

RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED JANUARY 31, 2019 AND 2018
(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 nine months ended January 31, 2019 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.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

UNAUDITED (Expressed in Canadian Dollars)

	Jan 31, 2019	April 30, 2018
ASSETS		
Current:		
Cash	\$ 153,492	\$ 283,252
H.S.T. receivable	<u>4,645</u>	<u>8,507</u>
	<u>158,137</u>	<u>291,759</u>
Non-current assets:		
Investments	<u>541</u>	<u>541</u>
	<u>\$ 158,678</u>	<u>\$ 292,300</u>
LIABILITIES		
Current:		
Accounts payable and accrued liabilities	\$ 21,444	\$ 32,026
Short term loan payable (Note 8)	<u>-</u>	<u>79,980</u>
	<u>21,444</u>	<u>112,006</u>
EQUITY (DEFICIENCY)		
Common Shares	1,637,969	1,637,969
Contributed surplus	138,250	138,250
Deficit	(1,672,263)	(1,629,203)
Accumulated other comprehensive income	<u>(26,461)</u>	<u>(26,461)</u>
Equity (Deficiency) attributable to owners of the Company	77,495	120,555
Non-controlling interests	<u>59,739</u>	<u>59,739</u>
Total Equity (Deficiency)	<u>137,234</u>	<u>180,294</u>
	<u>\$ 158,678</u>	<u>\$ 292,300</u>

Approved on behalf of the board on March 26, 2019:

"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 statements

RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF LOSS AND COMPREHENSIVE LOSS

FOR THE THREE AND NINE MONTHS ENDED JANUARY 31, 2019 AND 2018

UNAUDITED

(Expressed in Canadian Dollars)

	Three months ended January 31		Nine months ended January 31	
	2019	2018	2019	2018
	Expenses:			
General administration	1,822	1,992	\$ 11,612	\$ 7,163
Professional fees (Note 6)	5,287	24,475	27,940	31,702
Interest on short term loans (Note 8)	-	2,354	3,508	6,406
	7,109	28,821	43,060	45,271
Loss and comprehensive loss for the period	\$ (7,109)	\$ (28,821)	\$ (43,060)	\$ (45,271)
Net loss per share - basic and diluted	\$ -	\$ (0.01)	\$ (0.01)	\$ (0.02)
Weighted average number of shares outstanding - basic and diluted	7,211,754	2,266,548	7,211,754	2,266,548

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RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGE IN SHAREHOLDERS EQUITY

FOR THE NINE MONTHS ENDED JANUARY 31, 2019 AND 2018

UNAUDITED
(Expressed in Canadian Dollars)

	Common # Shares	Shares \$ Amount	Contributed Surplus	Accumulated Comp. loss	Deficit	Total Shareholders Equity
Balance April 30, 2017	11,058,768	\$ 1,175,769	\$ 138,250	\$ (26,282)	\$ (1,537,578)	\$ (249,841)
Common shares issued for cash	25,000,000	462,200	-	-	-	462,200
Consolidation 1:5	(28,847,014)	-	-	-	-	-
Net loss for the period	-	-	-	(179)	(45,271)	(45,450)
Balance January 31, 2018	7,211,754	1,637,969	138,250	(26,461)	(1,582,849)	166,909
Net loss balance of year	-	-	-	-	(46,354)	(46,354)
Balance April 30, 2018	7,211,754	1,637,969	138,250	(26,461)	(1,629,203)	120,555
Net loss for the period	-	-	-	-	(43,060)	(43,060)
Balance January 31, 2019	7,211,754	\$ 1,637,969	\$ 138,250	\$ (26,461)	\$ (1,672,263)	\$ 77,495

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

RAZORE ROCK RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

FOR THE NINE MONTHS ENDED JANUARY 31, 2019 AND 2018

UNAUDITED

(Expressed in Canadian Dollars)

	<u>2019</u>	<u>2018</u>
Cash was provided by (used in) the following activities:		
Operations:		
Net loss for the period	\$ (43,060)	\$ (45,271)
Items not requiring an outlay of cash:		
Net change in non-cash working capital balances related to operations (<i>Note 7</i>)	<u>(6,720)</u> <u>(49,780)</u>	<u>(30,418)</u> <u>(75,689)</u>
Financing:		
Short term demand loans from related parties	(79,980)	18,300
Capital stock issued for cash (net of costs)	<u>-</u> <u>(79,980)</u>	<u>462,200</u> <u>480,500</u>
Net change in cash during the period	(129,760)	404,811
Cash, beginning of period	<u>283,252</u>	<u>7,795</u>
Cash, end of period	<u>\$ 153,492</u>	<u>\$ 412,606</u>

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RAZORE ROCK RESOURCES INC.

NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED JANUARY 31, 2019 AND 2018

UNAUDITED

(Expressed in Canadian Dollars)

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 January 31, 2019 the Company had working capital in the amount of \$136,693. (April 30, 2018 - \$179,753).

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business, adverse conditions could cast doubt upon the validity of this assumption. Management has estimated that the Company has adequate funds to meet its corporate and administrative obligations for the following year.

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.

2. Significant accounting policies:

(a) Statement of Compliance

These unaudited condensed consolidated interim financial statements have been prepared for the nine months ended January 31, 2018, including comparative figures, in accordance with International Accounting Standard ("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, 2019.

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, 2018 year end audited consolidated financial statements 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, 2019 or later periods. There are currently no new standards that are expected to have a material impact on the Company in the current year.

RAZORE ROCK RESOURCES INC.

NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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3. Capital Management:

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, there is no certainty the Company will be able to issue shares.

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

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

4. Investments:

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

	January 31, <u>2019</u>	April 30, <u>2018</u>
18,000 shares of Aurcrest Gold Inc.	\$ <u>540</u>	\$ <u>540</u>

The fair market value of its investment as at January 31, 2019 is approximately \$540 (2017 - \$540). These FVTOCI financial instruments are carried at fair market value.

5. 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.

The change in stock options during the year ended April 30, 2017 and nine months ended January 31, 2018 are as follows:

	<u>Number of options</u>	<u>Wtd Avge ex. price</u>
As at April 30, 2018 and January 31, 2019	30,000	\$ 0.70

The following table summarizes information about options outstanding at January 31, 2018:

	<u>Number of options</u>	<u>Remaining contractual life in years</u>
Exercise price \$0.70	<u>30,000</u>	<u>0.05</u>

RAZORE ROCK RESOURCES INC.

NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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Warrants:

The following table summarizes information about common share purchase warrants outstanding at January 31, 2019 and April 30, 2018:

	Warrants outstanding <u>and exercisable</u>	Weighted average <u>exercise price</u>
Outstanding as at January 31, 2019 and April 30, 2018	<u>5,000,000</u>	<u>\$ 0.15</u>

The following table summarizes information about the warrants outstanding at January 31, 2019

Weighted. avge. Exercise <u>Price</u>	Warrants outstanding <u>and exercisable</u>	Whtd. avge. remaining contractual life <u>in years</u>
\$ 0.15	<u>5,000,000</u>	<u>0.85</u>

6. Related party transactions and balances:

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

		Nine months ended January 31	
Related Party	Item	2019	2018
Director	Legal fees charged to statement of loss	\$ 21,517	\$ 26,702
	Amounts included in accounts payable related to above noted fees	\$ -	\$ -
	Temporary non-interest bearing, unsecured demand loans from directors and related parties	\$ -	\$ -
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.

7. Supplemental cash flow information:

	Jan 31 <u>2019</u>	Jan 31 <u>2017</u>
Net change in non-cash working capital:		
H.S.T receivable	\$ 3,862	\$ (769)
Accounts payable and accrued liabilities	<u>(10,582)</u>	<u>(29,649)</u>
	<u>\$ (6,720)</u>	<u>\$ (30,418)</u>

8. Short term loans payable :

All short term loans were repaid in the current year.