

# **GROSVENOR**

**RESOURCE CORPORATION**

**CONDENSED INTERIM FINANCIAL STATEMENTS**  
**(Unaudited)**  
**(Expressed in Canadian Dollars)**

**February 28, 2023**

These unaudited condensed interim financial statements of Grosvenor Resource Corporation for the six months ended February 28, 2023 have been prepared by management and approved by the Board of Directors. These unaudited condensed interim financial statements have not been reviewed by the Company's external auditors.

**GROSVENOR RESOURCE CORPORATION**  
**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**  
**AS AT**  
(Unaudited)  
(Expressed in Canadian Dollars)

	February 28, 2023	August 31, 2022 (Audited)
<b>ASSETS</b>		
<b>Current</b>		
Cash and equivalents	\$ 348,189	\$ 428,673
Short-term investments	940,060	932,249
Marketable securities (Note 3)	1,657,980	2,147,220
Receivables	73,756	65,318
Prepaid expenses	<u>4,406</u>	<u>8,812</u>
	3,024,391	3,582,272
<b>Exploration and evaluation asset</b> (Note 4)	<u>41,134</u>	<u>41,134</u>
	<u>\$ 3,065,525</u>	<u>\$ 3,623,406</u>

**LIABILITIES AND SHAREHOLDERS' EQUITY**

**Current**

Accounts payable and accrued liabilities (Note 5)	<u>\$ 10,705</u>	<u>\$ 28,167</u>
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**Shareholders' equity**

Capital stock (Note 6)	10,099,749	10,099,749
Reserves (Note 6)	2,083,737	2,083,737
Accumulated other comprehensive income	1,254,493	1,677,686
Deficit	<u>(10,383,159)</u>	<u>(10,265,933)</u>
	<u>3,054,820</u>	<u>3,595,239</u>
	<u>\$ 3,065,525</u>	<u>\$ 3,623,406</u>

**Nature of operations** (Note 1)

**Commitment** (Note 9)

Approved by the Board of Directors:

<u>“Douglas Scheving”</u> Douglas Scheving	Director	<u>“Ian Rozier”</u> Ian Rozier	Director
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The accompanying notes are an integral part of these condensed interim financial statements.

**GROSVENOR RESOURCE CORPORATION**  
**CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**  
(Unaudited)  
(Expressed in Canadian Dollars)

	Three months ended Feb. 28, 2023	Three months ended Feb. 28, 2022	Six months ended Feb. 28, 2023	Six months ended Feb. 28, 2022
<b>EXPENSES</b>				
Consulting fees	\$ 21,000	\$ 21,000	\$ 42,000	\$ 42,000
Directors' fees	6,000	6,000	12,000	12,000
Management fees	24,000	24,000	48,000	48,000
Office and miscellaneous	4,163	4,674	7,447	8,586
Professional fees	18,607	23,108	38,107	41,496
Rent	3,000	3,000	6,000	6,000
Shareholder communications	1,012	1,459	1,507	1,639
Transfer agent and filing fees	11,192	7,894	12,040	12,272
Travel and related	1,427	1,959	7,126	4,494
	<u>(90,401)</u>	<u>(93,094)</u>	<u>(174,227)</u>	<u>(176,487)</u>
<b>OTHER ITEMS</b>				
Dividend income	54,360	54,360	108,720	163,080
Interest income	6,696	785	14,328	1,555
	<u>61,056</u>	<u>55,145</u>	<u>123,048</u>	<u>164,635</u>
<b>Income (loss) before taxes</b>	(29,345)	(37,949)	(51,179)	(11,852)
Deferred tax (expense) recovery	<u>(40,362)</u>	<u>7,339</u>	<u>(66,047)</u>	<u>7,339</u>
<b>Income (loss) for the period</b>	(69,707)	(30,610)	(117,226)	(4,513)
<b>OTHER COMPREHENSIVE INCOME</b>				
Unrealized gain on marketable securities, net of tax (Note 3)	<u>(258,618)</u>	<u>47,021</u>	<u>(423,193)</u>	<u>47,021</u>
<b>Comprehensive net income for the period</b>	\$ (328,325)	\$ 16,411	\$ (540,419)	\$ 42,508
<b>Basic and diluted loss per common share</b>	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
<b>Weighted average number of common shares outstanding</b>	26,900,694	26,900,694	26,900,694	26,900,694

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

**GROSVENOR RESOURCE CORPORATION**  
**CONDENSED INTERIM STATEMENTS OF CASH FLOWS**  
**SIX MONTHS ENDED,**  
(Unaudited)  
(Expressed in Canadian Dollars)

	February 28, 2023	February 28, 2022
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income (loss) for the period	\$ (117,226)	\$ (4,512)
Items not affecting cash:		
Deferred tax expense (recovery)	66,047	(7,339)
Interest income	(14,328)	(1,555)
Change in non-cash working capital items:		
Decrease (increase) in receivables	(5,783)	62,030
Decrease in prepaid expenses	4,406	3,962
Decrease in accounts payable and accrued liabilities	(17,462)	(4,206)
Interest received	<u>11,673</u>	<u>102</u>
Cash provided by (used for) operating activities	<u>(80,484)</u>	<u>48,482</u>
<b>CASH FLOWS FROM INVESTING ACTIVITY</b>		
Expenditures on exploration and evaluation asset	<u>-</u>	<u>(500)</u>
Cash used for investing activity	<u>-</u>	<u>(500)</u>
<b>Change in cash and equivalents during the period</b>	(80,484)	47,982
<b>Cash and equivalents, beginning of period</b>	<u>428,673</u>	<u>1,306,017</u>
<b>Cash and equivalents, end of period</b>	<u>\$ 348,189</u>	<u>\$ 1,353,999</u>
<b>Cash and equivalents consists of:</b>		
Cash	\$ 27,793	\$ 39,181
Guaranteed Investment Certificates & Mutual Funds	<u>320,450</u>	<u>1,314,818</u>
	<u>\$ 348,189</u>	<u>\$ 1,353,999</u>

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**GROSVENOR RESOURCE CORPORATION**  
**CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**  
(Unaudited)  
(Expressed in Canadian Dollars)

	<u>Capital Stock</u>		Reserves	Accumulated Other Comprehensive Income	Deficit	Total
	Number	Amount				
<b>Balance at August 31, 2021</b>	26,900,694	\$ 10,099,749	\$ 2,083,737	\$ 1,936,304	\$ (10,201,956)	\$ 3,917,834
Loss for the period	-	-	-	-	(4,513)	(4,513)
Unrealized gain on marketable securities	-	-	-	47,021	-	47,021
<b>Balance at February 28, 2022</b>	26,900,694	\$ 10,099,749	\$ 2,083,737	\$ 1,983,325	\$ (10,206,468)	\$ 3,960,343
<b>Balance at August 31, 2022</b>	26,900,694	\$ 10,099,749	\$ 2,083,737	\$ 1,677,686	\$ (10,265,933)	\$ 3,595,239
Loss for the period	-	-	-	-	(117,226)	(117,226)
Unrealized loss on marketable securities, net of tax	-	-	-	(423,193)	-	(423,193)
<b>Balance at February 28, 2023</b>	26,900,694	\$ 10,099,749	\$ 2,083,737	\$ 1,254,493	\$ (10,383,159)	\$ 3,054,820

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

**1. NATURE OF OPERATIONS**

Grosvenor Resource Corporation (the “Company”) was incorporated on January 6, 2004 under the laws of the Province of Ontario and was granted certification of continuation by the Province of British Columbia and is considered to be in the exploration stage with respect to its evaluation and exploration asset. Based on the information available to date, the Company has not yet determined whether its exploration and evaluation asset contains ore reserves. Recoverability of the carrying amount of the exploration and evaluation asset is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

The Company’s head office and principal address is 202-2168 Marine Drive, West Vancouver, British Columbia, Canada, V7V 1K3. The Company’s registered and records office is 1500 – 1055 West Georgia Street, Vancouver, British Columbia, Canada, V6E 4N7.

The recovery of the amounts comprising exploration and evaluation assets is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon future profitable production.

These unaudited condensed interim financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes that the Company will be able to continue in operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. To date, the Company has financed its operations through issuance of common shares and the receipt of dividend income. The Company currently has cash and equivalents, marketable securities and short term investments totalling \$2,946,229 and net working capital of \$3,013,686 which, the Company believes, is sufficient to fund its current operations in the foreseeable future. In the longer term, additional equity or debt financing may be necessary to fund exploration and general and administrative activities.

These unaudited condensed interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

**2. STATEMENT OF COMPLIANCE**

These unaudited condensed interim financial statements were authorized for issue on April 20, 2023 by the directors of the Company.

*Statement of compliance*

These unaudited condensed interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting” (“IAS 34”) using accounting policies consistent with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and Interpretations of the IFRS Interpretations Committee.

These unaudited condensed interim financial statements do not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the audited annual financial statements of the Company for the year ended August 31, 2022.

**GROSVENOR RESOURCE CORPORATION**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
(Unaudited)  
(Expressed in Canadian Dollars)  
**FEBRUARY 28, 2023**

**3. MARKETABLE SECURITIES**

The Company holds 5,436,000 (August 31, 2022 – 5,436,000) common shares of Newport Exploration Ltd. (“Newport”). The Company received these shares, recorded at a fair value of \$217,440, as partial consideration from the sale of the Chu Chua Property in 2014. As at February 28, 2023, the fair value of the common shares held was \$1,657,980 (August 31, 2022 - \$2,147,220) which resulted in an unrealized loss on marketable securities, net of tax, of \$423,193 (2022 –\$47,021 gain). During the six months ended February 28, 2023, the Company recorded a cash dividend of \$108,720 (2022 - \$163,080), which represents a dividend of \$0.02 (2022 - \$0.03) per common share of its Newport shares. Subsequent to February 28, 2023, the Company received its \$54,360 dividend, which was included in receivables at February 28, 2023.

**4. EXPLORATION AND EVALUATION ASSET**

Powder

In 2018, the Company acquired a 100% interest in the Powder gold-silver property (“Powder”) for \$7,500 in cash and 50,000 common shares (valued at \$8,500). The property is subject to a 1% NSR.

	<b>Six Months Ended February 28, 2023</b>	<b>Year ended August 31, 2022</b>
<b>Acquisition costs</b>		
Balance, beginning and end of period	\$ 16,000	\$ 16,000
<b>Exploration costs</b>		
Balance, beginning of period	25,134	19,787
Claim maintenance	-	5,347
Balance, end of period	25,134	25,134
<b>Total, end of period</b>	<b>\$ 41,134</b>	<b>\$ 41,134</b>

**5. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

	February 28, 2023	August 31, 2022
Trade payables	\$ 6,505	\$ 5,017
Related party transactions (Note 7)	4,000	4,000
Accrued liabilities	200	19,150
<b>Total</b>	<b>\$ 10,705</b>	<b>\$ 28,167</b>

The average credit period of purchases is one month. The Company has financial risk management policies in place to ensure that all payables are paid within these agreed credit terms. The Company’s exposure to liquidity risk is included in Note 11.



**GROSVENOR RESOURCE CORPORATION**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
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**FEBRUARY 28, 2023**

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**6. CAPITAL STOCK AND RESERVES**

a) Authorized share capital

As at February 28, 2023, the authorized share capital of the Company is an unlimited number of common shares without par value.

Basic and diluted per share amounts were calculated based on the weighted number of shares outstanding of 26,900,694. The Company's outstanding stock options were antidilutive.

b) Stock options:

The Company has an incentive stock option plan (the "Plan") in place under which it is authorized to grant options to directors and employees to acquire up to 10% of the Company's issued and outstanding common shares. Under the Plan, the exercise price of each option may not be less than the market price of the Company's stock as calculated on the date of grant less the applicable discount. The options can be granted for a maximum term of 10 years and vesting periods are determined by the Board of Directors.

Details of options outstanding as at February 28, 2023 are as follows:

Number of Options	Exercise Price	Expiry Date
2,450,000	\$0.17	May 29, 2023*

\*these options vested 100% on the date of grant.

There were no stock option transactions during the year ended August 31, 2022 or the six months ended February 28, 2023.

**7. RELATED PARTY TRANSACTIONS**

Payments to key management personnel, consisting of the Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO") and members of the board of directors, for compensation are as follows:

	February 28, 2023	February 28, 2022
Management fees	\$ 48,000	\$ 48,000
Professional fees	36,000	36,000
Directors fees	12,000	12,000

During the six months ended February 28, 2023, the Company reimbursed rent expense of \$Nil (2022 - \$4,000) to a company controlled by a director of the Company, and \$6,000 (2022 - \$2,000) to a company with a director in common.

As at February 28, 2023 accounts payable and accrued liabilities included \$4,000 (August 31, 2022 - \$4,000) owing to directors of the Company.

**8. COMMITMENTS**

Grosvenor has management and consulting contracts with Ian Rozier, a director and Chief Executive Officer, and a company controlled by Tyler Friesen, Chief Financial Officer. The parties are paid a combined total of \$14,000 per month and the contracts remain in force on a continuous basis but can be terminated by Grosvenor with three months written notice. If Grosvenor terminates services of either or both parties, it will be obligated to pay 36 months of service fees to Ian Rozier, and 12 months of service fees to the company controlled by Tyler Friesen.

Effective January 1, 2018, the Company entered into a consulting contract with Prospect Point Consulting Ltd. to provide corporate consulting services for Grosvenor at \$7,000 per month. The contract remains in force on a continuous basis but can be terminated by Grosvenor with three months written notice. If Grosvenor terminates the services of the company, it will be obligated to pay 24 months services fees to the company.

**9. SEGMENTED INFORMATION**

The Company operates in the acquisition and exploration of resource assets segment. The Company's exploration and evaluation asset is held in Canada.

**10. FAIR VALUES**

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The carrying value of cash and equivalents, receivables and accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments. The fair value of short term investments and marketable securities was \$940,060 (August 31, 2022 - \$932,249) and \$1,657,980 (August 31, 2022 - \$2,147,220) respectively, as at February 28, 2023, which are level 1 fair value measurements.

**11. FINANCIAL AND CAPITAL RISK MANAGEMENT**

**Financial risk factors**

The Company is exposed in varying degrees to a variety of financial instrument related risks and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

*Credit risk*

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and equivalents, short-term investments and receivables, the carrying value totalling \$1,362,005, represents the Company's maximum exposure to credit risk. Management believes that the credit risk concentration with respect to financial instruments is remote because cash and equivalents and short-term investments are held with reputable Canadian financial institutions. Receivables consist mainly of dividends, GST and interest. The Company does not consider any of its current receivables past due. The Company believes any credit risk associated with its receivables is low due to the historical success of collecting receivables.

**11. FINANCIAL AND CAPITAL RISK MANAGEMENT (cont'd)**

*Liquidity risk*

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they come due. As at February 28, 2023, the Company had a cash and equivalents balance of \$348,189, marketable securities of \$1,657,980 and short-term investments of \$940,060 to settle current liabilities of \$10,705. All of the Company's financial liabilities are subject to normal trade terms.

*Market risk*

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and equity prices. These fluctuations may be significant.

a) Interest rate risk

The Company has cash and equivalents balances and short-term investments. The Company's current policy is to invest excess cash in investment-grade short-term deposits certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. The effect on net loss of a 1% change in interest rates is approximately \$6,900.

b) Price risk

The Company is exposed to equity risk with respect to the market price of its Newport shares. A change in market price will impact the value of its Newport shareholdings and have an impact on other comprehensive income and working capital. The effect on net income of a 1% change in market price is approximately \$12,100.

**Capital management**

Grosvenor's objectives when managing capital is to pursue the exploration and evaluation of its mineral property, possibly acquire additional mineral property interests and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes the components of shareholders' equity.

Grosvenor manages the capital structure and makes adjustments to it, in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Company monitors its expenditures against its available capital.

The Company is currently not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management.