

ROMIOS GOLD RESOURCES INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

**For the three and six months ended December 31, 2017
(unaudited)
(Expressed in Canadian \$)**

Romios Gold Resources Inc.
(the "Company")
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 this 22ND day of February 2018.

ROMIOS GOLD RESOURCES INC.

Per: (signed) "Tom Drivas"
Name: Tom Drivas
Title: Chief Executive Officer

Per: (signed) "Frank van de Water"
Name: Frank van de Water
Title: Chief Financial Officer

Romios Gold Resources Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Cdn \$)
(Unaudited)

| As at | December 31 2017 \$ | June 30 2017 \$ |
|---|---------------------------|-----------------------|
| Assets | | |
| Current | | |
| Cash and cash equivalents (note 4) | 397,172 | 145,400 |
| Accounts receivable | 8,326 | 3,433 |
| Prepaid expenses | 68,732 | 67,840 |
| Total current assets | 474,230 | 216,673 |
| Exploration and evaluation assets (note 5) | | |
| Acquisition costs | 4,212,139 | 4,182,046 |
| Total assets | 4,686,369 | 4,398,719 |
| Liabilities | | |
| Current | | |
| Accounts payable & accruals | 44,881 | 25,914 |
| Due to related parties | 508,980 | 410,517 |
| Total liabilities | 553,861 | 436,431 |
| <i>Contingencies and commitments (note 11)</i> | | |
| <i>Subsequent events (note 12)</i> | | |
| Shareholders' equity | | |
| Share capital (note 6(a)) | 31,692,047 | 31,224,506 |
| Warrants (note 6(c)) | 132,789 | 127,997 |
| Contributed surplus (note 7) | 4,474,830 | 4,333,894 |
| Deficit | (32,167,158) | (31,724,109) |
| Total shareholders' equity | 4,132,508 | 3,962,288 |
| Total liabilities and shareholders' equity | 4,686,369 | 4,398,719 |

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

APPROVED ON BEHALF OF THE BOARD on February 22, 2018

"Signed"
Anastasios (Tom) Drivas

"Signed"
Frank van de Water

Romios Gold Resources Inc.

Condensed Interim Consolidated Statements of Changes in Equity

(Expressed in Cdn \$)

(Unaudited)

| | Share Capital \$ | Warrants \$ | Contributed Surplus \$ | Deficit \$ | Total \$ |
|---|------------------------|----------------|------------------------------|---------------|-------------|
| At June 30, 2016 | 30,985,583 | 81,120 | 4,127,266 | (30,716,760) | 4,477,209 |
| Net loss and comprehensive loss for the period | - | - | - | (765,454) | (765,454) |
| Working capital units issued, net | 287,920 | - | - | - | 287,920 |
| Flow-through shares issued, net | 79,000 | - | - | - | 79,000 |
| Valuation of warrants | (127,997) | 127,997 | - | - | - |
| Share-based compensation | - | - | 97,129 | - | 97,129 |
| At December 31, 2016 | 31,224,506 | 209,117 | 4,224,395 | (31,482,214) | 4,175,804 |
| Net loss and comprehensive loss for the period | - | - | - | (241,895) | (241,895) |
| Adjustment of expired warrants | - | (81,120) | 81,120 | - | - |
| Share-based compensation | - | - | 28,379 | - | 28,379 |
| At June 30, 2017 | 31,224,506 | 127,997 | 4,333,894 | (31,724,109) | 3,962,288 |
| Net loss and comprehensive loss for the period | - | - | - | (443,049) | (443,049) |
| Working capital units issued, net | 238,600 | - | - | - | 238,600 |
| Flow-through shares issued, net | 361,730 | - | - | - | 361,730 |
| Valuation of warrants | (132,789) | 132,789 | - | - | - |
| Adjustment of expired warrants | - | (127,997) | 127,997 | - | - |
| Share-based compensation | - | - | 12,939 | - | 12,939 |
| At December 31, 2017 | 31,692,047 | 132,789 | 4,474,830 | (32,167,158) | 4,132,508 |

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

Romios Gold Resources Inc.

Condensed Interim Consolidated Statements of Loss, and Comprehensive Loss

(Expressed in Cdn \$)

(Unaudited)

| | For the three months ended December 31 | | For the six months ended December 31 | |
|---|---|------------------|---|------------------|
| | 2017 | 2016 | 2017 | 2016 |
| | \$ | \$ | \$ | \$ |
| Expenses | | | | |
| Operating activities | | | | |
| Exploration expenses | 21,400 | 151,109 | 234,893 | 485,424 |
| General and administrative activities: | | | | |
| Professional fees | 26,815 | 16,053 | 47,482 | 28,450 |
| Management fees and salaries | 49,275 | 47,400 | 99,075 | 97,425 |
| Office and general | 10,063 | 10,625 | 19,679 | 19,172 |
| Shareholder communication | 22,516 | 17,277 | 29,543 | 39,085 |
| Share-based compensation | 12,939 | 34,266 | 12,939 | 97,129 |
| General and administrative expenses | (121,607) | (125,621) | (208,717) | (281,261) |
| Loss for the period before the following | (143,008) | (276,730) | (443,611) | (766,685) |
| Interest income | 265 | 521 | 562 | 1,231 |
| Net loss and comprehensive loss for the period | (142,743) | (276,209) | (443,049) | (765,454) |
| Basic and diluted loss per share | 0.00 | 0.00 | 0.00 | 0.00 |
| Weighted average number of shares outstanding | 170,745,000 | 165,803,000 | 172,092,000 | 165,803,000 |

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

(Expressed in Cdn \$)

(Unaudited)

| | For the six months ended December 31 | |
|---|---|----------------|
| | 2017 | 2016 |
| | \$ | \$ |
| Operating activities | | |
| Net loss for the period | (443,049) | (765,454) |
| Items not affecting cash: | | |
| Share-based compensation | 12,939 | 97,129 |
| | (430,110) | (668,325) |
| Net change in non-cash working capital | | |
| Accounts receivable | (4,893) | (36,511) |
| Prepaid expenses | (893) | (23,225) |
| Accounts payable and accrued liabilities | 18,968 | (38,031) |
| Due to related parties | 98,463 | 91,844 |
| Net cash used in operating activities | (318,465) | (674,248) |
| Investing activities | | |
| Exploration and evaluation assets acquisition costs | (30,093) | (15,000) |
| Net cash from financing activities | (30,093) | (15,000) |
| Financing activities | | |
| Private placement of flow-through units | 387,250 | 79,000 |
| Private placement of working capital units | 238,600 | 292,675 |
| Share issue costs | (25,520) | (4,754) |
| Share subscriptions received in advance | - | (166,475) |
| Net cash from financing activities | 600,330 | 200,446 |
| Change in cash and cash equivalents | 251,772 | (488,802) |
| Cash and cash equivalents, beginning of period | 145,400 | 603,774 |
| Cash and cash equivalents, end of period | 397,172 | 114,972 |

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

ROMIOS GOLD RESOURCES INC.

Notes to Condensed Interim Consolidated Financial Statements

December 31, 2017

(Expressed in Canadian dollars unless otherwise stated)

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 unaudited condensed interim consolidated financial statements ("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 December 31, 2017 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 \$79,631 as at December 31, 2017, after providing for \$508,980 due to related parties, and has incurred losses since inception, including \$22,305,585 spent on exploration and evaluation of its mineral properties, resulting in an accumulated deficit of \$32,167,158 as at December 31, 2017. 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, and therefore, there is doubt regarding the Company's ability to continue as a going concern, and accordingly, the use of accounting principles applicable to 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 with IAS 34

These Financial Statements form part of the period covered by the Company's International Financial Reporting Standards ("IFRS") annual consolidated financial statements. These Financial Statements have been prepared in accordance with IAS 34 - *Interim Financial Reporting* and on the basis of IFRS standards and interpretations expected to be effective as at the Company's IFRS annual reporting date, June 30, 2018.

These Financial Statements do not contain all the disclosures required by IFRS for annual financial statements and should be read in conjunction with the Company's audited annual consolidated financial statements for the year ended June 30, 2017 prepared in accordance with International Accounting Standards 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, 2017.

In the opinion of management, all adjustments considered necessary for fair presentation have been included in these Financial Statements. Operating results for the six months ended December 31, 2017 may not be indicative of the results that may be expected for the year ending June 30, 2018.

3. Summary of significant accounting policies

Readers should refer to the June 30, 2017 annual consolidated financial statements for the accounting policies used in the preparation of these Financial Statements. The IASB continues to amend and add to current IFRS standards and interpretations with several projects underway. Accordingly, the accounting policies adopted by the Company for the Company's IFRS annual consolidated financial statements will be determined as at June 30, 2018. In the event that accounting policies adopted at June 30, 2018 differ materially from the accounting policies used in the preparation of these Financial Statements, these Financial Statements will be restated to retrospectively account for the application of those policies adopted at June 30, 2018.

Principles of consolidation

The Statements include the accounts of 100% owned McLymont Mines Inc., which holds the title to some of the 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 ("\$").

Accounting pronouncements issued but not yet adopted

At the date of authorization of these Financial Statements for the period ended September 30, 2017, the following standards which are applicable to the Corporation were issued but not yet effective.

IFRS 9, Financial instruments

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments – to replace IAS 39 Financial Instruments: Recognition and Measurement. The standard is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Corporation has adopted this standard and has determined that it has no impact on reported operations.

IFRS 2, Share-based payment

In June 2016, the IASB issued amendments to IFRS 2, Share-based Payment ("IFRS 2"), clarifying how to account for certain types of share-based payment transactions. The amendments apply for annual periods beginning on or after January 1, 2018 with prospective application. The Company has adopted IFRS 2 and has determined that it has no effect on the 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 June 9, 2016, the Company completed a private placement of 2,900,000 flow-through units for gross proceeds of \$203,000. On July 27, 2016, the Company completed a private placement of 1,128,572 flow-through units for gross proceeds of \$79,000. These funds were committed to be expended on Canadian Exploration Expenditures ("CEE") and were therefore not available for current working capital purposes.

During the year ended June 30, 2017, the Company spent a total of \$509,430 on exploration and evaluation activities, including the balance of all funds raised exclusively for Canadian Exploration Expenditures ("CEE") in the current and prior fiscal years.

On July 14, 2017, the Company completed a private placement of 3,700,000 flow-through units for gross proceeds of \$185,000. On November 24, 2017, the Company completed a private placement of 2,696,667 flow-through units for gross proceeds of \$202,250. These funds were committed to be expended on Canadian Exploration Expenditures ("CEE") and were therefore not available for current working capital purposes.

During the six months ended December 31, 2017, the Company spent a total of \$234,893 on exploration and evaluation activities, including the balance of all funds raised exclusively for Canadian Exploration Expenditures ("CEE") in the current fiscal year.

5. Exploration and evaluation assets

| Acquisition costs | British Columbia \$ | Quebec \$ | Nevada, USA \$ | Total \$ |
|--------------------------------|---------------------------|--------------|----------------------|-------------|
| Balance, June 30, 2016 | 4,167,046 | 74,997 | 38,466 | 4,280,509 |
| Total additions for the period | 15,000 | - | - | 15,000 |
| Deemed impairment | - | (74,997) | (38,466) | (113,463) |
| Balance, June 30, 2017 | 4,182,046 | - | - | 4,182,046 |
| Total additions for the period | 30,093 | - | - | 30,093 |
| Balance, December 31, 2017 | 4,212,139 | - | - | 4,212,139 |

The Company's total holdings in the Golden Triangle Area are approximately 76,049 hectares (187,921 acres). Additional acquisition costs for British Columbia relate primarily to property payment obligations and maintenance fees for claims.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the realizable amount. In 2007 - 2009, some of the acquisition costs for exploration and evaluation properties located in B.C., Ontario and Nevada were written off in the total amount of \$419,549.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest. With regard to the Company's Quebec and Nevada properties, management determined that at June 30, 2017 a write-down of the capitalized value was appropriate, as future exploration on these claims was neither budgeted nor planned. Accordingly, the carrying value of these properties was reduced to nil.

Amounts expended to date for exploration and evaluation activities for each area are summarized below. These amounts have been charged to the statement of loss and comprehensive loss.

| | British Columbia \$ | Quebec \$ | Ontario \$ | Total \$ |
|--------------------------------|---------------------------|------------------------|------------------------|-------------|
| Balance, June 30, 2016 | 20,423,524 | 980,421 | 266,101 | 21,670,046 |
| Total additions for the period | 14,145 | 3,482 | 491,803 | 509,430 |
| Ontario refund | - | - | (97,824) | (97,824) |
| British Columbia refund | (10,960) | - | - | (10,960) |
| Balance, June 30, 2017 | 20,426,709 | 983,903 | 660,080 | 22,070,692 |
| Total additions for the period | 18,782 | 1,217 | 214,894 | 234,893 |
| Balance, December 31, 2017 | 20,445,491 ⁽¹⁾ | 985,120 ⁽²⁾ | 874,974 ⁽³⁾ | 22,305,585 |

(1) Net of refunds totalling \$691,978 received from the province of British Columbia.

(2) Net of refunds totalling \$426,400 received from the province of Quebec.

(3) Net of refunds totalling \$97,824 received from the province of Ontario.

6. Share capital

(a) Common shares

The Company is authorized to issue an unlimited number of no par value common shares. The following table provides the details of changes in the number of issued common shares.

| | Number | Amount |
|--|---------------|---------------|
| | # | \$ |
| Balance, June 30, 2016 | 161,262,001 | 30,985,583 |
| Flow through units issued July 2016, net | 1,128,572 | 69,298 |
| Working capital units issued July 2016, net | 2,877,917 | 95,258 |
| Working capital units issued September 2016, net | 2,000,000 | 79,121 |
| Share issue costs | - | (4,754) |
| Balance, June 30, 2017 | 167,268,490 | 31,224,506 |
| Flow through units issued July 2017, net | 3,700,000 | 159,385 |
| Working capital units issued July 2017, net | 400,000 | 14,462 |
| Flow through units issued November 2017, net | 2,696,667 | 155,577 |
| Working capital units issued November 2017, net | 3,643,333 | 168,154 |
| Share issue costs | - | (30,037) |
| Balance, December 31, 2017 | 177,708,490 | 31,692,047 |

On July 28, 2016, the Company closed the final tranche of its non-brokered private placement with the sale of a further 1,128,572 FT Units at \$0.07 per FT Unit for proceeds of \$79,000 and 2,887,917 working capital units ("WC Units") at \$0.06 per WC Unit for proceeds of \$172,675. Each WC Unit comprised one common share and one common share purchase warrant entitling the holder to purchase one common share for a period of one year at a price of \$0.12. The warrants, valued at \$86,446, expired on July 27, 2017.

The Company paid cash finder's fees of \$1,344 and issued 22,400 broker warrants in respect of the final closing. Each broker warrant entitled the holder to acquire a common share, priced at \$0.07 until July 27, 2017. The funds from the Offering have been used for a drill program on the Company's Lundmark-Akow Lake property. The broker warrants, valued at \$672, expired on July 27, 2017.

On September 21, 2016 the Company closed a non-brokered private placement with the sale of 2 million WC Units at \$0.06 per unit for proceeds of \$120,000, with the same terms and conditions as the July 28, 2016 placement of WC Units. The warrants, valued at \$40,879, expired on July 27, 2017.

On July 14, 2017, the Company closed a non-brokered private placement with the sale of 3,700,000 flow-through units ("FT Units") at \$0.05 per FT Unit for gross proceeds of \$185,000 and 400,000 working capital units ("WC Units") at \$0.05 per WC Unit for proceeds of \$20,000.

Each FT Unit consists of one common share and one half of a share purchase warrant entitling the holder to purchase one common share for one full warrant at a price of \$0.10 until July 14, 2018.

Each WC Unit comprises one common share and one common share purchase warrant entitling the holder to purchase one common share at a price of \$0.10 until July 14, 2018.

The Company paid cash finder's fees of \$3,500 and issued 70,000 broker warrants in respect of the FT Units. Each broker warrant entitles the holder to acquire a common share, priced at \$0.05 until July 14, 2018.

On November 24, 2017 the Company closed a non-brokered private placement with the sale of 2,696,667 flow-through units (“FT Units”) at \$0.075 per FT Unit for gross proceeds of \$202,250 and 3,643,333 working capital units (“WC Unit”) at \$0.06 per WC Unit for gross proceeds of \$218,600.

Each FT Unit consists of one common share and one half of a share purchase warrant entitling the holder to purchase one common share for one full warrant at a price of \$0.12 until November 24, 2018.

Each WC Unit comprises one common share and one common share purchase warrant entitling the holder to purchase one common share at a price of \$0.12 until November 24, 2018.

The Company paid cash finder’s fees of \$9,660 and issued 161,000 broker warrants. Each broker warrant entitles the holder to acquire a common share, priced at \$0.06 until November 24, 2018. Proceeds from the offering are expected to be used to advance the exploration program on the Company’s promising Newmont Lake Project Area, within its Golden Triangle Property in northwestern British Columbia.

(b) Common share purchase 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. As at December 31, 2017, 9,100,000 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:

| | Options # | Weighted-average exercise price \$ |
|--|--------------|--|
| Outstanding at June 30, 2016 | 11,250,000 | 0.13 |
| Granted | 1,000,000 | US\$ 0.20 |
| Expired | (3,650,000) | 0.20 |
| Outstanding at June 30, 2017 | 8,600,000 | 0.10 |
| Granted | 500,000 | 0.10 |
| Outstanding at December 31, 2017 | 9,100,000 | 0.10 |
| Options exercisable at December 31, 2017 | 8,850,000 | 0.10 |

On April 20, 2016 2,800,000 share purchase options were granted to acquire common shares of the Company at \$0.10 per share for five years. On June 30, 2016, 250,000 options at an exercise price of \$0.10 per share and 250,000 options at an exercise price of \$0.20 per share expired, unexercised.

On July 12, 2016 1,000,000 share purchase options were granted to an investor relations consultant to acquire common shares of the Company at US\$0.20 per share.

On June 12, 2017, 2,650,000 options at an exercise price of \$0.20 per share and on June 30, 2017 1,000,000 options at US\$0.20 per share, expired unexercised.

On December 13, 2017 500,000 share purchase options were granted to acquire common shares of the Company at \$0.10 per share for five years.

| Number of stock options | Number exercisable | Remaining contractual life | Exercise price per share | Expiry date |
|----------------------------|-----------------------|-------------------------------|-----------------------------|----------------|
| 250,000 | 250,000 | 3.3 months | \$0.10 | April 9, 2018 |
| 5,350,000 | 5,350,000 | 16.2 months | \$0.10 | May 5, 2019 |
| 200,000 | 200,000 | 18 months | \$0.10 | June 30, 2019 |
| 2,800,000 | 2,800,000 | 39.7 months | \$0.10 | April 20, 2021 |

| | | | | |
|-----------|-----------|-------------|--------|-------------------|
| 500,000 | 250,000 | 59.4 months | \$0.10 | December 13, 2022 |
| 9,100,000 | 8,850,000 | | | |

The fair value of the 500,000 options granted in December is \$0.05 per option, the fair value having been estimated at the date of grant using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 1.61%, expected dividend yield of nil, average expected volatility of 156.24% and expected life term of 60 months. Under this method of calculation, the Company has recorded \$12,939 as stock based compensation for the three months ended December 31, 2017, being the fair value of the options vested during the period. Options that have been issued and remain outstanding vest half immediately on the date of grant and half twelve months from the date of grant.

(c) Warrants

On certain issuances of common shares, the Company granted warrants entitling the holder to acquire additional common shares of the Company, and the Company granted 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:

| | <i>Number</i> # | <i>Price Range</i> \$ |
|-----------------------------------|--------------------|--------------------------|
| Balance June 30, 2016 | 1,520,000 | |
| Private placement warrants issued | 5,464,603 | 0.06 to 0.15 |
| Expired | (1,520,000) | 0.07 to 0.15 |
| Balance June 30, 2017 | 5,464,603 | |
| Private placement warrants issued | 7,472,667 | 0.05 to 0.12 |
| Expired | (5,464,603) | 0.06 – 0.15 |
| Balance December 31, 2017 | 7,472,667 | |

The fair value of the warrants issued in the quarter was estimated using the Black-Scholes option pricing model with the following assumptions: risk-free weighted-average interest of 1.21–1.41%, expected dividend yield of nil, average expected volatility of 115.3%-127.48% and expected life term of 12 months. Under this method of calculation, the Company recorded \$132,789 as the value of the warrants issued during the period ended December 31, 2017.

The number of common shares outstanding on December 31, 2017 was 177,708,490. Taking into account outstanding share purchase options, warrants and 1,000,000 shares reserved for property transactions, the fully diluted common shares that could have been outstanding on December 31, 2017 was 195,281,157.

7. Contributed surplus

A summary of changes in contributed surplus is:

| | Amount \$ |
|--------------------------------------|--------------|
| Balance, June 30, 2016 | 4,127,266 |
| Share-based compensation | 125,508 |
| Flow-through shares warrants expired | 81,120 |
| Balance, June 30, 2017 | 4,333,894 |
| Warrants expired | 127,997 |
| Share-based compensation | 12,939 |
| Balance, December 31, 2017 | 4,474,830 |

8. Related party transactions

During the three months ended December 31, 2017, the Company incurred related party expenses of \$51,175 (2016 – \$47,400) and \$100,975 for the six months ended December 31, 2017 (2016 - \$97,425). These expenses related to salary and consulting fees paid or payable to the Company's key senior officers, Tom Drivas, President and Chief Executive Officer, Frank van de Water, Secretary and Chief Financial Officer and John Biczok, Vice-President, Exploration effective December 13, 2017. As at December 31, 2017, \$423,443 (2016 - \$277,062) was due to these related parties. Key management personnel were not paid post-retirement benefits, termination benefits, or other long-term benefits during the period ended December 31, 2017 and 2016.

Share-based compensation to key management and directors for the three months ended December 31, 2016 was \$12,939 (2016 - \$11,132) and for the six months ended December 31, 2017 was \$12,939 (2016 - \$22,263).

During the six months ended December 31, 2017 the company incurred expenses of \$26,299 (2016 - \$17,642) for legal fees to a law firm related to a Director of the Company, William R. Johnstone. At December 31, 2017, \$15,952 (2016 - \$5,715) was outstanding.

During the three months ended December 31, 2017, the Company incurred expenses of \$5,500 (2016 - \$4,000) and \$11,500 for the six months ended December 31, 2017 (2016 - \$9,500) related to directors' fees to independent directors. At December 31, 2017, \$63,500 (2016 - \$45,000) was payable.

These amounts were expensed in the period incurred as administrative and general expenses. Expenses and amounts paid and owing are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

9. 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:

| | December 31 | June 30 |
|--------------------------------------|--------------------|-----------|
| | 2017 | 2017 |
| | \$ | \$ |
| FVTPL ⁽¹⁾ | 397,172 | 145,400 |
| Loans and receivables ⁽²⁾ | 8,326 | 3,433 |
| Financial liabilities ⁽³⁾ | 38,749 | 13,818 |

(1) Includes cash, committed cash and cash equivalents.

(2) Includes accounts receivable related to HST refunds.

(3) Includes accounts payable.

Financial Instruments

The carrying amounts for the Company's financial instruments approximate their fair values because of the short-term nature of these items.

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. The Company uses various methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and other price risks. 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 or from the proceeds of disposition of the properties. Assumptions underlying the cash flow estimates include the forecasted prices for gold, copper, silver and molybdenum, and operating, capital, exploration and reclamation costs, which are subject to risks and uncertainties.

(a) Market risk

(i) Price risk

Commodity price risk

The price of gold and base metals may have an impact on the Company's exploration projects.

Sensitivity price risk

Anticipated changes in the value of gold and base metals would not, in management's opinion, change the recognized value of any of the Company's financial instruments.

(ii) Cash flow fair value interest rate risk

The Company does not have interest-bearing borrowings for which general rate fluctuations apply. The Company is exposed to interest rate risk only to the extent of interest on the balance of the bank accounts.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the group. Credit risk arises from cash and deposits with Canadian Chartered Banks as well as credit exposures to outstanding receivables.

The Company has no concentration of credit risk. The carrying amounts of financial assets recorded in the Statements are at cost.

(c) 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.

10. 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.

11. Contingencies and commitments

As at December 31, 2017:

- a) the Company has a lease commitment to January 31, 2020 for its principle office location estimated to total \$39,485 and
- b) the Company has \$44,219 on deposit as property reclamation bonds with various governmental agencies, included with prepaid expenses.

12. Subsequent events

In January 2018 the Company contracted a helicopter-borne VTEM™ and magnetic geophysical survey over the Newmont Lake Project Area in north western BC. The survey is estimated to comprise 673 line-kilometres of flight, which will be completed in February.