



Romios Gold Resources Inc.

Condensed Interim Consolidated Financial Statements

For the three months ended September 30, 2025, and 2024



NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by, and are the responsibility of, the Company's management. The Company's independent auditor has not performed a review of these financial statements.

DATED December 1st, 2025.

ROMIOS GOLD RESOURCES INC.

Per: (signed) "Kevin M. Keough"
Name: Kevin M. Keough
Title: Chief Executive Officer

Per: (signed) "Brian Crawford"
Name: Brian Crawford
Title: Chief Financial Officer



Romios Gold Resources Inc.
Condensed Interim Consolidated Statements of Financial Position
At September 30, 2025, and June 30, 2025

Notes	As at September 30, 2025 \$	As at June 30, 2025 \$ (Audited)
Assets		
Current		
Cash and cash equivalents	4	422,544
Accounts receivable		27,221
Marketable securities	5	-
Prepaid expenses and deposits	6	131,006
Total current assets		640,771
Non-current assets		
Right-of-use assets	8	15,751
Total assets		656,522
Liabilities		
Current		
Accounts payable and accrued liabilities		89,594
Current portion of lease obligations	8	24,285
Due to related parties	12	1,248,482
Flow-through premium	11	-
Total current liabilities		1,362,364
Shareholders' equity		
Share capital	9(a)	35,686,866
Warrants	9(c)	407,534
Contributed surplus	9(b), 11	5,631,929
Deficit		(42,432,171)
Total shareholders' deficit		(705,842)
Total liabilities and shareholders' deficit		656,522

(Expressed in Canadian dollars)

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

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

APPROVED ON BEHALF OF THE BOARD, December 1st, 2025.

"Signed"

Stephen Burega

"Signed"

Kevin M. Keough



Romios Gold Resources Inc.
Condensed Interim Consolidated Statements of Loss and
Comprehensive Loss
For the three months ended September 30, 2025, and 2024
 (Expressed in Canadian dollars)

	Notes	Three Months Ended September 30,	
		2025 \$	2024 \$
Expenses			
Operating activities			
Exploration expenses	7	66,072	24,893
Amortization of right-of-use assets	8	15,752	15,752
Operating expenses		81,824	40,645
General and administrative activities:			
Filing and transfer agent fees		15,194	19,033
Management fees and salaries		49,065	33,750
Office and general		18,861	5,637
Professional fees		59,034	32,396
Shareholder communication		18,366	9,027
General and administrative expenses		151,874	99,843
Loss for the period before the following		233,698	140,488
Fair value adjustments	5	-	7,979
Flow-through share premium	10	(9,460)	-
Gain on sale of resource properties		(100,000)	-
Gain on sale of marketable securities	5	(15,000)	(70)
Interest on lease obligations	8	903	2,563
Interest income		-	(81)
Other income		1,537	-
Net loss and comprehensive loss for the period		111,678	151,019
Basic and diluted loss per share		(0.00)	(0.00)
Weighted average number of shares outstanding		282,531,519	248,784,890

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



Romios Gold Resources Inc.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
For the three months ended September 30, 2025 and 2024
(Expressed in Canadian dollars)

	Share Capital #	Share Capital \$	Warrants \$	Contributed Surplus \$	Deficit \$	Total \$
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
Net loss and comprehensive loss for the period	-	-	-	-	(151,019)	(151,019)
At September 30, 2024						
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	-	-	-	-	(292,402)	(292,402)
At June 30, 2025	263,781,519	35,184,345	200,834	5,631,929	(42,320,493)	(1,303,385)
Working capital unit private placement, net	37,500,000	709,221	-	-	-	709,221
Valuation of warrants issued	-	(206,700)	206,700	-	-	-
Net loss and comprehensive loss for the period	-	-	-	-	(111,678)	(111,678)
At September 30, 2025	301,281,519	35,710,420	407,534	5,631,929	(42,432,171)	(705,842)

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

Romios Gold Resources Inc.
Condensed Interim Consolidated Statements of Cash Flows
For the three months ended September 30, 2025, and 2024
(Expressed in Canadian dollars)

	Notes	Three Months Ended September 30,	
		2025 \$	2024 \$
Operating activities			
Net loss for the year		(111,678)	(151,019)
Items not affecting cash:			
Amortization of right-of-use assets	8	15,752	15,752
Flow-through share premium	10	(9,460)	-
Gain on sale of marketable securities		(15,000)	-
Interest on lease obligations	8	903	2,563
Marketable securities - fair value adjustments	5	-	8,049
		(119,483)	(124,655)
Net change in non-cash working capital			
Accounts receivable		(14,140)	(4,986)
Prepaid expenses		(144,595)	13,972
Accounts payable and accrued liabilities		(5,889)	(39,844)
Due to related parties		(10,976)	63,836
Net cash used in operating activities		(295,083)	(91,677)
Investing activities			
Marketable securities sold	5	27,000	5,117
Net cash from investing activities		27,000	5,117
Financing activities			
Repayment of lease obligations	8	(18,594)	(18,250)
Private placement of working capital units	9(a)	750,000	100,000
Share issue costs	9(a)	(40,779)	-
Net cash from financing activities		690,627	81,750
Change in cash and cash equivalents		422,544	(4,810)
Cash and cash equivalents, beginning of year		-	30,462
Cash and cash equivalents, end of year		422,544	25,652

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



Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended September 30, 2025, and 2024

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 200-3310 South Service Road, Burlington, Ontario L7N 3M6.

These condensed interim 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 September 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 \$721,593 at September 30, 2025 (June 30, 2025 - \$1,334,888), after providing for \$1,248,485 (June 30, 2025 - \$1,259,461) due to related parties, and has incurred losses since inception resulting in an accumulated deficit of \$42,432,171 at September 30, 2025 (June 30, 2025 - \$42,320,493). 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 condensed interim 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

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 – Interim Financial Reporting under IFRS Accounting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"). These condensed interim consolidated financial statements follow the same accounting policies and methods of application as the most recent annual consolidated financial statements of the Company.

These condensed interim consolidated financial statements do not contain all of the information required for full annual financial statements. Accordingly, these unaudited condensed interim consolidated financial statements should be read in conjunction with the Company's June 30, 2025, annual consolidated financial statements, which were prepared in accordance with IFRS® Accounting Standards ("IFRS") as issued by the IASB. These unaudited condensed interim consolidated financial statements are expressed in Canadian dollars and have been prepared on a historical cost basis except for financial instruments that have been measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting on a going concern basis. The accounting policies set out below have been applied consistently to all periods presented in these condensed interim consolidated financial statements as if the policies have always been in effect.

3. Summary of Material Accounting Policies

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



3. Summary of Material Accounting Policies (Continued)

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 ("\$").

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.



3. Summary of Material Accounting Policies (Continued)

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:

- 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 condensed interim consolidated financial statements.

4. Cash and Cash Equivalents

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

On August 15, 2025, the Company completed a private placement of 37,500,000 working capital units for gross proceeds of \$750,000 (Note 9).

5. Marketable Securities

As at September 30, 2025, the Company had sold all of its shares in Canadian listed public companies.



Notes to the Condensed Interim Consolidated Financial Statements
For the three months ended September 30, 2025, and 2024

5. Marketable Securities (Continued)

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

September 30, 2024	Number of Shares	Cost \$	Fair Value \$
Enduro Metals Corp.	110,600	371,643	25,992
McEwen Mining Inc.	432	8,360	5,637
Sassy Gold Corp.	26,124	14,107	286
Honey Badger Silver Inc.	18,334	58,927	1,467
Gander Gold Corp.	18,464	3,976	389
		457,013	33,771

During the three months ended September 30, 2025, the Company sold marketable securities for net proceeds of \$27,000 (2024 - \$5,187), resulting in a realized gain of \$15,000 (2024 - \$70). This gain reflects the amount by which the proceeds were greater than the value recorded on initial recognition rather than from the fair value of the shares.

6. Prepays Expenses and Deposits

	September 30, 2025 \$	June 30, 2025 \$
Reclamation deposit	89,500	28,500
Prepaid taxes on mineral property	58,035	-
Prepaid marketing costs	12,917	-
Prepaid liability insurance	6,806	-
Other	23,748	11,089
	191,006	39,589

7. Exploration and Evaluation Assets

Ontario Claims

At September 30, 2025, Romios holds a 100% interest in a total of 12,155.9 hectares in Ontario, composed of: 1) the 5,386 ha. Lundmark-Akow Lake property, subject to a 3% Net Smelter Return royalty ("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 September 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



7. Exploration and Evaluation Assets (Continued)

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. 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 hectares 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.

As of September 30, 2025, the Company had \$89,500 (2024 - \$28,500) as a deposit with the Ministry of Energy & Mines in connection with future camp reclamation at various properties in BC.

Nevada Claims

At September 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.

The following table presents exploration costs for the three months ended September 30, 2025, and September 30, 2024, by jurisdiction and category:

Three months ended September 30, 2025	BC \$	Ontario \$	Nevada \$	Total \$
Archaeology & Environmental	2,647	-	-	2,647
Camp	12,868	-	-	12,868
Claims	5,927	-	5,276	11,203
Drill Core Sampling & Assays	-	-	4,768	4,768
Field Supplies	125	-	-	125
Field Travel	3,764	-	3,472	7,236
First Nations	2,500	-	-	2,500
Geological	21,478	-	2,588	24,066
Storage	-	540	119	659
	49,309	540	16,223	66,072



Notes to the Condensed Interim Consolidated Financial Statements
For the three months ended September 30, 2025, and 2024

7. Exploration and Evaluation Assets (Continued)

Three months ended September 30, 2024	BC \$	Ontario \$	Nevada \$	Total \$
Assaying	-	-	45	45
Contract labour	8,970	1,463	-	10,433
Camp costs	-	405	-	405
Other	396	361	7,923	8,681
	9,366	2,229	7,968	19,563

8. Leases

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

	Office space \$
Right-of-use assets	
As at June 30, 2024	94,510
Amortization expense	(15,752)
As at September 30, 2024	78,758
Amortization expense	(47,255)
As at June 30, 2025	31,503
Amortization expense	(15,752)
As at September 30, 2025	15,751

The Company leases office space. The remaining lease term is 0.34 years (2024: 1.33 years).

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

	2025 \$	2024 \$
As at July 1	41,977	107,722
Additions in the period	-	-
Interest on lease obligations	903	2,563
Lease payments	(18,595)	(18,250)
As at September 30	24,285	92,035
Current	24,285	67,750
Non-current	-	24,285



Notes to the Condensed Interim Consolidated Financial Statements
For the three months ended September 30, 2025, and 2024

8. Leases (continued)

Maturity analysis

	2025	2024
	\$	\$
Year 1	24,285	73,919
Year 2	-	24,793
	24,285	116,962
Less: unearned interest	-	(6,677)
	24,285	92,035

9. 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, 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
Balance, September 30, 2024	262,114,852	35,190,844
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
Working capital units issued August 15, 2024	37,500,000	750,000
Warrant issue valuation	-	(206,700)
Share issue costs	-	(40,779)
Balance, September 30, 2025	301,281,519	35,686,866

During the three months ended September 30, 2025, the Company completed the following financing:

On August 15, 2025, the Company closed a non-brokered offering of working capital units at a price of \$0.02 per unit for gross proceeds of \$750,000. Each unit consisted of one common share and one common share warrant, exercisable for 3 years at \$0.05.

During the three months ended September 30, 2024, the Company completed the following financing:



Notes to the Condensed Interim Consolidated Financial Statements
For the three months ended September 30, 2025, and 2024

9. Share Capital (Continued)

On August 23, 2024, the Company completed 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

(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 September 30, 2025, 9,200,000 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, 2024	10,000,000	0.06	14.0 – 38.1
Options outstanding at September 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
Expired	(600,000)	0.05	
Options outstanding at September 30, 2025	9,200,000	0.06	3.5 – 23.1
Options exercisable at September 30, 2025	9,200,000	0.06	3.5 – 23.1

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
500,000	500,000	3.5 months	\$0.08	January 16, 2026
300,000	300,000	3.5 months	\$0.05	January 16, 2026
300,000	300,000	6.6 months	\$0.08	April 19, 2026
300,000	300,000	6.6 months	\$0.05	April 19, 2026
2,000,000	2,000,000	11.3 months	\$0.08	September 10, 2026
1,050,000	1,050,000	11.5 months	\$0.08	September 14, 2026
4,750,000	4,750,000	23.1 months	\$0.05	September 2, 2027
9,200,000	9,200,000			



9. 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, 2024	13,650,051	0.05-0.08
Balance September 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
Private placement warrants issued	37,500,000	0.05
Broker warrants	640,000	0.05
Balance September 30, 2025	48,181,718	0.05

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

Number of warrants	Type	Remaining contractual life	Exercise price per share	Expiry date
8,108,382	Investor	0.8 months	\$0.05	October 27, 2025
116,669	Broker	0.8 months	\$0.05	October 27, 2025
1,666,667	Investor	50.9 months	\$0.05	December 27, 2029
150,000	Broker	50.9 months	\$0.05	December 27, 2029
37,500,000	Investor	34.5 months	\$0.05	August 15, 2028
640,000	Broker	34.5 months	\$0.05	August 15, 2028
10,041,718				

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.

The fair value of the warrants issued August 15, 2025, was estimated to be \$187,500 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 317.40% and expected life term of 24 months.



Notes to the Condensed Interim Consolidated Financial Statements
For the three months ended September 30, 2025, and 2024

10. 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 September 30, 2025, all 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.

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

11. Contributed Surplus

A summary of changes in contributed surplus is as follows:

	Amount \$
Balance, June 30, 2024	5,567,428
Warrants expired	-
Balance, September 30, 2024	5,567,428
Warrants expired	64,501
Balance, June 30, 2025	5,631,929
Warrants expired	-
Balance, September 30, 2025	5,631,929

12. Related Party Transactions

All related party transactions are recorded at the exchange amount which is the amount agreed to by the Company and the related party. 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 three months ended September 30, 2025, \$22,500 (2024 - \$22,500) was paid or accrued to a company controlled by the former CEO and current President for management fees.

During the three months ended September 30, 2025, \$16,666 (2024 - \$nil) was paid to the current CEO for management fees.



12. Related Party Transactions (Continued)

During the three months ended September 30, 2025, \$9,000 (2024 - \$9,000) was paid or accrued to a company controlled by the CFO for accounting and management services.

During the three months ended September 30, 2025, \$nil (2024 - \$2,250) was paid to the former CFO for accounting and management services.

During the three months ended September 30, 2025, \$35,312 (2024 - \$12,903) was paid or accrued to the VP Exploration for exploration related services.

During the three months ended September 30, 2025, \$64,346 (2024 - \$16,532) was paid or accrued for legal fees to a law firm related to a Director of the Company, William R. Johnstone.

In the normal course of operations, the Company transacts with corporations controlled by directors or officers of the Company. All amounts payable and receivable are non-interest bearing, unsecured and due on demand and also include amounts advanced for services to be rendered. The following table summarizes the amounts due to/(from) related parties:

See note below	September 30, 2025 \$	June 30, 2025 \$
Brant Capital Partners Inc.	29,290	33,900
Brian Robertson	37,500	37,500
Frank van de Water	8,602	8,602
Gardiner Roberts	90,482	89,661
Garth Kirkham	39,000	39,000
John Bizcok	135,035	136,017
Kevin Keough	8,333	-
Stephen Burega	157,341	171,879
Thomas Skimming	35,000	35,000
Tom Drivas	6,085	6,085
Tom Drivas - payroll	701,817	701,817
	1,248,485	1,259,461

Note: On October 1, 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.

13. 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



13. Financial Instruments and Risk Management (Continued)

	September 30, 2025 \$	June 30, 2025 \$
FVTPL ⁽¹⁾	422,544	25,500
Loans and receivables ⁽²⁾	27,221	13,024
Financial liabilities ⁽³⁾	90,638	30,383

(1) Includes cash and cash equivalents and marketable securities.

(2) Includes accounts receivable related to HST refunds.

(3) Includes accounts payable and bank overdrafts.

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.

14. Capital Disclosures

The capital of the Company consists of capital stock, warrants and contributed surplus.

The Company manages its capital structure and makes adjustments to it, generally by selling shares, based upon management’s assessment of the funds required to support the acquisition, exploration and development of the Company’s mineral property assets.



Notes to the Condensed Interim Consolidated Financial Statements
For the three months ended September 30, 2025, and 2024

14. Capital Disclosures (Continued)

The properties in which the Company currently has an interest are in the exploration stage, and the Company has no reasonable prospect of generating revenues for the foreseeable future. As such, the Company is entirely dependent upon external financing, and occasional asset sales, to fund its activities. To carry out exploration and cover overheads, the Company will utilize its existing working capital and raise additional amounts as needed.

The Company may acquire interests in additional properties should management feel that there is sufficient geological 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.

15. Subsequent Events

On October 1, 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 (the "Debt Settlement"). All securities issued pursuant to the closing of the Debt Settlement are subject to a statutory hold period expiring on February 2, 2026.

On October 27, 2025, 1,200,000 warrants were exercised for gross proceeds of \$60,000.

On November 10, 2025, the Company announced the sale of 1,200 hectares of claims in B.C.'s Golden Triangle to Enduro Metals Corp. for \$300,000 cash, retaining a 2% net smelter returns royalty in the claims.