Condensed interim financial statements of

JVR Ventures Inc.

Three and six months ended August 31, 2023
(Expressed in Canadian Dollars)
(Unaudited)

NOTICE OF NO AUDITOR REVIEW

The accompanying unaudited condensed interim financial statements of JVR Ventures Inc. (the "Company") have been prepared by and are the responsibility of the Company's management.

In accordance with National Instrument 51-102, the Company discloses that its independent auditor has not performed a review of these condensed interim financial statements.

JVR Ventures Inc.
Condensed Interim Statements of Financial Position
(Expressed in Canadian dollars)
(Unaudited)

		August 31, 2023		February 28, 2023
Assets				
Current assets				
Cash	$	321,693	$	352,849
Prepaids		1,939		-
Total assets	**$**	**323,632**	**$**	**352,849**
Liabilities and equity				
Current liabilities				
Accounts payable and accrued liabilities	$	6,190	$	9,159
Total liabilities	$	6,190	$	9,159
Shareholders' equity				
Share capital (Note 4)	$	381,743	$	381,743
Reserves		72,265		72,265
Deficit		(136,566)		(110,318)
Total equity	$	317,442	$	343,690
Total liabilities and equity	**$**	**323,632**	**$**	**352,849**

Nature and continuance of operations (Note 1)

Approved by the Board of Directors and authorized for issuance on October 20, 2023:

"Kristen Reinertson" Director

"Jessica Van Den Akker" Director

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

JVR Ventures Inc.

Condensed Interim Statements of Loss and Comprehensive Loss

(Expressed in Canadian dollars)
(Unaudited)

	3 Months Ended August 31, 2023	3 Months Ended August 31, 2022	6 Months Ended August 31, 2023	6 Months Ended August 31, 2022 *(Note 3)*
Expenses				
Filing fees	**$ 1,454**	$ -	**$ 7,226**	$ 11,211
General & office expenses	**199**	97	**966**	103
Professional fees	**7,304**	2,000	**15,700**	21,948
Share-based compensation (Note 4)	**-**	-	**-**	47,836
Transfer agent fees	**884**	569	**2,356**	2,100
Loss and comprehensive loss for the period	**$ (9,841)**	$ (2,666)	**$ (26,248)**	$ (83,198)
Loss per share				
Basic and diluted	**$ (0.00)**	$ (0.00)	**$ (0.00)**	$ (0.02)
Weighted average number of common shares outstanding				
Basic and diluted	**6,000,000**	6,000,000	**6,000,000**	4,426,230

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

JVR Ventures Inc.

Condensed Interim Statements of Shareholders' Equity

(Expressed in Canadian dollars)
(Unaudited)

	Shares Issued	Share Capital	Reserves	Deficit	Total Equity
At February 28, 2022	**2,000,000**	**$ 100,000**	**$ -**	**$ (22,062)**	**$ 77,938**
Initial public offering (Note 4)	4,000,000	400,000	-	-	400,000
Share issuance costs	-	(96,513)	-	-	(96,513)
Share issuance costs – agent's warrants	-	(24,429)	24,429	-	-
Share-based compensation (Note 4)	-	-	47,836	-	47,836
Loss and comprehensive loss (Note 3)	-	-	-	(83,198)	(83,198)
At August 31, 2022	**6,000,000**	**$ 379,058**	**72,265**	**$ (105,260)**	**$ 346,063**
Share issuance costs		2,685			2,685
Loss and comprehensive loss	-	-	-	(5,058)	(5,058)
At February 28, 2023	**6,000,000**	**$ 381,743**	**$ 72,265**	**$ (110,318)**	**$ 343,690**
Loss and comprehensive loss	-	-	-	(26,248)	(26,248)
At August 31, 2023	**6,000,000**	**$ 381,743**	**$ 72,265**	**$ (136,566)**	**$ 317,442**

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

JVR Ventures Inc.
Condensed Interim Statements of Cash Flows
(Expressed in Canadian dollars)
(Unaudited)

		Six Months Ended August 31, 2023		Six Months Ended August 31, 2022 *(Note 3)*
Operating activities				
Loss for the period	$	(26,248)	$	(83,198)
Adjusted for:				
Share-based compensation		-		47,836
Changes in non-cash working capital items:				
Prepaids		(1,939)		-
Accounts payable and accrued liabilities		(2,969)		(20,939)
Net cash used in operating activities		**(31,156)**		**(56,301)**
Financing activities				
Proceeds from initial public offering (Note 4)		-		400,000
Share issuance costs		-		(61,730)
Net cash provided by financing activities		**-**		**338,270**
Change in cash for the period		**(31,156)**		**281,969**
Cash, beginning of period		**352,849**		**84,750**
Cash, end of period	**$**	**321,693**	**$**	**366,719**
Non-cash transactions				
Deferred financing costs applied to share capital	$	-	$	26,550
Share issuance costs – agent's warrants	$	-	$	24,429
Share issuance costs included in accounts payable and accrued liabilities	$	-	$	8,233

No cash was paid for interest or income taxes during the six months ended August 31, 2023 or August 31, 2022.

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

1. NATURE AND CONTINUANCE OF OPERATIONS

JVR Ventures Inc. (the "Company") completed an Initial Public Offering (the "IPO") and became listed on the TSX Venture Exchange ("TSXV") as a Capital Pool Company ("CPC") under the symbol 'JVR.P' on May 12, 2022. As a CPC, the Company's objective is to identify and acquire either operating assets or a business, subject to regulatory approval, that meet the criteria of a Qualifying Transaction. Until such time that a Qualifying Transaction is completed, the Company will have no significant revenue and will incur expenses primarily for Qualifying Transaction investigation, TSXV filing requirements, professional services, and office facilities and administration, subject to certain restrictions under TSXV Policy 2.4. Additional discussion on these restrictions is included in Note 7.

The Company was incorporated on March 3, 2021 under the Business Corporations Act of British Columbia. The Company's registered and records office address is 2500 - 700 W. Georgia Street, Vancouver, BC, V7Y 1B3.

These financial statements have been prepared with 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 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.

As at August 31, 2023 the Company had working capital of $317,442 (February 28, 2023: $343,690) and recorded a loss of $26,248 for the six months ended August 31, 2023. The Company has incurred losses and will continue to incur further losses in the course or its business operations. To date, the Company has relied on the issuance of share capital to fund its operations, but there is no assurance that such financing will be available in the future with acceptable terms. These uncertainties may cast significant doubt on the Company's ability to continue as a going concern.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These unaudited interim financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC. The financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, the financial statements have been prepared using the accrual basis of accounting.

The policies applied in these unaudited condensed interim financial statements are based on IFRS' issued and outstanding as of February 28, 2023. The same accounting policies and methods of computation are followed in these unaudited condensed interim financial statements as at and for the audited annual period ended February 28, 2023.

These condensed interim financial statements have been authorized for issuance by the Board of Directors of the Company on October 20, 2023.

(b) Basis of measurement and functional currency

These financial statements have been prepared on a historical cost basis. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. These financial statements are presented in Canadian dollars, which is also the functional currency of the Company.

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Accounting standards and interpretations issued but not yet effective

There are no new accounting standards or interpretations effective on or after March 1, 2023 that are expected to impact these condensed interim financial statements.

(b) Significant accounting estimates and judgments

The preparation of financial statements requires management to make estimates and use judgment regarding the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities as at the date of the financial statements and the reported amounts of revenues and expenses during the period. By their nature, estimates are subject to measurement uncertainty and changes in such estimates in future periods could require a material change in the financial statements. Accordingly, actual results may differ from the estimated amounts as future confirming events occur. Significant estimates and judgments made by management in the preparation of these financial statements are as follows:

Share-based compensation and warrants

Grants of stock options and warrants require an estimate of the fair value of those instruments at time of issue. The estimate involves assumptions regarding the life of the option or warrant, dividend yields, interest rates, and volatility of the Company's common shares. The charge is measured using the Black-Scholes option pricing model, which could be replaced by a pricing model producing different results.

(c) Comparative presentation

The Company adjusted the share-based compensation recorded during the six months ended August 31, 2022 by $1,112 for a total expense of $47,836 as part of its year-end adjustments.

4. EQUITY

(a) Authorized

Unlimited common shares with no par value
Unlimited preferred shares with no par value

(b) Issued and fully paid common shares

Six months ended August 31, 2023

No shares were issued during the six months ended August 31, 2023.

Six months ended August 31, 2022

In May 2022, the Company completed its IPO and issued 4,000,000 common shares at a price of $0.10 per common shares for gross proceeds of $400,000. Subject to the terms of an agency agreement entered into with Haywood Securities Inc. ("Haywood" or the "Agent") in connection with the IPO, Haywood received a cash commission of 10% of the gross IPO proceeds, a $10,000 corporate finance fee, reimbursement for out-of-pocket expenses and 400,000 Agent's warrants (the "Agent's Warrants") with a fair value of $24,429 (Note 4(e)). Each Agent's Warrant is exercisable to purchase an additional common share in the Company at a price of $0.10 for a 60-month period from closing of the IPO. Cash share issuance costs incurred for the IPO was $93,828, of which $26,550 was recorded as deferred financing costs as at February 28, 2022.

(Expressed in Canadian dollars)

4. EQUITY (continued)

(c) Escrow shares

In March 2022, the Company entered into an escrow agreement with the shareholders of the 2,000,000 Seed Shares. Upon closing of the IPO, the Seed Shares were placed into escrow and will be released from escrow over an 18-month period following the completion of a Qualifying Transaction.

(d) Stock options

The Company has established a stock option plan whereby the Board of Directors may, from time to time, grant options to directors, officers, employees, consultants and charitable organizations to a maximum of 10% of the Company's issued and outstanding common shares. These options may be granted for a maximum term of ten years from the date of grant and vest as determined by the Board of Directors.

In May 2022, the Company issued 600,000 stock options to directors and officers of the Company, exercisable at a price of $0.10 per share until May 12, 2032. The fair value of the options issued was determined to be $47,836 (or $0.08 per option) using the Black-Scholes option pricing model under the following assumptions: risk-free interest rate – 2.95%; expected life – 10 years; expected volatility – 75% and expected dividends – nil.

The following table is a summary of changes in the stock options outstanding:

	Number of options	Weighted average exercise price
Balance, as at February 28, 2022	-	$ -
Issued	600,000	0.10
Balance, as at August 31, 2022	600,000	0.10
Issued	-	-
Balance, as at February 28, 2023 and August 31, 2023	**600,000**	**$ 0.10**

The following table summarizes information about stock options outstanding as at August 31, 2023:

Expiry date	Number of options outstanding and exercisable	Exercise price
May 12, 2032	600,000	$0.10
Total	**600,000**	

(e) Warrants

In May 2022, the Company issued to the Agents an aggregate of 400,000 non-transferrable warrants, exercisable at a price of $0.10 per share until May 12, 2027, with a fair value of $24,429 (Note 4(b)) (or $$0.06 per agent's warrant). The fair value of these warrants was determined using the Black-Scholes valuation model with the following assumptions: i) expected share price volatility of 75%, ii) risk free interest rate of 2.73%; iii) dividend yield of $nil; and iv) expected life of 5 years.

The following table is a summary of changes in the warrants outstanding:

	Number of warrants	Weighted average exercise price
Balance, as at February 28, 2022	-	$ -
Issued	400,000	0.10
Balance, as at August 31, 2022	400,000	0.10
Issued	-	-
Balance, as at February 28, 2023 and August 31, 2023	**400,000**	**$ 0.10**

(Expressed in Canadian dollars)

4. EQUITY (continued)

(e) Warrants (continued)

The following table summarizes information about warrants outstanding as at August 31, 2023:

Expiry date	Number of warrants outstanding	Exercise price
May 12, 2027	400,000	$0.10
Total	**400,000**	

5. RELATED PARTY TRANSACTIONS

Key management personnel are those persons that have the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management includes executive and non-executive members of the Company's Board of Directors, the CEO and CFO.

During the six months ended August 31, 2023, the Company incurred share-based compensation expense of $nil in relation to stock options issued to directors and officers of the Company (August 31, 2022: $47,836).

6. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

(a) Financial instruments

Cash and accounts payable and accrued liabilities are held at amortized cost which approximates fair value due to the short-term nature of these instruments.

(b) Financial Risk Management

The Company is exposed in varying degrees to a variety of financial instrument related risks. 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 arising from a customer or third party to a financial instrument failing to meet its contractual obligations. The Company's credit risk is attributable to its liquid financial assets including cash. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The Company intends to limit its exposure to credit risk by maintaining its cash with a major Canadian financial institution.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company attempts to ensure there is sufficient access to funds to meet on-going business requirements, taking into account its current cash position and potential funding sources. As at August 31, 2023, the Company had current liabilities of $6,190 and working capital of $317,442.

Foreign currency risk

The Company may at times be exposed to foreign currency risk on fluctuations related to cash, and accounts payable and accrued liabilities that are denominated in a foreign currency. As at August 31, 2023, the Company did not have any accounts in foreign currencies and considers foreign currency risk insignificant.

6. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (continued)

(b) Financial Risk Management (continued)

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a cash loss is limited as the Company's liabilities are non-interest bearing. The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates. Changes in short-term interest rates will not have a significant effect on the fair value of the Company's cash account.

7. CAPITAL MANAGEMENT

Capital is composed of the Company's shareholders' equity and any debt that it may issue. As at August 31, 2023, the Company's shareholders' equity was $317,442 and it had current liabilities of $6,190. The Company's objectives when managing capital are to maintain financial viability and to protect its ability to meet its ongoing liabilities, to continue as a going concern, to maintain creditworthiness, and to maximize returns for shareholders over the long term. Protecting the ability to pay current and future liabilities includes maintaining capital above minimum regulatory levels, current financial strength rating requirements, and internally determined capital guidelines and calculated risk management levels.

The Company's current capital was received from the issuance of common shares. That will only be sufficient to identify and evaluate a limited number of assets and businesses for the purpose of identifying and completing a Qualifying Transaction.

The Company is not subject to any externally imposed capital requirements other than the expenditure restrictions applicable under TSXV Policy 2.4, which applies to the Company as a CPC. These expenditure restrictions limit the aggregate amount that the Company is permitted to spend on reasonable general and administrative costs of the Company not exceeding in aggregate of $3,000 per month, and reasonable expenses incurred related to a Qualifying Transaction.