Company at an exercise price of \$0.10 per common share for a period of five years (Note 7(g)).

Stock options outstanding and exercisable as of December 31, 2024, were:

	Number of options	Weighted average exercise price (\$)	Weighted average remaining life (years)
Balance, March 31, 2023 and 2024	-	-	-
Granted	650,000	0.30	-
<b>Balance, December 31, 2024</b>	<b>650,000</b>	<b>0.30</b>	<b>4.72</b>

**Roberto Resources Inc.**

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

**7. Share Capital, continued**

Expiry date	Exercise price (\$)	Remaining life (years)	Options Outstanding and Exercisable
September 18, 2029	0.30	4.72	650,000

**(e) Share Purchase Warrants**

Share purchase warrants outstanding as of December 31, 2024, were:

	Number of warrants	Weighted average exercise price (\$)	Weighted average remaining life (years)
Balance - March 31, 2024	11,460,000	0.10	4.86
<b>Balance - December 31, 2024</b>	<b>11,460,000</b>	<b>0.10</b>	<b>4.11</b>

Expiry date	Exercise price \$	Warrants outstanding
January 31, 2029	0.10	8,000,000
February 28, 2029	0.10	3,260,000
March 5, 2029	0.10	200,000
		<b>11,460,000</b>

**(f) Agent Options**

Share purchase warrants outstanding as of December 31, 2024, were:

	Number of agent options	Weighted average exercise price (\$)	Weighted average remaining life (years)
Balance - March 31, 2024	-	-	-
Granted	690,000	0.10	-
<b>Balance - December 31, 2024</b>	<b>690,000</b>	<b>0.10</b>	<b>1.68</b>

Expiry date	Exercise price \$	Agent options outstanding
September 4, 2026	0.10	690,000
		<b>690,000</b>

**(g) Fair Value**

The weighted average fair value of stock options granted was \$0.22 (2023 - \$nil) and agent options granted was \$0.05 (2023 - \$nil). Fair values were estimated using the Black-Scholes option pricing model with the following weighted average assumptions whereby the expected volatility assumptions have been developed taking into consideration the volatility using the historical trading price of other companies in the same industry during the similar period:

## Roberto Resources Inc.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

Nine Months Ended December 31, 2024 and 2023

(Expressed in Canadian Dollars, Unaudited)

### 7. Share Capital, continued

	Stock Options	Agent Options
	2024	2024
Risk-free interest rate	2.74%	3.15%
Expected volatility	94.69%	84.86%
Expected life in years	5.00	2.00
Expected dividend yield	0.00%	0.00%

For the nine months ended December 31, 2024, the Company recorded aggregate share-based compensation expense of \$174,609, arising from stock options of \$142,270 (2023 - \$nil) and agent options of \$32,339 (2023 - \$nil).

#### (h) Diluted Loss per Share

Excluded from the calculation of diluted loss per share were 650,000 stock options, 11,460,000 share purchase warrants and 690,000 agent options (2023 – nil), that could potentially dilute basic earnings per share in the future but were not included as being antidilutive for each of the three and nine-month periods ending December 31, 2024 and 2023.

### 8. Supplemental Cash Flow Information

	December 31, 2024	December 31, 2023
	\$	\$
Cash:		
Interest received	1,135	-
Interest paid	-	-
Non-Cash:		
Fair value of shares issued for mineral property	20,000	-
Fair value of agent options	32,339	-

Cash and cash equivalents consist primarily of cash at banks and other short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value.

As at December 31, 2024, \$350,000 was held in a Prime-Linked Cashable GIC.

### 9. Segmented Information

The Company has one operating segment, the acquisition and exploration of mineral properties. As of December 31, 2024, the Company's non-current assets were located in Peru.

### 10. Events after the Reporting Period

Other than disclosed elsewhere, no material events occurred subsequent to the period end.