

## **Romios Gold Resources Inc.**

### **Consolidated Financial Statements**

For the years ended June 30, 2025, and 2024





#### MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The accompanying consolidated financial statements have been prepared by and are the responsibility of the management of Romios Gold Resources Inc. (the "Company"). The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and reflect management's best estimates and judgments based on currently available information. The Company has developed and maintains a system of internal controls in order to ensure, on a reasonable and cost-effective basis, the reliability of the financial information.

The Board of Directors is responsible for ensuring that management fulfills its responsibility and is ultimately responsible for reviewing and approving the consolidated financial statements. The Board carries out this responsibility principally through its Audit Committee. The consolidated financial statements have been audited by MNP LLP, an independent firm of Chartered Professional Accountants. Their report outlines the scope of their examination and opinion on the consolidated financial statements.

DATED October 28th, 2025.

#### **ROMIOS GOLD RESOURCES INC.**

Per: (signed) "Stephen Burega"

Name: Stephen Burega Title: President

Per: (signed) "Brian Crawford"

Name: Brian Crawford

Title: Chief Financial Officer



To the Shareholders of Romios Gold Resources Inc.:

#### Opinion

We have audited the consolidated financial statements of Romios Gold Resources Inc. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at June 30, 2025 and June 30, 2024, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at June 30, 2025 and June 30, 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board.

#### **Basis for Opinion**

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that the Company incurred a net loss during the year ended June 30, 2025 and, as of that date, the Company had a working capital deficiency and an accumulated deficit. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

#### Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial
  information of the entities or business units within the Company as a basis for forming an opinion on the
  consolidated financial statements. We are responsible for the direction, supervision and review of the audit
  work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Andrew Kevin Spidle.

Mississauga, Ontario

October 28, 2025

Chartered Professional Accountants

MNPLLP

Licensed Public Accountants





#### **Romios Gold Resources Inc. Consolidated Statements of Financial Position**

For the years ended June 30, 2025, and 2024 (Expressed in Canadian dollars)

		As at June 30,	As at June 30,
		2025	2024
	Notes	\$	\$
Assets			
Current			
Cash and cash equivalents	4	<del>-</del>	30,462
Accounts receivable		13,081	13,091
Marketable securities	5	12,000	46,937
Prepaid expenses		46,411	74,663
Total current assets		71,492	165,153
Non-current assets			
Right-of-use assets	7	31,503	94,510
Total assets		102,995	259,663
Liabilities			
Current			
		05 400	457.000
Accounts payable & accrued liabilities	7	95,482	157,669
Current portion of lease obligations	7 12	41,977	65,745
Due to related parties	· <del>-</del>	1,259,461	984,070
Flow-through premium  Total current liabilities	9	9,460 1,406,380	1,207,484
Non-current liabilities		1,400,360	1,207,404
			41,977
Long-term portion of lease obligations  Total liabilities		1,406,380	1,249,461
Total liabilities		1,400,300	1,249,401
Shareholders' equity			
Share capital	8(a)	35,184,345	35,090,844
Warrants	8(c)	200,834	229,002
Contributed surplus	8(b),10	5,631,929	5,567,428
Deficit		(42,320,493)	(41,877,072)
Total shareholders' deficit		(1,303,385)	(989,798)
Total liabilities and shareholders' deficit		102,995	259,663

Nature of operations and going concern (note 1); Subsequent events (note 15)

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

APPROVED ON BEHALF OF THE BOARD, October 28th, 2025.

_"Signed"	_"Signed"
Stephen Burega	Kevin M. Keough



## Romios Gold Resources Inc. Consolidated Statements of Loss and Comprehensive Loss

For the years ended June 30, 2025, and 2024

(Expressed in Canadian dollars)

		Years ei June	
	Notes	2025 \$	2024 \$
Expenses			
Operating activities			
Exploration expenses	6	111,582	252,049
Amortization of right-of-use assets	7	63,007	63,007
Operating expenses		174,589	315,056
General and administrative activities:			
Filing and transfer agent fees		30,362	41,861
Management fees and salaries		128,250	131,063
Office and general		22,113	12,550
Professional fees		119,750	113,455
Shareholder communication		26,408	68,093
General and administrative expenses		326,883	367,022
Loss for the year before the following		501,472	682,078
Flow-through premium	9	(7,207)	-
Fair value adjustments	5	(29,778)	133,121
Interest on lease obligations	7	7,830	13,989
Interest income		(81)	(855)
Other income	5	(28,815)	-
Net loss and comprehensive loss for the year		443,421	828,333
Basic and diluted loss per share		(0.00)	(0.00)
Weighted average number of shares outstanding		261,992,478	248,784,890

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



# Romios Gold Resources Inc. Consolidated Statements of Changes in Shareholders' Equity For the years ended June 30, 2025, and 2024

(Expressed in Canadian dollars)

	Share Capital	Share Capital	Warrants	Contributed Surplus	Deficit	Total
	#	\$	\$	\$	\$	\$
At June 30, 2023	241,873,120	34,951,594	93,496	5,538,433	(41,048,739)	(465,216)
Working capital private placement, net	4,266,699	175,750	_	_	_	175,750
Flow-through unit private placement, net	5,975,033	128,001	_	-	-	128,001
Valuation of warrants issued	-	(164,501)	164,501	-	-	, -
Adjustment of expired warrants	-	· -	(28,995)	28,995	-	-
Net loss and comprehensive loss for the year	-	-	-	-	(828,333)	(828,333)
At June 30, 2024	252,114,852	35,090,844	229,002	5,567,428	(41,877,072)	(989,798)
Working capital private placement, net	10,000,000	100,000	-	-	-	100,000
Flow-through unit private placement, net	1,666,667	46,500	-	-	-	46,500
Flow-through premium	-	(16,666)	-	-	-	(16,666)
Valuation of warrants issued	-	(36,333)	36,333	-	-	-
Adjustment of expired warrants	-	-	(64,501)	64,501	-	-
Net loss and comprehensive loss for the year	-	-	-	-	(443,421)	(443,421)
At June 30, 2025	263,781,519	35,184,345	200,834	5,631,929	(42,320,493)	(1,303,385)

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



#### Romios Gold Resources Inc. Consolidated Statements of Cash Flows

For the years ended June 30, 2025, and 2024

(Expressed in Canadian dollars)

		Years E June	
	Notes	2025 \$	2024 \$
Operating activities			
Net loss for the year		(443,421)	(828,333)
Items not affecting cash:		, , ,	
Amortization of right-of-use assets	7	63,007	63,007
Flow-through share premium	9	(4,939)	-
Gain on settlement of debt		(3,315)	-
Interest on lease obligations	7	7,830	13,989
Other income	5	(25,500)	-
Marketable securities - fair value adjustments	5	(29,778)	133,121
		(436,116)	(618 216)
Net change in non-cash working capital			
Accounts receivable		10	9,837
Prepaid expenses		28,252	4,373
Accounts payable and accrued liabilities		(61,138)	(15,474)
Due to related parties		275,391	153,775
Net cash used in operating activities		(193,601)	(465,705)
Investing activities			
Marketable securities sold	5	90,215	219,178
Net cash from investing activities		90,215	219,178
Financing activities			
Repayment of lease obligations	7	(73,576)	(72,197)
Private placement of flow-through units		50,000	128,001
Private placement of working capital units		100,000	179,250
Share issue costs		(3,500)	(3,500)
Net cash from financing activities		72,924	231,554
Change in cash and cash equivalents		(30,462)	(14,973)
Cash and cash equivalents, beginning of year		30,462	45,435
Cash and cash equivalents, end of year		-	30,462

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





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

Romios Gold Resources Inc. ("Romios" or "the Company") is a listed public Company (TSX-V: RG) incorporated under the Ontario Business Corporations Act and has interests in resource properties which are being explored and evaluated to determine their economic viability. The registered office and location of corporate records is Suite 500, 2 Toronto St., Toronto, Ontario.

These consolidated financial statements (the "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. As at June 30, 2025, the Company had no sources of operating cash flows. The Company will therefore require additional funding which, if not raised, would result in the curtailment of activities and project delays. The Company had a working capital deficiency of \$1,334,888 at June 30, 2025, after providing for \$1,259,461 due to related parties, and has incurred losses since inception resulting in an accumulated deficit of \$42,320,493 at June 30, 2025. The Company's ability to continue as a going concern is uncertain and is dependent upon its ability to continue to raise adequate financing. There can be no assurances that the Company will be successful in this regard. These conditions and events indicate that a material uncertainty exists that may cast significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not reflect adjustments that would be necessary if the "going concern" assumption is not appropriate. If the "going concern" assumption is not appropriate, adjustments to the carrying values of the assets and liabilities, the expenses and the balance sheet classifications, which could be material, would be necessary.

The recoverability of expenditures on its resource properties is dependent upon the existence of resources that are economically recoverable, confirmation of the Company's ownership interests in the claims, the ability of the Company to obtain necessary financing to complete the exploration and the development of the properties, and upon future profitable production or proceeds from disposition thereof.

#### 2. Basis of Preparation and Statement of Compliance

The Statements of the Company as at and for the year ended June 30, 2025, have been prepared in accordance with IFRS® Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") in effect as of June 30, 2025.

#### 3. Summary of Material Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in the Statements.

#### **Principles of Consolidation**

The Statements include the accounts of 100% owned McLymont Mines Inc., which holds the title to some mineral claims in British Columbia, and Romios Gold Nevada Inc., which holds the mining claims in Nevada. All inter-company accounts and transactions have been eliminated on consolidation.

#### **Presentation Currency**

The Company's presentation currency and functional currency is the Canadian dollar ("\$").



#### 3. Summary of Material Accounting Policies (Continued)

#### **Significant Accounting Judgments and Estimates**

The preparation of financial statements requires management to make estimates, judgments and assumptions that affect the amounts reported in the Statements and notes. By their nature, these estimates, judgments and assumptions are subject to measurement uncertainty and the effect on the Statements of changes in such estimates in future periods could be material. These estimates are based on historical experience, current and future economic conditions, and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The more significant estimates and judgments are as follows:

#### Critical accounting estimates

The amounts recorded for share-based compensation transactions are based on estimates. The Black-Scholes Option Pricing Model ("Black-Scholes Model"), is based on subjective estimates of assumptions for expected volatility, expected number of options to vest, dividend rate, risk-free interest rate and expected life of the options.

Management's opinion is that there are no material restoration, rehabilitation and environmental obligations based on the existing facts and circumstances.

Deferred income tax assets and liabilities are computed based on differences between the carrying amounts of assets and liabilities on the Statements of Financial Position and their corresponding tax values. Deferred income tax assets also result from unused loss carry-forwards and other deductions. The valuation of deferred income tax assets is adjusted to reflect the uncertainty of realization through profitable operations.

Valuation of the right-of-use asset and the lease liability on initial recognition or on modification of a lease requires management to estimate the effective borrowing rate.

#### Critical accounting judgments

The following accounting policies involve judgments or assessments made by management:

- The determination of categories of financial assets and financial liabilities;
- The determination of a cash-generating unit for assessing and testing impairment; and
- The determination of when an exploration and evaluation asset moves from the exploration stage to the development stage.

#### **Financial Instruments**

#### Financial assets

Financial assets are classified as either financial assets at fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost. The Company determines the classification of financial assets at initial recognition.

Financial assets at fair value through profit or loss

Financial instruments classified as fair value through profit and loss are reported at fair value at each reporting date, and any change in fair value is recognized in the Statements of Loss in the period during



For the years ended June 30, 2025, and 2024

#### 3. Summary of Material Accounting Policies (Continued)

#### **Financial Instruments (Continued)**

which the change occurs. Realized and unrealized gains and losses from assets held at FVPTL are included in losses in the period in which they arise.

Financial assets at fair value through other comprehensive income

Financial assets carried at FVTOCI are initially recorded at fair value plus transaction costs with all subsequent changes in fair value recognized in other comprehensive income (loss). For investments in equity instruments that are not held for trading, the Company can make an irrevocable election (on an instrument-by-instrument basis) at initial recognition to classify them as FVTOCI. On the disposal of the investment, the cumulative change in fair value remains in other comprehensive income (loss) and is not recycled to profit or loss.

#### Financial assets at amortized cost

Financial assets are classified at amortized cost if the objective of the business model is to hold the financial asset for the collection of contractual cash flows, and the asset's contractual cash flows comprise solely payments of principal and interest. The Company 's accounts receivable are recorded at amortized cost as they meet the required criteria. A provision is recorded based on the expected credit losses for the financial asset and reflects changes in the expected credit losses at each reporting period.

#### Financial liabilities

Financial liabilities are initially recorded at fair value and subsequently measured at amortized cost, unless they are required to be measured at FVTPL (such as derivatives) or the Company has elected to measure at FVTPL. The Company's financial liabilities include trade and other payables which are classified at amortized cost.

#### *Impairment*

IFRS 9 requires an 'expected credit loss' model to be applied which requires a loss allowance to be recognized based on expected credit losses. This applies to financial assets measured at amortized cost. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in initial recognition.

#### Fair value hierarchy

The Company classifies financial instruments recognized at fair value in accordance with a fair value hierarchy that prioritizes the inputs to the valuation technique used to measure fair value as per IFRS 7. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and



#### 3. Summary of Material Accounting Policies (Continued)

#### **Financial Instruments (Continued)**

Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The Company has valued all of its financial instruments using Level 1 measurements.

#### **Cash and Cash Equivalents**

Cash and cash equivalents consist of cash, Canadian Chartered Bank demand deposits and money market funds.

#### **Foreign Currency Translation**

In preparing the financial statements, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing at the dates of the transactions. At each statement of financial position date, monetary assets and liabilities are translated using the period-end exchange rate. Non-monetary assets and liabilities are translated using the historical rate on the date of the transaction.

All gains and losses on translation of these foreign currency transactions are included in the Consolidated Statements of Loss and Comprehensive Loss.

#### **Exploration and Evaluation Assets**

Expenditures incurred acquiring, exploring and evaluating mineral properties are charged to the Statement of Loss as incurred. Costs incurred before the Company has obtained the legal rights to explore an area are also expensed.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, which management has determined to be indicated by a feasibility study, exploration and evaluation assets attributable to that area of interest are capitalized as development assets.

Recoverability of the carrying amount of any development assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

It is management's judgment that none of the Company's exploration and evaluation assets have reached the development stage and as a result are all considered to be exploration and evaluation assets.

#### **Share Capital**

Common shares are classified as shareholders' equity. Transaction costs directly attributable to the issue of common shares are recognized as a deduction from shareholders' equity, net of any tax effects. Common shares issued for consideration other than cash, are measured based on their fair value at the date the shares are issued.

The Company applies the residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more reliably measurable component based on fair value and then the residual value, if any, to the less reliably measurable component. The Company considers the fair value of common shares issued in a private placement to be the more reliably measurable component and the common shares are valued at their fair value, as determined by the closing quoted bid price on the issue date. The balance, if any, is allocated to



For the years ended June 30, 2025, and 2024

#### 3. Summary of Material Accounting Policies (Continued)

#### **Share Capital (Continued)**

the attached warrants. Any value attributed to the warrants is recorded as warrants on the statement of financial position. When a warrant is cancelled or expires, the initial recorded value is reversed from reserves and credited to share capital or deficit, depending on the accounting on issuance.

#### **Share-Based Compensation**

The Company has a stock option plan that provides for the granting of stock options to buy common shares of the Company to directors, officers, employees and services providers. The board of directors generally grants such options for periods of up to five years, with vesting periods determined at its sole discretion and at prices equal to or greater than the closing market price on the day preceding the date the options were granted.

The fair value of share purchase options granted is recognized as an expense with a corresponding increase in contributed surplus. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

The fair value for share purchase options granted to employees or those providing services similar to those provided by a direct employee is measured at the grant date and each tranche is recognized using the accelerated method basis over the period during which the share purchase options vest. The fair value of the share purchase options granted is measured using the Black-Scholes Model, taking into account the terms and conditions upon which the share purchase options were granted.

The fair value for share purchase options granted to non-employees for services provided is measured at the date the services are received. The fair value of the share purchase options granted is measured at the fair value of the services received, unless the fair value of services received cannot be estimated reliably, in which case the fair value of the share purchase options is measured using the Black-Scholes Model, taking into account the terms and conditions upon which the share purchase options were granted.

At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share purchase options that are expected to vest.

When options are exercised, the consideration received is recorded as share capital and the related share-based payments originally recorded as contributed surplus are transferred to share capital. When an option is cancelled or expires, the initial recorded value is reclassified from contributed surplus and credited to deficit.

#### **Income Taxes**

Provisions for taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were initially recorded, such differences will affect the tax provisions in the period in which such determination is made.

#### 3. Summary of Material Accounting Policies (Continued)

#### Restoration, Rehabilitation and Environmental Obligations

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production of an interest in an exploration and evaluation asset. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, as soon as the obligation to incur such costs arises. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either a unit-of-production or the straight-line method as appropriate. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation.

Costs for restoration of subsequent site damage which is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses. The Company has no material restoration, rehabilitation and environmental costs as exploration-related disturbance to date on its properties has been minimal.

#### **Provisions**

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a finance expense ("notional interest").

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic benefits will be required, the provision is reversed. The Company presently does not have any amounts considered to be provisions.

#### Flow-Through Shares

The Company will, from time to time, issue flow-through common shares to finance a portion of its exploration program. Pursuant to the terms of the flow-through share subscription agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability, and ii) share capital. Upon expenses being incurred, the Company recognizes a deferred tax liability for the amount of tax reduction renounced to the shareholders and the premium liability is reversed. The reversal of the premium liability and the deferred tax liability are recognized as tax recoveries to the extent that suitable deferred tax assets are available.

#### **Loss Per Share**

Loss per share is calculated using the weighted average number of common shares outstanding during the year. Since the Company is in a loss position, the effects of exercising share purchase options and warrants are anti-dilutive.



For the years ended June 30, 2025, and 2024

#### 3. Summary of Material Accounting Policies (Continued)

#### Leases - IFRS 16

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- The contract involves the use of an identified asset, either explicitly or implicitly, including consideration of supplier substitution rights;
- The Company has the right to obtain substantially all the economic benefits from the use of the asset throughout the period of use; and
- The Company has the right to direct the use of the asset.

The right-of-use asset is initially measured based on the initial amount of the lease liability plus any initial direct costs incurred less any lease incentives received. The right-of-use asset is depreciated to the earlier of the end of the useful life or the lease term using either the straight-line or units-of-production method, depending on which method more accurately reflects the expected pattern of consumption of the future economic benefits. The lease term includes periods covered by an option to extend if the Company is reasonably certain to exercise the option. The right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

The lease liability is measured at amortized cost using the effective interest method and remeasured when there is a change in future lease payments. Future lease payments can arise from a change in an index or rate, if there is a change in the Company's estimate of the expected payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded to the statement of loss if the carrying amount of the right-of-use asset has been reduced to zero.

#### **Future Accounting Policies**

The Company is currently assessing the impact of the following future accounting policies that are not expected to have a material impact on the Company:

Accounting standards not yet effective:

#### Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosure

The amendments clarify the classification of financial assets with environmental, social and corporate governance and similar features and addresses concerns raised regarding the settlement of liabilities through electronic payment systems. The amendments are effective for annual periods beginning on or after January 1, 2026, with early adoption permitted.

#### IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 introduces three sets of new requirements to give investors more transparent and comparable information about companies' financial performance for better investment decisions:



For the years ended June 30, 2025, and 2024

#### 3. Summary of Material Accounting Policies (Continued)

#### **Future Accounting Policies (Continued)**

- I. Three defined categories for income and expenses (operating, investing and financing) to improve the structure of the income statement, and require all companies to provide new defined subtotals, including operating profit.
- II. Requirement for companies to disclose explanations of management-defined performance measures (MPMs) that are related to the income statement.
- III. Enhanced guidance on how to organize information and whether to provide it in the primary financial statements or in the notes. This new standard is effective for reporting periods beginning on or after January 1, 2027.

The Company is currently in the process of assessing the impact of IFRS 18 on its consolidated financial statements.

#### IAS 1 Presentation of Financial Statements

IAS 1 has been amended to clarify the classification of liabilities as current or non-current based on the contractual arrangements in place at the reporting date. The amendments are effective for the years beginning on or after January 1, 2024. The adoption of this amendment had no material impact on the Company.

#### 4. Cash and Cash Equivalents

Cash and cash equivalents consist of cash and investments in Canadian Chartered Bank demand money market funds.

On October 27, 2023, the Company completed a private placement of 4,266,699 flow-through units for gross proceeds of \$128,001. As at the year ended June 30, 2025, the Company had expended \$105,045 of the funds required to be spent on flow-through share agreements.

On December 27, 2024, the Company completed a private placement of 1,666,667 flow-through units for gross proceeds of \$50,000. As at the year ended June 30, 2025, the Company had expended \$14,818 of the funds required to be spent on flow-through share agreements.



#### 5. Marketable Securities

As at June 30, 2025, and June 30, 2024, the Company held marketable securities consisting of cash on hand and shares in Canadian listed public companies as follows:

June 30, 2025	Number of Shares	Cost \$	Fair Value \$
Copperhead Resources Inc.	300,000	25,500	12,000
		25,500	12,000

June 30, 2024	Number of Shares	Cost \$	Fair Value \$
Enduro Metals Corp.	134,000	376,830	34,841
McEwen Mining Inc.	432	8,360	5,421
Sassy Gold Corp.	26,124	14,107	2,220
Honey Badger Silver Inc.	18,334	58,927	2,109
Gander Gold Corp.	18,464	3,976	2,493
Copperhead Resources Inc.	1,000,000	-	-
		462,200	46,937

During the year ended June 30, 2025, the Company sold marketable securities for net proceeds of \$90,215 (2024 - \$219,178), resulting in a realized loss of \$371,987 (2024 - \$436,686). This loss reflects the amount by which the proceeds were less than the value recorded on initial recognition rather than from the fair value of the shares.

#### 6. Exploration and Evaluation Assets

#### **Ontario Claims**

At June 30, 2025, Romios holds a 100% interest in a total of 12,155.9 hectares in Ontario, comprised of 1) the 5,386 ha. Lundmark-Akow Lake property, subject to a 3% NSR in favour of a single private individual, 2) the 583.9 ha. Arseno Lake property, subject to a 1% NSR in favour of three private individuals, 3) the 1,073 ha. North Caribou River property, subject to a 1% NSR in favour of three private individuals, and 4) the 5,113 ha. Markop Lake property, subject to a 2% NSR in favour of Bounty Gold Corp.

#### **BC Claims**

At June 30, 2025, Romios holds, through its wholly-owned subsidiary McLymont Mines Inc., 100% ownership of several large, highly prospective properties totalling 40,304 hectares within the geologically fertile Golden Triangle region of northwestern British Columbia, within the Coast Range mountains some 160 kms northwest of Stewart. The flagship of the Company's holdings is the 6,379-hectare Trek property, which is subject to a 2% NSR in favour of the original vendors (NAME). Other properties held by Romios include the NSR-free, 614 ha. JW project; the 616 ha. Royce property, subject to a 1% NSR in favour of a single private individual; the NSR free, 15,678 ha. Andrei claims; the NSR free, 8,994 ha. Trek SW claims; the NSR free, 3,989 ha. Red Line property; the NSR free, 1,645 ha. RL South property, and the NSR free, 891 ha. Burt claims.

In addition, the Company retains a 2% NSR on Enduro Metals Corporation's 43,800-hectare Newmont Lake project, located adjacent to the south and east of the Company's Andrei property.

#### 6. Exploration and Evaluation Assets (Continued)

#### **Nevada Claims**

At June 30, 2025, the Company holds, through its wholly-owned Nevada subsidiary Romios Gold Nevada Inc., a 100% interest in 131 claims (1,101 hectares) comprising its Kinkaid property, located in Mineral County, Nevada, 18 km east of the community of Hawthorne. The Kinkaid property is subject to a 2% NSR in favour of two private individuals. Romios also holds a 100% interest in 50 claims (349 hectares) plus 66 acres of land owned by the Company, which together comprise the Scossa property, located in Pershing County, Nevada, 95 kms southwest of Winnemucca. The Scossa property is subject to a 2% Gross Proceeds royalty in favour of the original vendor, Platoro West, LLC.

## Exploration Costs for the Years Ended June 30, 2025, and June 30, 2024, by Jurisdiction and Category

Year Ended June 30, 2025	BC \$	Quebec \$	Ontario \$	Nevada \$	Total \$
Assessment filings	375	-	435	-	810
Assaying	-	-	-	2,681	2,681
Geophysics	18,054	-	-	6,375	24,429
Contract labour	43,550	-	1,463	23,353	68,366
Camp costs	-	-	1,485	4,930	6,415
Other	2,483	98	4,313	1,987	8,882
	64,462	98	7,696	39,326	111,582

Year Ended June 30, 2024	BC \$	Quebec \$	Ontario \$	Nevada \$	Total \$
Assaying	14,980	-	-	6,515	21,495
Contract flying	60,578	-	-	-	60,578
Contract labour	61,084	-	4,723	6,402	72,209
Camp costs	21,247	-	945	-	22,192
Other	5,959	2,103	6,924	60,589	75,575
	189,046	2,103	12,59	73,506	252,049



#### 7. Leases

Set out below are the carrying amounts of right-of-use assets recognized and changes during the period:

Right-of-use assets	Office space \$
As at June 30, 2023	157,517
Amortization expense	(63,007)
As at June 30, 2024	94,510
Amortization expense	(63,007)
As at June 30, 2025	31,503

The Company leases office space. The remaining lease term is 0.58 years (2024: 1.58 years).

Set out below are the carrying amounts of lease liabilities and the movements during the period:

	2025 \$	2024 \$
As at July 1	107,722	165,930
Additions in the period Interest on lease obligations Lease payments	- 7,830 (73,575)	- 13,989 (72,197)
As at June 30	41,977	107,722
Current Non-current	41,977 -	65,745 41,977

#### **Maturity analysis**

	2025 \$	2024 \$
	40.00=	
Year 1	43,387	73,575
Year 2	-	43,387
	43,387	116,962
Less: unearned interest	(1,410)	(9,240)
	41,977	107,722

#### 8. Share Capital

#### (a) Common Shares

The Company is authorized to issue an unlimited number of zero par value common shares. The following table provides the details of changes in the number of issued common shares.

	Number of Shares	Amount \$
Balance, June 30, 2023	241,873,120	34,951,594
Flow through units issued October 27, 2023	4,266,699	128,001
Working capital units issued October 27, 2023	5,975,033	179,250
Warrant issue valuation	-	(162,168)
Broker's warrants	-	(2,333)
Share issue costs	-	(3,500)
Balance, June 30, 2024	252,114,852	35,090,844
Working capital shares issued August 2, 2024	8,500,000	85,000
Working capital shares issued August 23, 2024	1,500,000	15,000
Flow through units issued December 27, 2024	1,666,667	50,000
Flow-through premium	-	(16,666)
Warrant issue valuation	-	(36,333)
Share issue costs	-	(3,500)
Balance, June 30, 2025	263,781,519	35,184,345

During the 2025 fiscal year ended June 30, 2025, the Company completed the following financings:

- On December 27, 2024, the Company closed a non-brokered offering of flow-through units at a price of \$0.03 per unit for gross proceeds of \$50,000. Each unit consisted of one non-flow-through common share and one common share warrant, exercisable for 5 years at \$0.05.
- On August 23, 2024, the Company completed the second of two tranches of a non-brokered private
  placement involving the sale of a total of 10,000,000 common shares at \$0.01 per share for gross
  proceeds of \$100,000.

During the 2024 fiscal year ended June 30, 2024, the Company completed the following financings:

On October 27, 2023, the Company closed a non-brokered offering consisting of the sale of 4,266,700 flow-through units for proceeds of \$128,001, and 5,975,033 working capital units for proceeds of \$179,250. Flow-through units were priced at \$0.03 and consisted of one common share and one-half of one common share purchase warrant, with each full common share warrant exercisable for 2 years at \$0.05. Working capital units were also priced at \$0.03 and consisted of one common share and a full common share warrant exercisable for 2 years at \$0.05.



#### 8. Share Capital (Continued)

#### (b) Options

The Company has a stock option plan (the "Plan") for the benefit of directors, officers, key employees, and consultants. The total number of shares which may be reserved and set aside for issuance to eligible persons may not exceed 10% of the issued and outstanding common shares. At June 30, 2025, 9,800,000 common shares were reserved for the exercise of stock options granted under the Plan.

The following table provides the details of changes in the number of issued common share purchase options during the period:

	Number of Options	Weighted- average exercise price \$	Weighted- average remaining life (months)
Options outstanding at June 30, 2023	19,200,000	0.08	11.2 – 50.1
Expired	(9,200,000)	0.08	
Options outstanding at June 30, 2024	10,000,000	0.06	14.0 – 38.1
Expired	(200,000)	0.05	
Options outstanding at June 30, 2025	9,800,000	0.06	2.0 – 26.1
Options exercisable at June 30, 2025	9,800,000	0.06	2.0 – 26.1

The following table details the pricing and expiry dates of outstanding common share purchase options:

Number of stock options	Number exercisable	Remaining contractual life	Exercise price per share	Expiry date
600,000	600,000	2 months	\$0.05	August 31, 2025
2,000,000	2,000,000	14.3 months	\$0.08	September 10, 2026
1,850,000	1,850,000	14.3 months	\$0.08	September 14, 2026
5,350,000	5,350,000	26.1 months	\$0.05	September 2, 2027
9,800,000	9,800,000		_	



#### 8. Share Capital (Continued)

#### (c) Warrants

On certain issuances of common shares, the Company grants warrants entitling the holder to acquire additional common shares of the Company, and the Company grants warrants as consideration for services associated with the placement of such common share issues. The following table provides the details of changes in the number of outstanding common share purchase warrants.

	Number of Shares	Price Range \$
Balance June 30, 2023	17,101,667	0.09
Private placement warrants issued	8,108,382	0.05
Broker warrants	116,669	0.05
Expired	(11,676,667)	0.08-0.10
Balance June 30, 2024	13,650,051	0.05-0.08
Private placement warrants issued	1,666,667	0.05
Broker warrants	150,000	0.05
Expired	(5,425,000)	0.08
Balance June 30, 2025	10,041,718	0.05

The following table provides details about pricing and expiry dates of outstanding warrants:

Number of warrants	Туре	Remaining contractual life	Exercise price per share	Expiry date
8,108,382	Investor	3.8 months	\$0.05	October 25, 2025
116,669	Broker	3.8 months	\$0.05	October 25, 2025
1,666,667	Investor	53.9 months	\$0.05	December 27, 2029
150,000	Broker	53.9 months	\$0.05	December 27, 2029
10,041,718				

The fair value of the warrants issued October 25, 2023, was estimated to be \$164,501, using the Black-Scholes Model with the following assumptions: risk-free weighted-average interest of 4.73%, expected dividend yield of nil, average expected volatility of 142.94% and expected life term of 24 months.

The fair value of the warrants issued December 27, 2024, was estimated to be \$33,333, using the Black-Scholes Model with the following assumptions: risk-free weighted-average interest of 3.01%, expected dividend yield of nil, average expected volatility of 147.43% and expected life term of 60 months.



#### 9. Flow-Through Premium

Flow-through liabilities include the deferred premium portion of the flow-through shares issued.

On December 27, 2024, the Company closed a private placement of 1,666,667 flow-through units for gross proceeds of \$50,000. As of June 30, 2025, \$21,620 of these funds have been expended on CEE. The Company is committed to spending the full amount on or before December 31, 2025.

On October 23, 2023, the Company closed a private placement of 4,266,700 flow-through units for gross proceeds of \$128,001. As of June 30, 2025, \$105,045 of these funds have been expended on Canadian Exploration Expenditures ("CEE").

The following is a continuity schedule of the liability portion of the flow-through issuances.

	June 30, 2025, \$	June 30, 2024, \$
Balance at the beginning of the period	-	-
Liability incurred on flow-through shares issued	16,667	-
Settlement of liability through the expenditure of funds	(7,207)	-
Balance at the end of the period	9,460	-

#### 10. Contributed Surplus

A summary of changes in contributed surplus is as follows:

	Amount \$
Balance, June 30, 2023	5,538,433
Warrants expired	28,995
Share-based compensation	-
Balance, June 30, 2024	5,567,428
Warrants expired	64,501
Share-based compensation	-
Balance, June 30, 2025	5,631,929



#### 11. Income Taxes

The Company's effective income tax rate differs from the amount that would be computed by applying the combined Federal and Provincial statutory tax rate of 26.25% (2024 - 26.25%) to the net loss for the year for reasons noted below:

	June 30 2025 \$	June 30 2024 \$
Income tax recovery based on statutory rate	(443,421)	(828,333)
Expected income tax recovery	(117,510)	219,510
Non-deductible & other expenses	(11,840)	(10,830)
Share issue costs booked directly to equity	(4,420)	
Change in tax benefits not recognized	133,770	(208,680)
Net income tax recovery	-	-

The following summarizes the components of deferred tax:

	June 30 2025 \$	June 30 2024 \$
Deferred tax assets Lease obligations	8,350	25,050
Deferred tax liabilities Right-of-use assets	(8,350)	(25,045)
Net deferred tax liability	-	-

Deferred tax assets and liabilities have been offset where they relate to income taxes levied by the same taxation authority and the Company has the legal right and intent to offset.

Deferred taxes are provided as a result of temporary differences that arise due to the differences between the income tax values and the carrying amount of assets and liabilities. Deferred tax assets have not been recognized in respect of the following deductible temporary differences:



#### 11. Income Taxes (Continued)

Unrecognized deferred tax assets	June 30 2025 \$	June 30 2024 \$
Capital losses carried forward	1,549,030	1,368,490
Finance Lease Receivables	10,470	13,210
Flow-through premium	9,460	-
Marketable securities	-	306,150
Operating tax losses carried forward	8,368,000	7,610,000
Resource pools – mineral properties	6,658,980	4,765,640
	16,595,180	14,063,490

The Canadian operating tax losses expire as noted in the table below. The capital losses may be carried forward indefinitely but can only be used to reduce capital gains. The remaining deductible temporary differences may be carried forward indefinitely.

Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the group can utilize the benefits therefrom.

The Company's Canadian operating tax losses expire as follows:

Tax Loss Expiry Year	Amount \$		
2029	152,000		
2030	622,000		
2031	931,000		
2032	951,000		
2033	686,000		
2034	573,000		
2035	513,000		
2036	426,000		
2037	218,000		
2038	278,000		
2039	460,000		
2040	345,000		
2041	293,000		
2043	691,000		
2044	717,000		
2045	512,000		
	8,368,000		



For the years ended June 30, 2025, and 2024

#### 12. Related Party Transactions

Related parties include the Board of Directors and officers, close family members and enterprises that are controlled by these individuals as well as certain consultants performing similar functions.

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

During the year ended June 30, 2025, \$90,000 (2024 - \$90,000) was paid or accrued to a company controlled by the CEO for management fees.

During the year ended June 30, 2025, \$36,000 (2024 - \$6,000l) was paid or accrued to a company controlled by the CFO for accounting and management services.

During the year ended June 30, 2025, \$2,250 (2024 - \$35,063) was paid to the former CFO for accounting and management services.

During the year ended June 30, 2025, \$62,270 (2024 - \$87,138) was paid or accrued to the VP Exploration for exploration related services.

During the year ended June 30, 2025, \$61,346 (2024 - \$37,262) was paid or accrued for legal fees to a law firm related to a Director of the Company, William R. Johnstone.

Unpaid Directors' fees for the independent directors were \$111,500 as at June 30, 2025 (June 30, 2024 - \$111,500).

Accounts payable and accrued liabilities include \$1,259,461 (June 30, 2024 - \$984,067) due to officers and directors of the Company. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

#### 12. Financial Instruments and Risk Management

#### Categories of Financial Assets and Liabilities

Under IFRS, financial instruments are classified into one of the following five categories: Fair value through profit and loss ("FVTPL"), held to maturity investments, loans and receivables, assets available for sale and financial liabilities. The carrying values of the Company's financial instruments are classified into the following categories:

	June 30, 2025 \$	June 30, 2024 \$
FVTPL (1)	25,500	77,399
Loans and receivables (2)	13,024	13,091
Financial liabilities (3)	30,383	108,200

- (1) Includes cash and cash equivalents and marketable securities.
- (2) Includes accounts receivable related to HST refunds.
- (3) Includes accounts payable and bank overdrafts.



For the years ended June 30, 2025, and 2024

#### 12. Financial Instruments and Risk Management (Continued)

#### Financial Instruments

The carrying amounts for the Company's cash and cash equivalents approximate their fair values because of the short-term nature of these items. Marketable securities are priced at the quoted closing stock market price on the period end date.

#### Risks Arising From Financial Instruments and Risk Management

The Company's activities expose it to a variety of financial risks: market risk (including interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company.

#### Liquidity Risk

Prudent liquidity risk management implies maintaining at all times sufficient cash, liquid investments and committed credit facilities to meet the Company's commitments as they arise. The Company manages liquidity risk by maintaining adequate cash reserves and by continuously monitoring forecast and actual cash flows. The Company is currently assessing all options to address its liquidity issues. It is not possible to determine with any certainty the success and adequacy of these initiatives.

#### Carrying Value of Exploration and Evaluation Assets

The Company regularly reviews the carrying value of its properties for impairment to determine whether the carrying amount of these assets will be recoverable from future cash flows, option proceeds or from the proceeds of disposition of the properties. Assumptions underlying the cash flow estimates include the forecasted prices for gold, copper and silver, and operating, capital, exploration and reclamation costs, which are subject to risks and uncertainties.

#### 13. Capital Disclosures

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration and evaluation assets. The capital of the Company consists of capital stock, warrants and contributed surplus.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company has its existing working capital and will seek to raise additional amounts as needed. Discussions regarding financing are ongoing.

The Company will continue to assess new properties and acquire an interest in additional properties if it feels there is sufficient geologic or economic potential, and if it has adequate financial resources to do so.

Romios reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements.

#### 14. Subsequent Events

On July 10, 2025, Romios announced the sale of five mineral claim blocks located in the Golden Triangle region of northern British Columbia to Galore Creek Mining Corporation. The claim blocks sold included the



For the years ended June 30, 2025, and 2024

#### 14. Subsequent Events (Continued)

Boulder, JW West, Porc, North East, and North West blocks. As part of the transaction, Romios received cash consideration of \$100,000 and retained a NSR royalty of 2% on each individual claim block.

On August 19, 2025, the Company announced, pursuant to a private placement, the issuance of 37,500,000 units at \$0.02 per unit for gross proceeds of \$750,000. Each unit consisted of one common share and one common share purchase warrant exercisable at \$0.05 for a period of thirty-six months from the date of issue. Finders' fees of \$17,225 and 640,000 broker warrants were issued in connection with the private placement.

On August 31, 2025, 600,000 options expired unexercised.

On September 25, 2025, the Company sold 300,000 shares of Copperhead Resources Inc. for gross proceeds of \$27,000.

On October 2, 2025, the Company announced that it has extinguished \$968,386 of debt owed to four officers, one director, one former director, and one former director and officer for management fees, directors fees and salary, in consideration for the issuance of 25,578,450 common shares of the Company at a price of \$0.02 per share. All securities issued pursuant to the closing of the Debt Settlement are subject to a statutory hold period expiring on February 2, 2026.