

Aston Bay Holdings Ltd.
Condensed Interim Consolidated Financial Statements
Nine Months ended December 31, 2022 and 2021
(Expressed in Canadian Dollars)

Notice of No Auditor Review of Interim 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 condensed interim consolidated financial statements have not been reviewed by an auditor.

The accompanying 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 an audit or review of these condensed interim consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada.

Aston Bay Holdings Ltd.

Condensed Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

As at	December 31, 2022	March 31, 2022
ASSETS		
Current assets		
Cash	\$ 34,498	\$ 56,389
Sales tax recoverable	-	12,032
Prepaid expenses	36,158	30,973
Total current assets	70,656	99,394
Equipment	83,334	166,667
Total assets	\$ 153,990	\$ 266,061
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (note 4)	\$ 1,314,310	\$ 1,071,515
Sales taxes payable	1,268	-
Loan payable (note 4)	754,325	515,818
Total current liabilities	2,069,903	1,587,333
Shareholders' equity		
Share capital (note 5)	19,581,934	19,527,334
Shares to be issued (note 5)	-	30,300
Contributed surplus	4,003,137	3,988,012
Accumulated other comprehensive income	(64,678)	(3,949)
Deficit	(25,436,306)	(24,862,969)
Total shareholders' equity	(1,915,913)	(1,321,272)
Total liabilities and shareholders' equity	\$ 153,990	\$ 266,061

Going concern (note 1)

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

Approved by the Board

Signed:

"Thomas Ullrich"

Director

"Jessie Liu-Ernsting"

Director

Aston Bay Holdings Ltd.

Condensed Interim Consolidated Statements of Changes in Equity

For the nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

	Share Capital		Contributed Surplus	Shares to be Issued	Accumulated Other Comprehensive Loss	Deficit	Total Shareholders' Equity
	Number of Shares	Amount					
Balance, March 31, 2021	163,975,094	\$ 18,860,958	\$ 3,790,962	\$ -	\$ (4,964)	\$ (23,132,571)	\$ (485,615)
Issuance of units	13,473,500	808,410	-	-	-	-	808,410
Share issuance costs	-	(37,033)	-	-	-	-	(37,033)
Issuance of warrants	-	(104,700)	104,700	-	-	-	-
Extension of warrants	-	-	158,000	-	-	-	158,000
Stock-based compensation	-	-	71,700	-	-	-	71,700
Profit for the period	-	-	-	-	-	(1,054,062)	(1,054,062)
Currency translation adjustment	-	-	-	-	(50,404)	-	(50,404)
Balance, December 31, 2021	177,448,594	\$ 19,527,635	\$ 4,125,362	\$ -	\$ (55,368)	\$ (24,186,633)	\$ (589,004)
Balance, March 31, 2022	177,448,594	\$ 19,527,334	\$ 3,988,012	\$ 30,300	\$ (3,949)	\$ (24,862,969)	\$ (1,321,272)
Issuance of units	1,005,000	60,300	-	(30,300)	-	-	30,000
Share issuance costs	-	(700)	-	-	-	-	(700)
Issuance of warrants	-	(5,000)	5,000	-	-	-	-
Stock-based compensation	-	-	10,125	-	-	-	10,125
Profit for the period	-	-	-	-	-	(573,337)	(573,337)
Currency translation adjustment	-	-	-	-	(60,729)	-	(60,729)
Balance, December 31, 2022	178,453,594	\$ 19,581,934	\$ 4,003,137	\$ -	\$ (64,678)	\$ (25,436,306)	\$ (1,915,913)

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

Aston Bay Holdings Ltd.

Condensed Interim Consolidated Statements of Comprehensive Loss

For the nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

	Three months		Nine Months	
	2022	2021	2022	2021
Expenses				
Salaries (note 4)	\$ 37,500	\$ 59,375	\$ 114,417	\$ 182,495
Consulting fees (note 4)	20,000	23,520	60,000	63,520
Professional fees	12,097	6,069	40,257	33,572
Marketing	50,721	26,518	121,371	65,406
Travel	5,800	-	16,286	8,950
Filing and agency fees	2,498	3,948	32,392	35,576
Office and administrative expenses	15,067	19,032	52,900	55,949
Foreign exchange	-	184	368	443
Stock-based compensation	3,375	23,900	10,125	71,700
Extension of warrants	-	158,000	-	158,000
Interest expense	49,450	11,272	132,568	28,705
	(196,508)	(331,818)	(580,684)	(704,316)
Exploration and evaluation expenses	31,389	642,713	(7,347)	349,746
Net Loss	(227,897)	(974,531)	(573,337)	(1,054,062)
Currency translation adjustment	(9,122)	52,051	60,729	50,404
Comprehensive loss	\$ (218,775)	\$ (1,026,582)	\$ (634,066)	\$ (1,104,466)
Loss per share				
- basic and diluted	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.01)
Weighted average number of common shares outstanding	178,453,594	165,293,154	178,424,358	164,416,045
- basic and diluted				

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

Aston Bay Holdings Ltd.

Condensed Interim Consolidated Statements of Cash Flows

For the nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

	2022	2021
Cash flow generated by (used in) operating activities		
Loss for the period	\$ (573,337)	\$ (1,054,062)
Items not affecting cash:		
Stock-based compensation	10,125	71,700
Depreciation	83,333	-
Warrant extension	-	158,000
Loan interest	38,507	25,138
	(441,372)	(799,224)
Non-cash working capital items (note 6)	250,910	175,289
	(190,462)	(623,935)
Cash flow from financing activities		
Proceeds from the issuance of units	30,000	808,410
Share issuance costs	(700)	(37,033)
Loan proceeds (note 4)	200,000	175,000
	229,300	946,377
Effects of changes in foreign exchange	(60,729)	(50,404)
Increase in cash	(21,891)	272,038
Cash, beginning of year	56,389	19,185
Cash, end of period	\$ 34,498	\$ 291,223

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

Aston Bay Holdings Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

Nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

1. Nature of the Company and Going Concern

Aston Bay Holdings Ltd. ("Aston Bay" or the "Company") is a publicly listed company incorporated in British Columbia, Canada. The Company's registered address is #530, 355 Burrard Street, Vancouver, British Columbia, V6C 2G8 and the head office is located at Suite 204, 80 Richmond Street West, Toronto, Ontario, M5H 2A4. The Company is engaged in the acquisition, exploration and development of mineral properties.

For the nine months ended December 31, 2022, the Company recorded a comprehensive loss of \$634,066 and had an accumulated deficit of \$25,436,306 at December 31, 2022 and has yet to achieve revenue from operations. At December 31, 2022, the Company had working capital deficit of \$1,999,247. These factors indicate the existence of material uncertainties that may cast significant doubt regarding the Company's ability to continue as a going concern. In order to meet future expenditures and cover administrative costs, the Company will need to raise additional financing. These consolidated financial statements have been prepared on the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The consolidated financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations.

These condensed interim consolidated financial statements were authorized for issue by the Board of Directors on February 27, 2023.

2. Basis of Presentation

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standard ("IFRS") IAS 34 Interim Financial Reporting. As such these statements do not contain all the explanatory notes, descriptions or accounting policies or other disclosures that can be found in the Company's 2022 audited annual consolidated financial statements and thus should be read in conjunction with the audited annual consolidated financial statements. The accounting policies used in the preparation of these condensed interim financial statements are consistent with the 2022 audited annual consolidated financial statements.

Aston Bay Holdings Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

Nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

3. Exploration and Evaluation Expenses

The following is a summary of accumulated exploration and evaluation expenses:

	Storm Copper and Seal Zinc	Blue Ridge	Mountain	Total
March 31, 2022	\$ 11,827,500	\$ 1,548,624	\$ 1,321,126	\$ 14,697,250
Expenditures	84,483	126,910	72,020	283,413
Expense recovery	(290,760)	-	-	(290,760)
December 31, 2022	\$ 11,621,223	\$ 1,675,534	\$ 1,393,146	\$ 14,689,903

Storm Copper and Seal Zinc Project

During the period, the Company's joint venture partner American West Metals Limited ("American West") made plans for a summer exploration program and arranged to acquire and utilize certain supplies that the Company had on hand at site. In connection with that, the Company billed American West a total of \$290,760 representing a recovery of prior expenditures.

4. Related-Party Transactions and Balances

The Company's related parties include the following:

Thomas Ullrich	Director and Officer
Jan-Erik Back	Director
Michael Dufresne	Director and Consultant
Jessie Liu-Ernsting	Director
Ian McPherson	Director
Dwight Walker	Officer

The Company entered into the following related party transactions during the nine-month period ended December 31, 2022:

- Salaries in the amount of \$112,500 (2021 - \$112,500) were paid to Thomas Ullrich, the Company's Chief Executive Officer. The amount of salaries payable at December 31, 2022 were \$153,972 (March 31, 2022 - \$76,379).

Aston Bay Holdings Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

Nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

4. Related-Party Transactions and Balances -continued

- b) As at December 31, 2022, Mr. Ullrich had advanced \$670,000 (March 31, 2022 - \$470,000) to the Company. The loan is unsecured and repayable on demand. Interest is payable quarterly at 15% per annum. Prior to November 17, 2022, interest was payable at 9%. \$38,507 of quarterly interest payable was credited to the loan balance during the period. A further \$8,680 of interest was accrued at December 31, 2022 (March 31, 2022 - \$3,561).
- c) Fees and expenses in the amount of \$64,908 (2021 – \$209,066) were charged by APEX Geoscience Ltd., a mining and engineering firm of which Michael Dufresne is a principal and part owner. The charges are reflected in exploration and evaluation expenditures. Amounts payable as at December 31, 2022 were \$329,889 (March 31, 2022 - \$255,233).
- d) Fees in the amount of \$60,000 (2021 - \$60,000) were charged by Target Financial Services Inc., a company controlled by Dwight Walker, for the services of Mr. Walker, who acts as Chief Financial Officer of the Company. The fees are reflected in consulting fees. The amounts payable to Target Financial Services Inc. at December 31, 2022 were \$120,533 (March 31, 2022 - \$75,333).

These transactions were in the normal course of business and were measured at the exchange amount. Amounts due to related parties are unsecured, non-interest-bearing, and have no formal terms of repayment.

5. Share Capital

Common Stock

Authorized share capital

The company is authorized to issue an unlimited number of common shares without par value.

Issued

On April 8, 2022, the Company issued 1,005,000 units (each unit comprised of one common share and one common share purchase warrant) at a price of \$0.06 per unit for gross proceeds of \$60,300. The non-brokered private placement included the issuance of 1,005,000 warrants exercisable at \$0.12 per share exercisable until April 8, 2024. Of the total gross proceeds, \$30,300 were received during the year ended March 31, 2022, and were reflected as shares to be issued at March 31, 2022.

Stock Options

There were no changes during the period in share purchase options outstanding.

Aston Bay Holdings Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

Nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

5. Share Capital - continued

Warrants

The continuity of share purchase warrants is as follows:

	Number of Warrants	Weighted average exercise price
Outstanding, March 31, 2022	48,866,440	\$ 0.12
Warrants issued (i)	1,005,000	0.12
Expired	(34,910,840)	(0.12)
Outstanding, December 31, 2022	14,960,600	\$ 0.12

As at December 31, 2022, the following warrants were outstanding and exercisable:

Expiry Date	Number of Warrants	Exercise Price
December 23, 2023	13,955,600	\$ 0.12
April 8, 2024	1,005,000	0.12
	14,960,600	

- (i) On April 8, 2022, the Company issued warrants to acquire a total of 1,005,000 common shares of the Company at an exercise price of \$0.12 per common share, exercisable until April 8, 2024. The warrants are subject to acceleration provisions. The aggregate fair value for these warrants of \$5,000, which includes the effect of the acceleration, was determined using the Black Scholes pricing model with the following assumptions: volatility of 150%; an expected life of 2 years, a dividend yield of 0%, and a risk-free interest rate of 2.34%. The share price at the time of the issuance was \$0.04.

Aston Bay Holdings Ltd.

Notes to the Condensed Interim Consolidated Financial Statements

Nine months ended December 31, 2022 and 2021

(Expressed in Canadian Dollars)

6. Additional Cash Flow Information

The net change in non-cash working capital consists of the following:

	December 31, 2022	December 31, 2021
Sales tax payable/recoverable	\$ 13,300	\$ (4,738)
Prepaid expenses	(5,185)	(8,513)
Accounts payable and accrued liabilities	242,795	188,540
	\$ 250,910	\$ 175,289