Condensed Consolidated Financial Statements

Rimrock Gold Corp.

For the six months ended February 28, 2022

Rimrock Gold Corp.
Condensed Consolidated Financial Statements

For the six months ended February 28, 2022

Table of contents

Rimrock Gold Corp.

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

(Expressed in US dollars)

	February 28, 2022	**August 31, 2021**
	$	$
ASSETS		
Non-current assets		
Inventory	2,406	2,406
Equipment, net *[Note 5]*	1,506	1,744
Total assets	3,912	4,150
LIABILITIES AND STOCKHOLDERS' DEFICIENCY		
Current liabilities		
Accounts payable	153,063	147,004
Accrued liabilities	15,013	14,895
Advances from a related party *[Note 6]*	60,904	57,867
Common stock to be issued *[Note 8]*	142,490	142,490
Total current liabilities	371,470	362,256
Stockholders' deficiency		
Preferred stock, $0.001 par value, 1,000,000 shares authorized, 500,500 preferred shares outstanding at February 28, 2022 and August 31, 2021 *[Note 7]*	501	501
Common stock, $0.001 par value, 2,900,000,000 shares authorized, 2,725,701,808 common shares outstanding as at February 28, 2022 and August 31, 2021 *[Note 7]*	2,725,702	2,725,702
Additional paid-in capital	2,556,534	2,556,534
Accumulated deficit	(5,650,295)	(5,640,843)
Total stockholders' deficiency	(367,558)	(358,106)
Total liabilities and stockholders' deficiency	3,912	4,150

See accompanying notes

Going concern *[Note 3]*

Contingencies and commitments *[Note 9]*

Related party transactions and balnces *[Note 10]*

Subsequent events *[Note 11]*

Rimrock Gold Corp.

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE (LOSS) INCOME (UNAUDITED)

(Expressed in US dollars)

	For the three months ended February 28, 2022	For the three months ended February 28, 2021	For the six months ended February 28, 2022	For the six months ended February 28, 2021
	$	$	$	$
Sales	—	1,353	96	1,353
Cost of goods sold	—	940	47	940
Gross Profit	—	413	49	413
EXPENSES				
Professional fees	1,780	12,290	6,121	13,665
Interest expense	59	59	118	118
Office and general	2,259	2,816	3,024	3,141
Depreciation	102	185	238	284
Total operating (income) expenses	4,200	14,937	9,452	16,795
Net profit (loss) from operations	(4,200)	(14,937)	(9,452)	(16,795)
Exchange Gain (Loss)	—	1,019	—	1,019
Net income (loss) from operations before income taxes	(4,200)	(13,918)	(9,452)	(15,776)
Income taxes	—	—	—	—
Net income (loss) for the period	(4,200)	(13,918)	(9,452)	(15,776)
Earnings (loss) per share, basic and diluted	(0.0000)	(0.0000)	(0.0000)	(0.0000)
Weighted average number of common shares outstanding	2,725,701,808	2,650,701,808	2,725,701,808	2,650,701,808

See accompanying notes

Rimrock Gold Corp.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

(Expressed in US dollars)

	For the six months ended February 28, 2022 (unaudited)	For the six months ended February 28, 2021 (unaudited)
	$	$
OPERATING ACTIVITIES		
Net income (loss) for the period	(9,452)	(16,795)
Items not affecting cash		
Depreciation	238	284
Exchange Gain	—	1,019
Interest expense	118	118
Stock based Compensation	—	10,000
Change in accounts payable	6,059	(6,068)
Net cash used in operating activities	(3,037)	(11,442)
INVESTING ACTIVITIES		
Acquisition of equipment	—	(935)
Net cash used in investing activities	—	(935)
FINANCING ACTIVITIES		
Advances from related parties	3,037	12,525
Net cash provided by financing activities	3,037	12,525
Net decrease in cash during the period	—	148
Cash, beginning of period	—	—
Cash, end of period	—	148

See accompanying notes

Rimrock Gold Corp.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIENCY

(Expressed in US dollars)

	Preferred stock		Common stock		Additional paid-in capital	Accumulated other comprehensive loss	Accumulated deficit	Total shareholder's equity (deficiency)
	Shares	Amount	Shares	Amount				
		$		$	$	$	$	$
August 31, 2020	**500,500**	**501**	**2,650,701,808**	**2,650,702**	**2,619,034**	**—**	**(5,660,162)**	**(389,925)**
Net loss for the quarter						—	(1,858)	(1,858)
November 30, 2020	**500,500**	**501**	**2,650,701,808**	**2,650,702**	**2,619,034**	**—**	**(5,662,020)**	**(391,783)**
Net loss for the quarter						—	(13,918)	(13,918)
Feburary 28, 2021	**500,500**	**501**	**2,650,701,808**	**2,650,702**	**2,619,034**	**—**	**(5,675,938)**	**(405,701)**

	Preferred stock		Common stock		Additional paid-in capital	Accumulated other comprehensive loss	Accumulated deficit	Total shareholder's equity (deficiency)
	Shares	Amount	Shares	Amount				
		$		$	$	$	$	$
Aug 31, 2021	**500,500**	**501**	**2,725,701,808**	**2,725,702**	**2,556,534**	**—**	**(5,640,843)**	**(358,106)**
Net loss for the quarter						—	(5,252)	(5,252)
November 30, 2021	**500,500**	**501**	**2,725,701,808**	**2,725,702**	**2,556,534**	**—**	**(5,646,095)**	**(363,358)**
Net loss for the quarter						—	(4,200)	(4,200)
February 28, 2022	**500,500**	**501**	**2,725,701,808**	**2,725,702**	**2,556,534**	**—**	**(5,650,295)**	**(367,558)**

See accompanying notes

1. NATURE OF OPERATIONS

Rimrock Gold Corp. has recently entered the CBD/Hemp market with a focus on developing and marketing a unique line of CBD oils and hemp extracts, and identifying strategic acquisitions.

Rimrock Gold Corp., formerly Tucana Lithium Corp., Oteegee Innovations Inc. and Pay By The Day Holdings Inc., (the "Company" or "Rimrock") was incorporated in August 2007 in the State of Nevada. On January 24, 2013, the Company filed a certificate of amendment to amend the articles of incorporation with the Nevada Secretary of State changing the Company's name to Rimrock Gold Corp.

On September 13, 2018 the company launched its wholly-owned subsidiary, Acqua Cannabis Corp. a Wyoming company, to enter into the growing cannabis, cannabinoid, and hemp market. The Company plans to make acquisitions in the Cannabis and CBD sector, and to explore new business opportunities within this growing sector. Acqua Cannabis' mandate is to develop and market a unique line of CBD oils and hemp extracts in various forms.

On November 7, 2019 Rimrock Gold's wholly owned subsidiary Acqua Cannabis Corp partnered with Vera Roasting Company to infuse Arabica coffee beans with one of nature's most potent antioxidants, resveratrol, utilizing Vera's patented process that promotes bio-absorption. The Company launch a line of CBD infused coffee called Acqua CBD Coffee.

On April 15, 2021 Rimrock Gold relaunched its wholly-owned subsidiary, Acqua Cannabis Corps, website acquacannabis.com. Acqua Cannabis has entered the thriving cannabis, cannabinoid, and hemp market with a mandate to market a unique line of CBD oils and hemp extracts in various forms. This launch follows the Company's rollout of Acqua CBD Coffee infused with resveratrol.

On April 28, 2021 Rimrock Gold entered into the Nicotinamide Mononucleotide (NMN) market with the introduction of new brand Astound NMN. The Company's newest brand launch and product release is driven by our long-term initiative to provide consumers with the greatest selection of wellness-centered products.

The Company operates under the web-site address www.rimrockgold.com, www.acquacbdcoffee.com , www.acquacannabis.com, and astoundnmn.com.

2. BASIS OF PRESENTATION, MEASUREMENT AND CONSOLIDATION

The accompanying unaudited interim condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States ("US GAAP") for interim financial information and the Securities Exchange Commission ("SEC") instructions to Form 10-Q and Article 8 of SEC Regulation S-X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements and should be read in conjunction with the Company's unaudited consolidated financial statements for the years ended August 31, 2021 and 2020 and notes thereto. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation of consolidated financial position and results of operations for the interim periods presented have been reflected herein. Operating results for the six months ended February 28, 2022, are not necessarily indicative of the results that may be expected for the year ending August 31, 2022.

The unaudited condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. Significant intercompany accounts and transactions have been eliminated.

3. GOING CONCERN

The accompanying unaudited condensed consolidated financial statements have been prepared assuming the Company will continue on a going concern basis. As disclosed in the condensed consolidated balance sheet, the Company has accumulated losses at each reporting period. The ability of the Company to continue as a going-concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. Management is actively targeting sources of additional financing to provide continuation of the Company's operations. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is solely dependent upon its ability to generate such financing. The Company is actively seeking financing to fully execute the next phase of the Company's growth initiatives and is currently seeking future acquisitions. Any capital raised will be through either a private placement or a convertible debenture and will result in the issuance of common shares from the Company's authorized capital. The Company believes it can satisfy minimum cash requirements for the next twelve months with either an equity financing, convertible debenture or if needed, loans from shareholders.

There can be no assurance that the Company will be able to continue to raise funds, in which case the Company may be unable to meet its obligations. Should the Company be unable to realize its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded in these unaudited condensed consolidated financial statements.

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

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Development Stage Company

The Company is a development stage company. The Company is still devoting its efforts on establishing the business. All losses accumulated, since inception, have been considered as part of the Company's development stage activities.

Use of Estimates

The preparation of unaudited condensed consolidated financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the 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. Areas involving significant estimates and assumptions include: deferred income tax assets and related valuation allowance, valuation of convertible notes, warrants and accruals. Actual results could differ from those estimates. These estimates are reviewed periodically, and, as adjustments become necessary, they are reported in earnings in the period in which they become known.

Loss Per Share

The Company has adopted the Financial Accounting Standards Board's ("FASB") Accounting Standards Codification ("ASC") Topic 260-10 which provides for calculation of "basic" and "diluted" earnings per share. Basic earnings per share includes no dilution and is computed by dividing net income or loss available to common stockholders by the weighted average number of common shares outstanding for the period. Diluted earnings per share reflect the potential dilution of securities that could share in the earnings of an entity. Diluted earnings per share exclude all potentially dilutive shares if their effect is anti-dilutive. There were no potentially dilutive shares outstanding as at each period end.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign Currency Translation

The functional currency of the parent Company is United Stated dollar and the functional currency of the subsidiary is Canadian dollar. Transactions denominated in currencies other than the functional currency are translated into the functional currency at the exchange rates prevailing at the dates of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the exchange rate prevailing at the balance sheet date. Non-monetary assets and liabilities are translated using the historical rate on the date of the transaction. All exchange gains or losses arising from translation of these foreign currency transactions are included in net loss for the year. In translating the financial statements of the Company's Canadian subsidiary from its functional currency into the Company's reporting currency of United States dollars, balance sheet accounts are translated using the closing exchange rate in effect at the balance sheet date and income and expense accounts are translated using an average exchange rate prevailing during the reporting period. Adjustments resulting from the translation, if any, are included in cumulative other comprehensive income (loss) in stockholders' equity. The Company has not, to the date of these consolidated financial statements, entered into derivative instruments to offset the impact of foreign currency fluctuations.

Inventory

Inventories are stated at the lower of cost and net realizable value. Cost is determined on a first-in, first-out basis. The net realizable value is the estimated selling price in the ordinary course of business, less the cost of completion and selling expenses.

Fair Value of Financial Instruments

ASC 820 defines fair value, establishes a framework for measuring fair value and expands required disclosure about fair value measurements of assets and liabilities. ASC 820-10 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

- Level 1 – Valuation based on quoted market prices in active markets for identical assets or liabilities.
- Level 2 – Valuation based on quoted market prices for similar assets and liabilities in active markets.
- Level 3 – Valuation based on unobservable inputs that are supported by little or no market activity, therefore requiring management's best estimate of what market participants would use as fair value.

In instances where the determination of the fair value measurement is based on inputs from different levels of the fair value hierarchy, the level in the fair value hierarchy within which the entire fair value measurement falls is based on the lowest level input that is significant to the fair value measurement in its entirety. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments or interest rates that are comparable to market rates. These financial instruments include cash and accounts payable. The Company's cash, which is carried at fair value, is classified as a Level 1 financial instrument. The Company's bank accounts are maintained with financial institutions of reputable credit, therefore, bear minimal credit risk.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Stock Based Compensation

The Company accounts for share-based payments in accordance with the provision of ASC 718, which requires that all share-based payments issued to acquire goods or services, including grants of employee stock options, be recognized in the consolidated statement of operations based on their fair values, net of estimated forfeitures. ASC 718 requires forfeitures to be estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. Compensation expense related to share-based awards is recognized over the requisite service period, which is generally the vesting period. The Company accounts for stock based compensation awards issued to non-employees for services, as prescribed by ASC 718-10, at either the fair value of the services rendered or the instruments issued in exchange for such services, whichever is more readily determinable, using the guidelines in ASC 505-50. The Company issues compensatory shares for services including, but not limited to, executive, management, accounting, operations, corporate communication, financial and administrative consulting services.

Recently Issued Accounting Pronouncements

In June 2016, the FASB issued ASU 2016-13, "Financial Instruments - Credit Losses (Topic 326) - Measurement of Credit Losses on Financial Instruments." This pronouncement, along with subsequent ASUs issued to clarify provisions of ASU 2016-13, changes the impairment model for most financial assets and will require the use of an "expected loss" model for instruments measured at amortized cost. Under this model, entities will be required to estimate the lifetime expected credit loss on such instruments and record an allowance to offset the amortized cost basis of the financial asset, resulting in a net presentation of the amount expected to be collected on the financial asset. In developing the estimate for lifetime expected credit loss, entities must incorporate historical experience, current conditions, and reasonable and supportable forecasts. This pronouncement is effective for fiscal years, and for interim periods within those fiscal years, beginning after December 15, 2019. On November 19, 2019, the FASB issued ASU No. 2019-10, Financial Instruments—Credit Losses (Topic 326), finalized various effective date delays for private companies, not-for-profit organizations, and certain smaller reporting companies applying the credit losses (CECL), the revised effective date is January 2023.

In July 2019, the FASB issued ASU 2019-07, Codification Updates to SEC Sections. This ASU amends various SEC paragraphs pursuant to the issuance of SEC Final Rule Releases No. 33-10532, Disclosure Update and Simplification, and Nos. 33-10231 and 33-10442, Investment Company Reporting Modernization. One of the changes in the ASU requires a presentation of changes in stockholders' equity in the form of a reconciliation, either as a separate financial statement or in the notes to the financial statements, for the current and comparative year-to-date interim periods. The Company presented changes in stockholders' equity as separate financial statements for the current and comparative year-to-date interim periods beginning on April 1, 2019. The additional elements of the ASU did not have a material impact on the Company's consolidated financial statements.

In December 2019, the FASB issued ASU No. 2019-12, Simplifying the Accounting for Income Taxes ("ASU 2019-12"), which simplifies the accounting for income taxes, eliminates certain exceptions within ASC 740, Income Taxes, and clarifies certain aspects of the current guidance to promote consistency among reporting entities. ASU 2019-12 is effective for fiscal years beginning after December 15, 2021. Most amendments within the standard are required to be applied on a prospective basis, while certain amendments must be applied on a retrospective or modified retrospective basis. The Company is currently evaluating the impacts of the provisions of ASU 2019-12 on its financial condition, results of operations, and cash flows.

The Company continues to evaluate the impact of the new accounting pronouncement, including enhanced disclosure requirements, on our business processes, controls and systems.

(Expressed in US dollars)

5. EQUIPMENT

	February 28, 2022		August 31, 2021	
	Furniture	**Computer**	**Furniture**	**Computer**
	$	**$**	**$**	**$**
Cost				
Opening	4,569	19,558	3,634	19,558
Addition	-	-	935	-
Closing	4,569	19,558	4,569	19,558
Acc Dep				
Opening	3,716	18,667	3,519	18,337
Depreciation	84	154	197	330
Closing	3,800	18,821	3,716	18,667
Net Book Value	**769**	**737**	**853**	**891**
Total Net Book Value	**1,506**		**1,744**	

6. ADVANCES FROM A RELATED PARTY

These advances are from a shareholder of the Company. The amount is non-interest bearing, unsecured and due on demand. The carrying value of the advances approximates the market value due to the short-term maturity of the financial instruments.

7. STOCKHOLDERS' DEFICIENCY

Authorized stock

Preferred stock

The Company is authorized to issue 1,000,000 preferred shares with a par value of $0.001. Out of which 500,000 shares are designated as "Series A Preferred Stock" with each share of Series A preferred stock entitled to 10,000 votes for every one vote a share of common stock is entitled to and 500 shares are designated as "Series B Preferred Stock" with each holder of Series B Preferred Stock may, from time to time and at any time, convert any or all of such shares of Series B Preferred Stock into fully paid and non-assessable shares of the common stock of the Company in an amount equal to one-tenth of one percent (0.1%) of the then issued and outstanding shares of the Company common stock per share of Series B Preferred Stock.

Common stock

On January 28, 2015, the Company's Board of Directors approved the amendment to Articles of Incorporation to increase authorized capital to 1,900,000,000 shares of common stock with a par value of $0.001. On July 13, 2015, the Company's Board of Directors approved the amendment to Articles of Incorporation to increase authorized capital to 2,900,000,000 shares of common stock with a par value of $0.001.

7. STOCKHOLDERS' DEFICIENCY

Issued stock

Preferred stock

As at February 28, 2022 and August 31, 2021 there were 500,000 Series A Preferred Stock and 500 Series B Preferred Stock issued and outstanding.

Common stock

As at February 28, 2022, 2,725,701,808 shares of common stock issued and outstanding (August 31, 2021: 2,725,701,808)

8. COMMON STOCK TO BE ISSUED

As of February 28, 2022, there were 180,383,333 common stock to be issued as detailed below:

- During November 2013, the Company received $4,740 for 50,000 shares of Company's common stock in connection with a private placement.
- Pursuant to a consulting agreement entered on September 1, 2014 the Company agreed to issue 2,000,000 shares of its common stock valued at $80,000, such value being the fair value of the shares of common stock on the date of agreement. The Company recorded this amount during the year ended August 31, 2015 under professional fees in the consolidated statement of operations.
- On September 8, 2018 the $80,000 convertible note held by Noba Capital LLC was converted into 533,333,333 common shares of the Company's stock at a price of $.00015 per common share. The conversion price was reduced from $.0002 to $.00015 per common share. On August 8, 2019, company issued 375,000,000 while remaining 158,333,333 is still to be issued.
- Pursuant to a consulting agreement entered on May 19, 2021 the Company agreed to issue 20,000,000 shares of its common stock valued at $34,000, such value being the fair value of the shares of common stock on the date of agreement. The Company recorded this amount during the quarter ended May 31, 2021 under professional fees in the consolidated statement of operations.

As the company has not yet issued these shares due to liquidity issues, the related obligation is presented in liabilities.

9. CONTINGENCIES AND COMMITMENTS

During May 2016, a judgment was given by the Superior Court of the State of New York against the Company in connection with the legal fees amounting to $2,040 due to a former lawyer of the Company. The Court has ordered the Company to pay $2,040 along with 9% interest to be calculated annually from September 2013 to the date of judgement and thereafter at a statutory rate. The Company has accepted the decision of the Court and started accruing interest as directed and intends to pay once the funds are available.

10. RELATED PARTY TRANSACTIONS AND BALANCES

The Company's transactions with related parties were carried out on normal commercial terms and in the course of the Company's business. Other than those disclosed elsewhere in the consolidated financial statements, the related party transactions and balances are as follows:

Office and general expenses include $ 2,380 for the current quarter (Quarter ended February 28, 2021 : $ 11,716) paid by the CEO of the Company.

11. SUBSEQUENT EVENTS

The Company's management has evaluated subsequent events up to April 18, 2022, the date the unaudited condensed consolidated financial statements were issued, pursuant to the requirements of ASC Topic 855 and has determined that there are following significant subsequent events to report.