RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND SIX MONTH PERIOD ENDED OCTOBER 31, 2017
(expressed in Cdn $)

UNAUDITED

Notice of disclosure of non-auditor review of consolidated interim financial statements pursuant to National Instrument 51-102,Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators.

The accompanying condensed consolidated interim financial statements of the Company for the three and six months ended October 31, 2017 have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards and are the responsibility of the Company's management.

The Company's auditors have not performed an audit or a review of these interim financial statements.

RAZORE ROCK RESOURCES INC.

(Incorporated under the Laws of the Province of Ontario)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

UNAUDITED
(Expressed in Canadian Dollars)

	Oct 31, 2017	April 30, 2017
ASSETS		
Current:		
Cash	$ 5,032	$ 7,795
H.S.T. receivable	1,517	4,216
	6,549	12,011
Non-current assets:		
Investment *(Note 5)*	451	720
	$ 7,000	$ 12,731
LIABILITIES		
Current:		
Accounts payable and accrued liabilities *(Note 7)*	$ 139,651	$ 146,963
Short-term loans payable *(Note 9)*	74,170	55,870
	213,821	202,833
SHAREHOLDERS' DEFICIENCY		
Common Shares	1,175,769	1,175,769
Contributed Surplus	138,250	138,250
Deficit	(1,554,028)	(1,537,578)
Accumulated other comprehensive loss	(26,551)	(26,282)
Deficiency attributable to owners of the Company	(266,560)	(249,841)
Non-controlling interest	59,739	59,739
Total Deficiency	(206,821)	(190,102)
	$ 7,000	$ 12,731

Subsequent event - Note 10

Approved on behalf of the board on December 22, 2017**:**

"William R. Johnstone"
William R. Johnstone, director

"Michael Wilson"
Michael Wilson, director

The accompanying notes form an integral part of these condensed consolidated interim financial stateements

RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

FOR THE THREE AND SIX MONTH PERIOD ENDED OCTOBER 31, 2017

UNAUDITED
(Expressed in Canadian Dollars)

	Three months ended October 31 2017	Three months ended October 31 2016	Six months ended October 31 2017	Six months ended October 31 2016
Expenses:				
General administration	$ 3,341	$ 4,676	$ 5,171	$ 6,990
Interest on short term loans	2,305	-	4,052	-
Professional fees (Note 7)	3,562	-	7,227	921
Net loss for the period before undernoted items	(9,208)	(4,676)	(16,450)	(7,911)
Net comprehensive loss for the period	(9,208)	(4,676)	(16,450)	(7,911)
Other comprehensive income, net of tax:				
Change in unrealized gains and losses on available-for-sale financial assets	(269)	-	(269)	(179)
Comprehensive loss for the period	$ (9,477)	$ (4,676)	$ (16,719)	$ (8,090)
Net loss per share - basic and diluted	$ -	$ -	$ -	$ -
Weighted average number of shares outstanding - basic and diluted	11,058,768	10,058,768	11,058,768	10,058,768

The accompanying notes form an integral part of these condensed consolidated interim financial stateements

RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGE IN SHAREHOLDERS EQUITY

FOR THE THREE AND SIX MONTH PERIOD ENDED OCTOBER 31, 2017

UNAUDITED
(Expressed in Canadian Dollars)

	Common Shares			Equity component of			Total
	# Shares	$ Amount	Warrants	Share-based payments	Accumulated Comp. loss	Deficit	Shareholders Deficiency
Balance April 30, 2016	10,058,768	$ 1,155,769	$ -	$ 138,250	$ (26,282)	$ (1,508,598)	$ (240,861)
Net loss and comprehensive loss for the period	-	-	-	-	(179)	(7,911)	(8,090)
Balance October 31,2016	10,058,768	1,155,769	-	138,250	(26,461)	(1,516,509)	(248,951)
Common shares issued for cash	1,000,000	20,000	-	-	-	-	20,000
Net loss for the period	-	-	-	-	179	(21,069)	(20,890)
Balance April 30, 2017	11,058,768	1,175,769	-	138,250	(26,282)	(1,537,578)	(249,841)
Net loss and comprehensive loss for the period	-	-	-	-	(269)	(16,450)	(16,719)
Balance October 31,2017	11,058,768	$ 1,175,769	$ -	$ 138,250	$ (26,551)	$ (1,554,028)	$ (266,560)

The accompanying notes form an integral part of these condensed consolidated interim financial stateements

RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

FOR THE SIX MONTHS ENDED OCTOBER 31, 2017

UNAUDITED
(Expressed in Canadian Dollars)

	Six months ended October 31 2017	Six months ended October 31 2016
Cash was provided by (used in) the following activities:		
Operations:		
Net loss for the period	$ (16,450)	$ (7,911)
Net change in non-cash working capital balances related to operations *(Note 8)*	(4,613)	(8,751)
	(21,063)	(16,662)
Financing		
Short-term loan (Note 9)	18,300	16,733
Net change in cash during the period	(2,763)	71
Cash, beginning of period	7,795	1,967
Cash, end of period	$ 5,032	$ 2,038

The accompanying notes form an integral part of these condensed consolidated interim financial stateements

1. Nature of Operations and Going Concern:

Razore Rock Resources Inc. is a public company incorporated under the laws of the Province of Ontario and its principal business activity is the exploration of its mineral properties. At October 31, 2017 the Company had a working capital deficiency in the amount of $207,272 (April 30, 2017 - $190,822).

The Company is considered to be in the development stage, is in the process of exploring mineral properties in Canada and has not yet determined whether these properties contain economic reserves. These financial statements have been prepared on the basis of accounting principles applicable to a going concern. If the going concern assumption was not appropriate for these financial statements, then adjustments might be necessary to the carrying values of assets and liabilities, the reported loss and the balance sheet classifications used. These adjustments could be material.

The recoverability of the amounts shown for mineral properties is dependent upon the existence of economically recoverable reserves, securing and maintaining title and beneficial interest in the properties, the ability of the Company to obtain necessary financing to complete their development, and upon future profitable production or proceeds from the disposition of its interests. The amounts shown as mineral properties represent net costs to date and do not necessarily represent present or future values. If the going concern assumption was not appropriate for these financial statements, then adjustments might be necessary to the carrying values of assets and liabilities, the reported loss and the balance sheet classifications used.

2. Significant accounting policies:

Statement of Compliance

These unaudited condensed consolidated interim financial statements have been prepared for the six months ended October 31, 2017, including comparative figures, in accordance with International Financial Reporting Standards (“IFRS”), and in particular in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"), as issued by the International Accounting Standards Board ("IASB"). They have been prepared using the accounting policies the Company expects to adopt in its consolidated financial statements as at and for the financial year ending April 30, 2017.

These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the Company’s April 30, 2017 year end audited consolidated financial statements as prepared in accordance with IFRS.

Accounting Standards Issued but not yet Effective

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRIC that are mandatory for accounting periods beginning on or after January 1, 2018 or later periods. Updates that are not applicable or immaterial to the Company have been excluded.

(Expressed in Canadian Dollars)

2. Significant accounting policies (continued):

Financial Instruments: Classification and Measurement ("IFRS 9")

Effective for annual periods beginning on or after January 1, 2018, with early adoption permitted, IFRS 9 introduces new requirements for the classification and measurement and derecognition of financial instruments. Management anticipates that this standard will be adopted in the Company's consolidated financial statements for the period beginning on or after January 1, 2018 and has not yet considered the potential impact of the adoption of IFRS 9.

3. Exploration and evaluation assets:

During the year ended April 30, 2016 the Company allowed its last mineral property to expire. The claim had been held at a nominal amount therefore the write-down was also in a nominal amount.

4. Capital Management:

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risks characteristic of the underlying resource assets. As a junior resource exploration company, the Company considers its capital structure to comprise only working capital.. In order to maintain or adjust the capital structure, the Company may from time to time issue shares and adjust its capital spending to manage current and projected expenditure levels.

The Company has not paid or declared any dividends since the date of its incorporation, nor are any dividends contemplated in the foreseeable future.

The Company does not have any externally imposed capital requirements.

There were no changes in the Company's approach to capital management during the period.

5. Investment:

The Company has investments in Aurcrest Gold Inc. as follows:

	October 31, 2017	April 30, 2017
18,000 shares of Aurcrest Gold Inc.	$ 451	$ 720

The fair market value of its investment as at October 31, 2017 is approximately $451. These available for sale financial instruments have been adjusted to fair market value resulting in an comprehensive to be reflected in other comprehensive income.

6. Share based payments:

The Company has a common share purchase option plan (the "Plan") for directors, officers, employees, and consultants. Options granted under the Plan generally have a five-year term. Options are granted at a price no lower than the market price of the common shares at the time of the grant.

No share based payments were made in the current quarter.

(Expressed in Canadian Dollars)

The change in stock options the six months ended October 31, 2017 are as follows:

	Number of options	Wtd Avge exc. price
At April 30, 2017 and October 31, 2017	250,000	$ 0.14

The following table summarizes information about options outstanding at October 31, 2017

Exercise price	Number of options	Remaining contractual life in years
$0.14	250,000	1.30

Warrants:

The Company has no common share purchase warrants outstanding at October 31, 2016 and October 30, 2017.

7. Related party transactions and balances:

The Company's related parties consist of executive officers and directors

Related Party	Item	Six months ended October 31 2017	2016
Director	Professional fees charged to statement of loss	$ 3,165	$ 921
	Amounts included in accounts payable related to above noted fees	3,165	104,952
	Temporary non-interest bearing, unsecured demand loans from directors and related parties	19,275	25,005
Key Management Personnel			
	Salaries and fees charged to statement of loss	$ -	$ -
	Share-based payments charged to statement of loss	$ -	$ -

The above transactions were in the normal course of operations and were measured at the exchange amount, which are the amounts agreed to by the related parties.

8. Supplemental cash flow information:

Net change in non-cash working capital:

	Oct 31 2017	Oct 31 2016
H.S.T receivable	$ 2,699	$ (1,690)
Accounts payable and accrued liabilities	(7,312)	(7,061)
	$ (4,613)	$ (8,751)

9. Short-term loans payable:

During fiscal 2016 the Company received loans totaling $30,645 from an unrelated party. The loans are unsecured, interest bearing at 10% per annum and are due on demand. The Company has accrued interest on these loans in the amount of $6,387 (April 2017 - $4,842) and is included in accounts payable and accrued liabilities.

During fiscal 2017 the Company received a loan in the amount of $15,000 from an unrelated party. The loan is unsecured, interest bearing at 1.25% per month (15% annually) and is due on demand Interest in the amount of $2,749 (April 2017- $1,615) has been accrued for this loan and is included in accounts payable and accrued liabilities.

During fiscal 2017 the Company received a further loan in the amount of $10,225 from an unrelated party. The loan is unsecured, interest bearing at 1.25% per month (15% annually) and is due on demand. Interest expense of $1,206 (April 2017 - $433) is accrued for this loan and is included in accounts payable and accrued liabilities.

During the current six month period the Company received additional loans in the amount of $18,300 from an unrelated party. The loans are unsecured, interest bearing at 1.25% per month (15% annually) and due on demand. Interest expense of $600 (April 2017 - $nil) has been accrued for this loan and is included in accounts payable and accrued liabilities.

Total interest expense for the six months ended October 31, 2017 totaled $2,846 and is included in the statement of loss and comprehensive loss,

10. Subsequent event:

On December 8, 2017 the Company closed a non-brokered private placement which raised $500,000 (the "Working Capital Financing"). The Company placed 25,000,000 pre-consolidated working capital units ("WC Units"). Each WC Unit was priced at $0.02 and consisted of one (1) common share and one-fifth (1/5) of a common share purchase warrant. Each full common share purchase warrant (a "WC Warrant") entitles the holder to purchase one (1) post-consolidated common share (a "WC Warrant Share") at a price of $0.15 per WC Warrant Share until December 8, 2019. The Company paid a $37,800 finder's fee. After giving effect to the Consolidation, referred to below, the Company issued 5,000,000 post-consolidated common shares and 5,000,000 WC Warrants in respect of the Working Capital Financing. All securities issued pursuant to the Offering are subject to a four month hold period expiring on April 9, 2018. An insider of the Company subscribed for 1,000,000 WC Units for $20,000.

The Company's shareholders approved a share consolidation on the basis of one (1) post-consolidated common share for up to ten (10) pre-consolidated common shares, at the discretion of the Board of Directors, at the annual general and special meeting held on November 24, 2015. The Board of Directors fixed the consolidation ratio at one (1) post-consolidated common share for five (5) pre-consolidated common shares (the "Consolidation") as part of the Working Capital Financing of the Company. The Consolidation was effected December 12, 2017.

As of December 22, 2017, there are 7,211,754 post-Consolidation common shares issued and outstanding after giving effect to the Working Capital Financing.