(Fka: Amarium Technologies, Inc.)

# FINANCIAL STATEMENTS

For the

**QUARTER ENDED** 

**JUNE 30, 2015** 

**Fiscal Year End December 31** 

# **Consolidated Balance Sheets**

# **Unaudited – Presented in US Dollars**

ASSETS	June 30, 2015	June 30, 2015
urrent Assets		
'ash	8,639,696	5,929,878
ine of credit – mining operations	-	-
fine revenue receivable	1,786,300	3,322,945
otal Current Assets	10,425,996	9,252,823
roperty & Equipment	454,231	455,288
ovita Mine	6,100,000	6,100,000
an Pedro Mill	3,100,000	3,100,000
lining resource property deposit	1,000,000	1,000,000
Otal Long Term Assets	10,654,231	10,655,288
OTAL ASSETS	======= 21,080,227	19,908,111
OTAL ASSETS	=======	========
LIABILITIES & STOCKHOLDERS' EQUITY		
urrent Liabilities		
cets pay & acer'd liab	8,085	7,335
ue to related company	1,192	894
are Subscriptions payable for mining Ptys	900,000	900,000
otal Current Liabilities	909,277	908,229
ote Payable – Minera Rio Cobre	1,160,000	1,500,000
ote Payable – Minerales Cons	2,000,000	3,000,000
ote Payable – Anglo Asia Resources Partners	· · · · -	900,000
Γ. Share Subs Payable for Mining Ptys	100,000	100,000
ote Payable – GIM	562,400	580,400
otes Payables – other	117,000	117,000
	3,779,400	6,197,400
otal Long Term Liabilities		

# CALISSIO RESOURCES GROUP, INC. Consolidated Statement of Operations Unaudited – Presented in US Dollars

	3 months Jun	Cumulative from inception April 6, 2000 to June 30,	
	2015	2015	
Income Jovita Mine Revenue Jovita Mine Revenue – contract rate San Pedro Mill Revenue	5,344,560 835,640 2,727,649	1,064,370 54,252 320,496	17,889,932 2,458,594 11,181,967
Total Mine & Mill Revenue Cost of Mining & Mill Operations Net Mining & Mill Revenue Sales – other non mining	8,907,600 (4,809,105) 4,089,495	1,493,118 (701,520) 737,598	31,530,244 (6,015,619) 15,896,415 1,110,373
Gross Profit	4,098,495	737,598	\$17,006,788
Total General & Administrative Expenses	283,200	105,005	7,814,666
Net income and comprehensive loss	3,815,295	632,593	9,192,122
Weighed avg number of shs outstanding-basic and diluted	129,460,000	113,460,000	
Loss per shares basic and diluted	0.03	0.01	

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

CALISSIO RESOURCES GROU	JP, INC.						Total
Consolidated Statement of Stockholders Equity Unaudited Presented in US Dollars	Shares		Common Stock Amount		Additional paid-in capital	Deficit	stockholder s' equity (deficiency)
Balance, December 2002 Shares held by Cirond stockholders	- 17,000,000	\$	1,700	\$	298,62	\$ (503,500)	\$ (203,128)
and effect of recapitalization							
transaction (note 3)	16,160,000	\$	1			(124,647)	(124,647)
Promissory notes converted to							\$ 650,000
shares @ \$.50 per shares (note 3)	1,300,000		130		649,870		
Adjustments to capital stock to eual value of Cirond capital stock							
Cirond capital stock	-		32,629		(32,629)		
Comprehensive loss	-		,		(=,==,)	(1,063,962)	\$ (1,063,962)
Balance, December 31, 2003	34,460,000	<b>\$</b>	34,460	·\$	915,913	\$ (1,692,109)	\$ (741,737)
Common shares issued for cash at	<b>=</b> 00.000		==0		222 000		222 700
\$.50 per share (net costs)	700,000 750,000		750 750		322,800		323,500
Common shares for subscriptions Common shares issued for	750,000		750		374,250		375,000
consulting services held in escrow							
(note 11)	1,200,000		1,200		228,776		229,976
Financing cost assigned to warrants	-		,		,		,
issued in connection with							
redeemable, convertible preferred					<b>7</b>		<b>7</b> - 0 0 0 0
shares less financing costs (note 10)					569,000		569,000
Beneficial conversion option on redeemable convertible preferred	-						
shares (note 10)					1,185,000		1,185,000
Accretion of discount on	_				1,105,000		1,105,000
redeemable conv preferred shares							
(note 10)						(8,900)	(8,900)
Amort of deferred financing costs	-						
(note 10)						(600)	(600)
Dividend on redeemable, conv preferred shs	-					(2,466)	(2,466)
Comprehensive Loss:	_					(1,437,439)	(1,437,439)
						 	 (1,157,757)
Balance, December 31, 2004	37,110,000	\$	37,110		3,595,739	(3,141,514)	491,334

AMARIUM TECHNOLOGIES, I	NC.				
(A Development Stage Enterprise) Consolidated Statement of Stockholders Equity Unaudited Presented in US Dollars	Shares	Common Stock Amount	Additional paid-in capital	Deficit	Total stockholder s' equity (deficiency)
Common shares released from escrow in consideration of consulting services (note 8)		\$	\$ 109,368		109,368
Deemed Dist. On Redeemable, convertible preferred stock (note 9) Accretion of disc on redeemable, conv			390,000	(390,000)	
preferred stock (note 9) Amortization on deferred financing				(63,100)	(63,100)
costs (note 9) Dividends on redeemable, convertible				(4,400)	(4,400)
preferred stock Comprehensive loss				(100,000) (1,442,245)	(100,000) (1,442,245)
Balance, December 31, 2005	37,110,000	\$ 37,110	\$ 4,095,107	\$ (5,141,259)	\$ (1,009,043)
Accretion of disc on redeemable, convertible preferred stock (note 7)				 (23,500)	(23,500)
Amort on deferred financing costs (note 7)				(1,700)	(1,700)
Dividend on redeemable, conv preferred stock				(24,658)	(24,658)
Comprehensive Loss Issuance of common stock to convert	•			(95,302)	(95,302)
Series B 5% redeem conv pref stock Issuance of common stock to acquire net value of intellectual property	50,000,000	50,000	113,200		163,200
	9,000,000	(04.621)	04.621		360,000
Effect of rollback 65:1 Comprehensive (loss)	(94,631,422)	(94,631)	94,631	(4,064)	(4,064)
Balance, December 31, 2006					
Comprehensive (loss)				(5,419)	
Balance, December 31, 2007	1,478,578	\$ 1,479	\$ 4,653,938	\$ (5,295,902)	(640,486)
Comprehensive (loss)				(5,419)	(5,419)
	1,478,578	\$ 1,479	\$ 4,653,938	\$ (5,301,321)	(645,905)
Common shares issued for consulting services			 	 	 
Comprehensive Loss:	5,000,000				(260,462)
Balance, December 31, 2009	6,478,578	\$ 6,479	\$ 4,653,938	\$ (5,561,783)	(901,367)

AMARIUM TECHNOLOGIES, I	NC.				 
(A Development Stage Enterprise) Consolidated Statement of Stockholders Equity Unaudited Presented in US Dollars	Shares	Common Stock Amount	Additional paid-in capital	Deficit	Total stockholder s' equity (deficiency)
Common shares issued to secure property int. Comprehensive loss	450,000,000	450,000	4,050,000	(27,919)	4,500,000 (27,919)
Balance, December 31, 2010	456,478,578	\$	\$ 8,703,938	\$ (5,589,702)	\$ 3,570,714
Comprehensive (loss)	-	 	 	 (50,419)	 (50,419)
Balance, December 31, 2011		\$ 456,479	\$ 8,703,938	\$ (5,640,121)	\$ 3,520,295
Common shares issued to reduce note payable Common shares issued to reduce	21,300,000	 21,300	 85,200	 	 106,500
note payable Comprehensive (loss)	21,000,000	21,000	84,000	(122,420)	105,000 (122,420)
Balance, December 31, 2012	498,778,578	\$ 498,779	\$ 8,873,138	\$ (5,762,541)	\$ 3,609,375
Write-off Subscription Pay & Deferred Revenue	-	 	 	 450,000	 450,000
Comprehensive Income / (loss)	-			738,986	783,986
Balance, December 31, 2013	498,778,578	\$ 498,779	\$ 8,873,138	\$ (4,528,555)	\$ 4,843,361
Common shares issued to reduce note	44,500,000	 44,500	 	 	 44,500
payable Common shares issued to reduce note payable	28,500,000	28,500			28,500
Effect of Reverse Split: 1 for 200 shares Common shares issued to reduce note payable	(568,919,685) 10,600,000	(568,920) 10,600	568,920		10,600
Common shares issued for subscription receivable	100,000,000	100,000			100,000
Shares issued for rounding due to reverse split	1,107	-			-
Comprehensive income (loss)	-	 	 		7,775,519
Balance, December 31, 2014	113,460,000	\$ 113,460	\$ 9,442,058	\$ 3,246,965	\$ 12,802,482
Common shares issued to reduce note payable			 		6,000
Comprehensive (loss)	- 	 	 	 2,129,863	
<b>Balance, June 30, 2015</b>					

	Cumulative from inception April 6, 2000 to June 30,			
2015	2014	2015		
\$3,815,295	\$632,593	\$9,192,122		
1,786,300 750	(449,845) 750	-537,946 8,085		
298	(14,194)	1,192 900,000		
5,601,595	169,304	9,563,453		
-	-	(6,100,000)		
-	- (100.000)	(1,000,000)		
1.057	` ' '	(3,100,000)		
1,057	(148,943)	(454,231)		
1,057	(248,943)	(10,654,231)		
(500,000)	-	1,000,000		
-	-	2,000,000		
23,250	11,250	608,900		
(900,000)	-	-		
	-	117,000		
(1,000,000)	-	100,000		
-	-	9,442,058		
6,000	-	129,460		
(2,369,693)	11,250	10,994,475		
\$2,345,886	\$(68,389)	\$9,017,681		
\$6,293,810	\$485,371	-		
\$8,639,696	\$416,982	\$8,639,696		
	\$3,815,295 1,786,300 750 - 298 5,601,595 - 1,057 (500,000) - 23,250 (900,000) (1,000,000) (1,000,000) 6,000 (2,369,693) \$2,345,886 \$6,293,810	\$3,815,295 \$632,593 1,786,300 (449,845) 750 750 		

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

Notes to the Consolidated Financial Statements (Presented in US Dollars)

June 30, 2015

#### 1. OPERATIONS

Calissio Resources Group, Inc. (formerly known as Amarium Technologies Inc.) ("Calissio" or the "Company") is incorporated under the laws of the State of Nevada. Calissio is a mineral resources development and acquisitions company with copper mining operations.

CURRENT DEVELOPMENTS: As a result of the significant challenges facing the Company in the technology business, management ceased its involvement in the technology sector in the early in 2013. Presently Management has completely transitioned operations and the focus its business efforts to be exclusively in the mining sector. The Company's Jovita property covers a total 4250 hectares and is located in the municipality of Vialla Madero, Michoacán and 150 meters east of the town "La Carpinteria". Coordinates (UTM) 02. 56.719 East and 21, 32.971 North, and only 47 km from the city of Morelia Michoacán. The main access to the property is from highway number 14 that comes from Morelia, Michoacán going, to Patzcuaro. Michoacán. Calissio has also acquired the San Pedro Copper Mine in Michoacán, Mexico. The flotation mill at the San Pedro Mine currently has an operating at 120 tons per day (tpd) with a capacity of 200 tpd, and after upgrades the mill will have a capacity of 500 tpd. I he Jovita mine is currently running at 200 tpd and after expansion it is expected to be at 500 tpd by the end of 2014. An exploration program commenced on the Company's San Pedro Copper Mine in Michoacán. Mexico and will involve extensive rock sampling and trenching throughout the southern portion of the property. Expectations are to prove a significant and sufficient copper resource to run the mine at 500 tpd. Effective October 6. 2014 the Company completed its reorganization with the new name of Calissio Resources Group, Inc. and also had a 1 for 200 reverse split of its share capital.

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud, The Company's system of internal accounting control is designed to assure, among other items, that 1) recorded transactions are valid; 2) valid transactions are recorded; and 3) transactions are recorded in the proper per od in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

**Notes to the Consolidated Financial Statements** ( Presented in US Dollars)

June 30, 2015

# Former Development Stage Company

The Company is no longer a development stage company as defined by section 915-10-20 of the Financial Accounting Standards Board ("FASB") Accounting Standards Codification. A Development stage company is defined as follows: An entity devoting substantially all of its efforts to establishing a new business and for which either of the following conditions exists: Planned principal operations have not commenced and there has been no significant revenue therefrom. The Company has now both generated and expanded upon initial operations and has significant revenues allowing it to self-sustain. The Company may require outside capital in the future, however this would be for further capital expansion and acquisitions.

#### Use of estimates

The preparation of financial statements in conformity 1, vith generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates include the estimated useful lives of property and equipment. Actual results could differ from those estimates.

Cash equivalents The Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents.

Fair value of financial instruments The Company follows paragraph 825-10-50-10 of the FASB Accounting Standards Codification for disclosures about lair value of its financial instruments and paragraph 820-10-35-37 of the FASB Accounting Standards Codification ("Paragraph 820-10-35-37") to measure the fair value of its financial instruments. Paragraph 8.20-10-35-37 establishes a framework for measuring fair value in accounting principles generally accepted in the United States of America (I\_ .S. GAAP), and expands disclosures about fair value measurements. To increase consistency and comparability in fair value measurements and related disclosures. Paragraph 820-10-35-37 establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into three (3) broad levels. The fair value hierarchy gives the highest priori to to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three (3) levels of fair value hierarchy defined by Paragraph 820-10-35-37 are described below:

**Notes to the Consolidated Financial Statements** ( Presented in US Dollars)

June 30, 2015

# Fair value of financial instruments cont'd

- Level I Ouoted market prices available in active markets for identical assets or liabilities as of the
- Level 2 Pricing inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date.

Pricing inputs that are generally observable inputs and not corroborated by market data. The carrying amount of the Company accrued expenses approximate their fair value because of the short maturity of those instruments. The Company's financial notes payable approximate the lair value of suet instruments based upon management's best estimate assets of interest rates that would be available to the Company for similar financial arrangements at and December 31, 2014. The Company does not have any assets or liabilities measured at fair value on a recurring or a non-recurring basis.

# **Equipment**

Equipment is recorded at cost. Expenditures for major additions and betterments are capitalized. Maintenance and and repairs arc charged to operations as incurred. Depreciation of equipment is computed by the straightline method (after taking into account their respective estimated residual values) over the assets estimated useful life of seven (7) or ten (10) years. Upon sale or retirement of equipment, the related cost and accumulated an depreciation are removed from the accounts and any gain or loss is reflected in statements of operations.

#### Impairment of long-lived assets

The Company follows paragraph 360-10-05-4 of the FASB Accounting Standards Codification for its long-lived assets. The Company's long-lived assets, which includes computer equipment is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable.

# Notes to the Consolidated Financial Statements (Presented in US Dollars)

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# Impairment of long-lived assets: cont'd

The Company assesses the recoverability of its long-lived asses by comparing the projected undiscounted net cash flows associated with the related long-lived asset over their remaining estimated useful lives against their respective carrying amounts. Impairment, if any, is based on the excess of the carrying amount over the fair value of those assets. Fair value is generally determined using the asset's expected future discounted cash flows or market value, if readily determinable. If long-lived assets are determined to be recoverable, but the newly determined remaining estimated useful lives are shorter than originally estimated, the net book values of the long-lived assets are depreciated over the newly determined remaining estimated useful lives.

The Company determined that there were no impairments of long-lived assets as of December 31, 2014, December 31, 2013 and December 31, 2012.

# Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Liabilities for loss contingencies arising f-om claims, assessments, litigation, lines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

### Revenue recognition

The Company follows paragraph 605-10-S99-I of the FASB Accounting Standards Codification for revenue recognition. The Company will recognize revenue when it is realized or realizable and earned. The Company recognizes revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collection is reasonable assured.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

Income taxes

The Company follows Section 740-10-30 of the FASH Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns, tinder this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the fiscal year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the fiscal years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a chance in tax rates is recognized in the Statements of Income and Comprehensive Income in the period that includes the enactment date.

The Company adopted section 740-1 0-25 of the FASB Accounting Standards Codification ("Section 740-10 25") with regards to uncertainty income taxes. Section 740-10-25 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under Section 740-10-.25, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures. The Company had no material adjustments to its liabilities for unrecognized income tax benefits according to the provisions of Section 740-10-25.

# Net income (loss) per common share

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period. The weighted average number of common shares outstanding and potentially outstanding common shares assumes that the Company incorporated as of the beginning of the first period presented. There were no potentially dilutive shares outstanding as of June 30, 2015. December 31, 2014. December 31, 2013 and December 31, 2012.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

# Cash flows reporting

The Company' adopted paragraph 230-10-45-24 of the [ASH Accounting Standards Codification for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating. investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method (Indirect method") as defined by paragraph 230-10-45-25 a the FASB Accounting Standards Codification to report net cash How from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that arc included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately' provides information about investing and financing activities not resulting in cash receipts or payments in the period pursuant to paragraph 830-230-45-1 of the FASB Accounting Standards Codification.

#### **Advertising Costs**

The Company expenses the cost of advertising and promotional materials when incurred. Total Advertising costs were zero for the quarter ending June 30, 2015.

# Subsequent events

The Company follows the guidance in Section 855-10-50 of the FASB Accounting Standards Codification for the disclosure of subsequent events. The Company will evaluate subsequent events through the date when the financial statements were issued. Pursuant to ASU 2C10-09 of the FASB Accounting Standards Codification, the Company as an OTC Markets filer considers its financial statements issued when they are widely distributed to users, such as through filing them on The OTC Markets Website.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

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# Subsequent events cont'd

Recently issued accounting pronouncements

The following accounting standards were issued as of December 26, 201:

ASU 2010-06. Fair Value Measurements and Disclosures (Topic 820) — Improving Disclosures about Fair Value Measurements.

This ASU affects all entities that are required to make disclosures about recurring and nonrecurring fair value measurements under FASB ASC Topic 820, originally issued as FASB Statement No. 157, Fair Value Measurements. The ASU requires certain new disclosures and clarifies two existing disclosure requirements. The new disclosures and clarifications of existing disclosures are effective for interim and annual reporting periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances, and settlements in the roll forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years.

ASU 2011-04, Fair Value Measurement (Topic 820) - Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs

This ASU supersedes most of the guidance in Topic 820, although many of the changes are clarifications of existing guidance or wording changes to align with IFRS 13. In addition, certain amendments in ASU 2011-04 change a particular principle or requirement for measuring fair value or disclosing information about fair value measurements. The amendments in ASU 2011-04 are effective for public entities for interim and annual periods beginning after December 15, 2011.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

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#### NOTE 3 — GOING CONCERN

As reflected in the accompanying financial statements, the Company has an accumulated surplus of \$5,736,827 from inception to June 30, 2015 and had a net income before taxes of \$7,775,519 for the year ended December 31, 2014, and net income before taxes \$490.015 was recorded for the year ended December 31. 2013. The Company has commenced operations and is generating revenue. Management intends to raise additional funds by way of a public or private offering to fund further expansion and acquisitions. The consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

#### Commitments and contingencies

The Company follows subtopic 450-20 of the FASB Accounting Standards Codification to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

#### Revenue recognition

The Company follows paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for revenue recognition. The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

#### 4. RELATED PARTY TRANSACTIONS:

For the quarter ending June 30, 2015 and the year ending December 31, 2014 there were no related party transactions.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

#### 7. SHARES ISSUED:

<u>For Deposit On Mineral Property:</u> On September 30, 2010 the Company entered into an agreement with Industrias Calissio SUR SA for a total of 450,000,000 million shares to be issued at a cost basis of \$.01. This is to provide the Company with a deposit on a mineral resource property with a value of \$4,500,000 minimum in situ value.

#### To Reduce Debt:

On September 30. 2010 the Company entered into an agreement with Global Infinitum Market SA de CV for a line of credit to secure funding for mining operations. Under the terms of this agreement \$600,000 is made available for a four year term, at an interest rate of 7.5% wilt an option to extend the term. The amount outstanding and payable including accrued interest at December 31, 2013 is \$546.000; this includes accrued interest in the amount of \$146,250 and at March 31, 2014 is \$557,250 with accrued interest of \$157,500. On August 9, 2012 the Company elected to reduce this obligation by issuing 21,300,000 common shares at a cost basis of \$106,500 and issuing a further 21,000,000 million shares at a cost basis of \$105,000. This reduced the principal amount of \$600,000 down to \$388,500. The amount of accrued interest at December 31, 2012 is \$112,500 and with the remaining principal amount of \$388,500, for a total of \$501,000.

On February 4, 2014: 44.5 million shares were issued at \$0.001 and on March 18, 2014 28.5 million shares were issued at \$0.001 to Global Infinitum Market S.A. De C.V as a reduction of a note outstanding in the amount of \$44,500 and \$28,500, on September 30, 2014 the amount outstanding was \$579.750. Total shares issued and outstanding on September 30, 2014 were 571,778,578. Effective October 6, 2014 the Company completed a 1 for 200 reverse split of its capital stock. The number of shares outstanding after the 1 for 200 reverse split are 2,858.893. On October 8, 2014 5,000.000 shares were issued at \$0.001 to reduce debt in the amount of \$5,000 and on October 7, 2014 100,000,000 shares were issued to Industrias Calissio SUR SA at \$0.05 for a total of \$5,000,000. On November 6, 2014 5,600,000 shares were issued at \$0.001 to further reduce debt and 1,107 shares were issued for rounding due to the reverse split. On December 31, 2014 there were 113,460,000 shares issued and outstanding. During the quarter there were an additional 6,000,000 shares issued at \$0.001 to further reduce debt and at June 30, 2015 there were 129,460,000 issued and outstanding.

#### 8. NOTES PAYABLE:

The Company acquired the Jovita Mine on May 22, 2013 for a total consideration of \$6.1 million USD to be paid to Minerales Consolidados S.A. de C.V. (MCSA) Under the terms of the Agreement, Calissio will acquire 100% ownership of the Jovita Mine for aggregate expenditures of USD \$6.1 Million over the next 3 years. Expenditures include a payment of USD \$2.5 Million and 1 million shares of Calissio to MCSA, within 30 days. Additional payments of 1 million shares will also be issued to MCSA, in 1 2 months and 24 months.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

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#### 8. NOTES PAYABLE cont'd

Calissio will also he required to spend USD \$3 million in exploration activities on the property over the next 36 months. These terms leave Calissio with a note payable to Minerales Consolidados in the amount of \$3 million USD for the next 36 months.

On August 21, 2013, the Company has acquired the San Pedro Copper Mine and Flotation Mill in Michoacán, Mexico, from Minera Rio Cobre SA de CV. The San Pedro Mine, located in southwestern Michoacán, is a past producer with a 20 ton-per-day (tpd) flotation mill currently at the property. The San Pedro acquisition is a cash and shares purchase transaction totaling \$3 million USD consisting of \$2.5 million USD and \$500,000 paid in stock by issuing 2 million common shares valued \$0.25. These terms leave Calissio with a note payable to Minera Rio Cobre SA de CV in the amount of \$1.5 million USD for the next 24 months.

#### 9. RECENT BUSINESS DEVELOPMENTS:

On May 22, 2013 the Company Calissio signed a Definitive Agreement ("Agreement") with Minerales Consolidados S.A. de C.V. (MCSA) to purchase the Jovita Mine and a 40 ton per day (tpd) copper mill. The Jovita Mine is a producing copper concentrate mine operating in Michoacán, a well-known base metals mining region in Mexico. Under the terms of the Agreement, Calissio will acquire 100% ownership of the Jovita Mine for aggregate expenditures USD \$6.1 Million over the next 3 years. Expenditures include a payment of USD \$2.5 Million and 1 million shares of Calissio to MCSA, within 30 days. Additional payments of 1 million shares will also be issued to MCSA, in 12 months and 24 months. Calissio will also be required to spend USD \$3 million in exploration activities on the property over the next 36 months. MCSA is transitioning the management and operation of the Jovita Mine to Calissio over the next 60 days.

The Jovita Mine encompasses a 250-hectare mineral concession and production facility located in the Mexican state of Michoacán. The current mill operation allows for ore to be processed onsite into copper concentrate for shipment to foreign buyers. Michoacán is a historic mining region in Western Mexico with a large deep-sea port located along the Pacific coastline that is well situated for transport and the supply of Western US, Asian and other Pacific Rim markets.

June 5, 2013 the Company has executed a Copper Stream Sale Agreement ("Agreement") with Anglo-Asia Resource Partners ("Anglo-Asia") for US\$8.75 million. Under the terms of the Agreement, Anglo-Asia is entitled to 18% of the copper concentrate produced at the Jovita Mill operating in Michoacán. Mexico. Calissio will allocate the sale proceeds from the Agreement to complete the financial obligations outstanding from the Jovita Mine acquisition and the remaining funds will be expended on upgrades and expansion of the existing flotation mill and facilities. The Agreement entitles Anglo-Asia, a private Hong Kong partnership that is focused on procuring precious and base metals for the Asian market, to 18% of the monthly production at the Jovita Mill. Anglo-Asia will make an initial payment of US\$8.75 million to Calissio and on-going payments of US\$0.75 per pound of copper produced. If the spot price of copper was to decline below US\$2.50 per pound. Anglo-Asia ongoing payment obligations would be reduced to US\$0.50 per pound of copper. Additional terms of the Agreement will be released at a later date.

Notes to the Consolidated Financial Statements (Presented in US Dollars)

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# 9. RECENT BUSINESS DEVELOPMENTS CONT'D):

On August 21, 2013, the Company has acquired the San Pedro Copper Mine and Flotation Mill in Michoacán, Mexico, from Minera Rio Cobre SA de CV. The San Pedro Mine, located in southwestern Michoacán, is a past producer with a 20 ton-per-day (tpd) flotation mill currently on the property. The San Pedro acquisition is a cash and shares purchase transaction totaling \$3 million USD consisting of \$2.5 million USD and \$500,000 paid in stock by issuing 2 million common shares valued @ \$0.25.

Due to these activities occurring in the later stage of the second quarter ending June 30, 2013 and not fully taking effect until on or around July 1, 2013 the Company will be recognizing the effects of the above mentioned business activities in the financial statements starting in the third quarter July 1, 2013 and onwards. The Company has completed an agreement with Minera Cobre SA de CV to purchase 50,000 tonnes of high-grade ore over the next 24 months. The purchased ore is to have an average grade in excess of 2.1% copper per tonne and is to be used as feedstock for both the Jovita Mill and the San Pedro Mill, located in Michoacán, Mexico, while the Company conducts advanced exploration activities at the Jovita property.

Copper production is currently ahead of targets at the Jovita Mill in Michoacán, Mexico. The primary factors cited for the higher than anticipated production were increased operational efficiency from recent implementations and higher than expected ore grades. Production results will be reflected in the Company's next quarterly report for the period ending September 30. The Company also announced that it is conducting an initial assessment to upgrade the existing 20 ton-per-day San Pedro Mill, also located in Michoacán.

The Company's first shipment of copper production to Anglo Asia Resource Partners is currently in transit. The initial copper shipment of 65,000 pounds to its destination in China begins the fulfillment of the copper stream sales agreement the Company entered into with Anglo Asia on June 5, 2013. Anglo Asia Resource Partners is a private Hong Kong partnership that is focused on procuring precious and base metals for the Asian market's manufacturing and industrial supply chain.

Additional copper shipments are now scheduled to the Asian market, due to increased sales orders from Anglo-Asia Resource Partners. Calissio is currently organizing shipping and production schedules at both the Jovita and San Pedro Mine facilities to ensure the Company successfully fulfills the new sales orders. Anglo-Asia Resource Partners is a private Hong Kong partnership that is focused on procuring precious and base metals for the Asian market's manufacturing and industrial supply chain.

#### **10. SUBSEQUENT EVENTS:**

The Company deemed that there were no material subsequent events to report after June 30, 2015.