

**RAZORE ROCK RESOURCES INC.**

**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**FOR THE THREE AND SIX MONTH PERIOD ENDED OCTOBER 31, 2019**  
**(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, 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.**  
(Incorporated under the Laws of the Province of Ontario)

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**

**UNAUDITED**  
(Expressed in Canadian Dollars)

	Oct 31, 2019	April 30, 2019
<b>ASSETS</b>		
<b>Current:</b>		
Cash	\$ 100,908	\$ 149,630
Loan receivable (Note 5)	19,329	19,329
H.S.T. receivable	<u>4,105</u>	<u>5,085</u>
	<u>124,342</u>	<u>174,044</u>
<b>Non-current assets:</b>		
Exploration and evaluation assets (Note 6)	17,000	-
Investment (Note 4)	<u>541</u>	<u>541</u>
	<u>\$ 141,883</u>	<u>\$ 174,585</u>
<b>LIABILITIES</b>		
<b>Current:</b>		
Accounts payable and accrued liabilities (Note 8)	\$ 7,119	\$ 26,734
Short-term loans payable (Note 10)	<u>18,300</u>	<u>18,300</u>
	<u>25,419</u>	<u>45,034</u>
<b>SHAREHOLDERS' EQUITY</b>		
Common Shares (Note 7)	1,654,969	1,637,969
Contributed Surplus	138,250	138,250
Deficit	(1,710,033)	(1,679,946)
Accumulated other comprehensive loss	<u>(26,461)</u>	<u>(26,461)</u>
<b>Equity attributable to owners of the Company</b>	56,725	69,812
Non-controlling interest	<u>59,739</u>	<u>59,739</u>
<b>Total Equity</b>	<u>116,464</u>	<u>129,551</u>
	<u>\$ 141,883</u>	<u>\$ 174,585</u>

Approved on behalf of the board on December 24, 2019:

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

*"Ken Ralfs"*  
Ken Ralfs, director

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

## RAZORE ROCK RESOURCES INC.

### CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

FOR THE THREE AND SIX MONTH PERIOD ENDED OCTOBER 31, 2019

#### UNAUDITED

(Expressed in Canadian Dollars)

	Three months ended October 31		Six months ended October 31	
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
Expenses:				
General administration	\$ 6,176	\$ 5,034	\$ 8,293	\$ 9,790
Interest on short term loans	(1,656)	944	(1,656)	3,508
Professional fees <i>(Note 8)</i>	<u>16,104</u>	<u>12,866</u>	<u>23,450</u>	<u>22,653</u>
Net loss for the period before undernoted items	<u>(20,624)</u>	<u>(18,844)</u>	<u>(30,087)</u>	<u>(35,951)</u>
Other comprehensive income, net of tax:				
Change in unrealized gains and losses on				
Comprehensive loss for the period	<u>\$ (20,624)</u>	<u>\$ (18,844)</u>	<u>\$ (30,087)</u>	<u>\$ (35,951)</u>
Net loss per share - basic and diluted	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Weighted average number of shares outstanding				
- basic and diluted	<u>7,234,580</u>	<u>7,211,754</u>	<u>7,234,580</u>	<u>7,211,754</u>

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

## RAZORE ROCK RESOURCES INC.

### CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGE IN SHAREHOLDERS EQUITY

FOR THE THREE AND SIX MONTH PERIOD ENDED OCTOBER 31, 2019

**UNAUDITED**  
(Expressed in Canadian Dollars)

	Common Shares		Warrants	Equity component of		Deficit	Total Shareholders Equity (Deficiency)
	# Shares	\$ Amount		Share-based payments	Accumulated Comp. loss		
Balance April 30, 2018	7,211,754	\$ 1,637,969	\$ -	\$ 138,250	\$ (26,461)	\$(1,629,203)	\$ 120,555
Net loss and comprehensive loss for the period	-	-	-	-	-	(35,951)	(35,951)
Balance October 31, 2018	7,211,754	1,637,969	-	138,250	(26,461)	(1,665,154)	84,604
Common shares issued for cash	-	-	-	-	-	-	-
Share consolidation	-	-	-	-	-	-	-
Net loss for the period	-	-	-	-	-	(14,792)	(14,792)
Balance April 30, 2019	7,211,754	1,637,969	-	138,250	(26,461)	(1,679,946)	69,812
Issuance of shares for property	200,000	17,000	-	-	-	-	17,000
Net loss and comprehensive loss for the period	-	-	-	-	-	(30,087)	(30,087)
Balance October 31, 2019	7,411,754	\$ 1,654,969	\$ -	\$ 138,250	\$ (26,461)	\$(1,710,033)	\$ 56,725

*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 THREE AND SIX MONTH PERIODS ENDED OCTOBER 31, 2019

**UNAUDITED**

(Expressed in Canadian Dollars)

	Six months ended October 31	
	2019	2018
Cash was provided by (used in) the following activities:		
<b>Operations:</b>		
Net loss for the period	\$ (30,087)	\$ (35,951)
Net change in non-cash working capital balances related to operations <i>(Note 9)</i>	<u>(18,635)</u>	<u>(7,550)</u>
	<u>(48,722)</u>	<u>(43,501)</u>
<b>Investments:</b>		
Acquisition of mining claims <i>(Note 6)</i>	<u>(17,000)</u>	<u>-</u>
<b>Financing</b>		
Short-term loan <i>(Note 10)</i>	-	(79,980)
Issuance of shares for property	<u>17,000</u>	<u>-</u>
	<u>17,000</u>	<u>(79,980)</u>
Net change in cash during the period	(48,722)	(123,481)
Cash, beginning of period	<u>149,630</u>	<u>283,252</u>
Cash, end of period	<u>\$ 100,908</u>	<u>\$ 159,771</u>

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

# RAZORE ROCK RESOURCES INC.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND SIX MONTH PERIODS ENDED OCTOBER 31, 2019

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 October 31, 2019 the Company had working capital in the amount of \$98,923 (April 30, 2019 - \$129,010).

These unaudited condensed consolidated 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 operations, adverse conditions could cast doubt upon the validity of this assumption. In order to meet its corporate and administrative obligations for the coming year the Company will be required to raise funds through debt or equity financing's. Although the Company has been successful in raising funds in prior years through debt and equity financing's, there is no certainty that the Company will be successful in the future.

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:

#### Statement of Compliance

These unaudited condensed consolidated interim financial statements have been prepared for the six months ended October 31, 2019, 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, 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, 2019 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, 2020 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

FOR THE THREE AND SIX MONTH PERIODS ENDED OCTOBER 31, 2019

### UNAUDITED

(Expressed in Canadian Dollars)

#### 3. 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.

#### 4. Investment:

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

	October 31, <u>2019</u>	April 30, <u>2019</u>
18,000 shares of Aurcrest Gold Inc.	\$ <u>541</u>	\$ <u>541</u>

The fair market value of its investment as at October 31, 2019 is approximately \$541. These fair value through other comprehensive income ("FVTOCI") financial instruments have been adjusted to fair market value.

#### 5. Loan receivable

The loan receivable is due on demand, non interest bearing and is unsecured. The loan is due from a non related party. Subsequent to the quarter end in December 2019 the Company received full payment of this loan receivable. See Note 11 (c)

#### 6. Exploration and evaluation assets

On October 9, 2019 the Company entered into an option agreement with True North Gems Inc. ("True North") to earn up to 70% working interest in the True Blue Property ("Property") in the Yukon Territory. The True Blue Property consists of 68 mining claims in the Ketzza-Seagull district of the Southern Yukon in the Watson Lake Mining District comprising 13.3 square kilometres. The Company can earn a 70% interest in the Property by incurring expenditures in the aggregate amount of \$300,000 over three years and issuing an aggregate of 600,000 common shares with 200,000 shares to be issued on closing (issued), a further 200,000 shares on or before November 30, 2020 and a further 200,000 shares on or before November 30, 2021. True North undertook an exploration program on a group of claims that includes the Property and the Company agreed to reimburse True North for its pro-rata share of the costs of the exploration program in the amount of approximately \$50,000 based upon assessment work to be filed by True North on the Property in the amount of approximately \$50,000. Once the Company earn its 70% interest, the parties will form a joint venture and contribute pro-rata to the further exploration and development of the Property. If a party is reduced to a 10% or less interest in the Property, that party's interest will be reduced to a 2% net smelter returns royalty with the right of the remaining party to acquire a 1% net smelter returns royalty at any time for the payment of \$1,000,000

# RAZORE ROCK RESOURCES INC.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

**FOR THE THREE AND SIX MONTH PERIODS ENDED OCTOBER 31, 2019**

**UNAUDITED**  
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### 7. 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 and no options are outstanding at the end of the quarter. The change in stock options for the six months ended October 31, 2019 are as follows:

	<b>Number of options</b>	<b>Wtd Avge exc. price</b>
<b>At October 31, 2018</b>	30,000	\$ 0.70
<b>Expired</b>	<u>(30,000)</u>	<u>0.70</u>
<b>At April 30, 2019 and October 31, 2019</b>	<u>-</u>	<u>\$ -</u>

### Warrants:

	<b><u>Number of warrants</u></b>	<b><u>Exer price</u></b>
Outstanding at October 31, 2019 and April 30, 2019	<u>5,000,000</u>	<u>0.15</u>

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

<u>Weighted. avge. Exercise Price</u>	<u>Warrants outstanding and exercisable</u>	<u>Whtd. avge. remaining contractual life in years</u>
\$ 0.15	<u>5,000,000</u>	<u>0.10</u>

Subsequent to the quarter ended on November 21, 2019 the Company made an application to extend the exercise date of the 5,000,000 warrants currently exercisable until December 8, 2019 at \$0.15 per share, issued pursuant to the private placement financing which closed on December 8, 2017, for a further two (2) years until December 8, 2021. There has been no change to the warrant exercise price.

### 8. Related party transactions and balances:

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

<b>Related Party</b>	<b>Item</b>	<b>Six months ended October 31</b>	
		<b>2019</b>	<b>2018</b>
<b>Director</b>	Professional fees charged to statement of loss	\$ 18,450	\$ 18,230
	Amounts included in accounts payable related to above noted fees	-	-
	Temporary non-interest bearing, unsecured demand loans from directors and related parties	-	-
<b>Key Management Personnel</b>	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.



# RAZORE ROCK RESOURCES INC.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND SIX MONTH PERIODS ENDED OCTOBER 31, 2019

### UNAUDITED

(Expressed in Canadian Dollars)

#### 9. Supplemental cash flow information:

Net change in non-cash working capital:

	Oct 31	Oct 31
	2019	2018
H.S.T receivable	\$ 980	\$ 4,421
Accounts payable and accrued liabilities	<u>(19,615)</u>	<u>(11,971)</u>
	<u>\$ (18,635)</u>	<u>\$ (7,550)</u>

#### 10. Short-term loans payable:

During the prior year the Company paid off all of its existing short term loans and interest with the exception of a loan in the amount of \$18,300. Total interest expense for the six months ended October 31, 2019 amounted to \$-1,656 (2018 -\$3,508). Subsequent to the current quarter ended the Company fully repaid this outstanding short term loan of \$18,300 plus interest owed of \$1,029 included in accounts payable and accrued liabilities. See Note 11(c)

#### 11. Subsequent events:

(a) Subsequent to the quarter ended on November 21, 2019 the Company made an application to extend the exercise date of the 5,000,000 warrants currently exercisable until December 8, 2019 at \$0.15 per share, issued pursuant to the private placement financing which closed on December 8, 2017, for a further two (2) years until December 8, 2021. There has been no change to the warrant exercise price.

(b) The field program of prospecting and remote sensing by True North Gems Inc. on the Company's True Blue property has been completed. The Company's share of expenses relating to the exploration program exceeded \$50,000. Results of the program will be announced when received from True North and analyzed.

(c) In December 2019 the Company received full payment on the loan receivable. The funds were in turn used to repay the short term loan outstanding of \$18,300 plus accrued interest.