

INTERIM FINANCIAL REPORT

31 March 2025

Mont Royal Resources Ltd (“**Mont Royal**” or “**the Company**”) (ASX: **MRZ**) advises that it has prepared an Interim Financial Report for the three and nine months ended 31 March 2025. The purpose of this report is to satisfy TSXV listing obligations as part of the planned merger with Commerce Resources Corp. (TSXV: CCE, FSE: D7H0, OTCQX: CMRZF).

For and on behalf of the Board

ENDS.

Shaun Menezes | Company Secretary

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About Mont Royal Resources

Mont Royal Resources Limited (ASX: MRZ) is an Australian company that owns 75% of Northern Lights Minerals 536km² tenement package located in the Upper Eastmain Greenstone belt. The projects are located in the emerging James Bay area, a Tier-1 mining jurisdiction of Quebec, Canada, and are prospective for lithium, precious (Gold, Silver) and base metals mineralisation (Copper, Nickel).

For further information regarding Mont Royal Resources Limited, please visit the ASX platform (ASX: MRZ) or the Mont Royal's website www.montroyalres.com

About Commerce Resources

Commerce Resources Corp. is a junior mineral resource company focused on the development of the Ashram Rare Earth and Fluorspar Deposit located within their Eldor Property, in northern Quebec, Canada. The Ashram Deposit is characterized by simple rare earth (monazite, bastnaesite, xenotime) and gangue (carbonates) mineralogy, a large tonnage resource at favourable grade, and has demonstrated the production of high-grade (more than 30 – 45% TREO) mineral concentrates at high recovery (more than 60 – 75%) in line with active global producers.

The Ashram Deposit also has a fluorspar component which makes it one of the largest potential sources of fluorspar in the world and could be a long-term supplier to the met-spar and acid-spar markets. Commerce is positioning itself to be one of the lowest cost rare earth producers globally, with a specific focus on being a long-term supplier of mixed rare earth carbonate and/or NdPr oxide to the global market.

Additionally, Commerce is committed to exploring the potential of other high-value commodities on the Property such as niobium and phosphate minerals, which may help advance Ashram by reducing costs through shared development.

For more information, please visit the corporate website at www.commerceresources.com or email info@commerceresources.com.



MONT ROYAL RESOURCES LIMITED AND ITS CONTROLLED ENTITIES

ACN: 625 237 658

Financial Report

For the Three and Nine Months Ended

31 March 2025

MONT ROYAL RESOURCES LIMITED AND ITS CONTROLLED ENTITIES

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MONT ROYAL RESOURCES LIMITED AND ITS CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE THREE AND NINE MONTHS ENDED 31 MARCH 2025

	Note	3 Months Ended		9 Months Ended	
		31 March 2025	31 March 2024	31 March 2025	31 March 2024
		\$	\$	\$	\$
Interest income		7,382	5,522	29,423	22,105
Corporate expenses		(440,968)	(196,853)	(980,694)	(653,513)
Share-based payments expense		(3,851)	-	(12,287)	(25,284)
Loss before tax		(437,437)	(191,331)	(963,558)	(656,692)
Income tax expense		-	-	-	-
Loss for the period		(437,437)	(191,331)	(963,558)	(656,692)
Other comprehensive income/(loss)					
<i>Items which may be re-classified to profit or loss</i>					
Exchange differences on translation of foreign operations		(30,847)	209,398	103,437	(10,971)
Total comprehensive income/(loss) for the period attributable to the members		(468,284)	18,067	(860,121)	(667,663)
<i>Income/(Loss) for the period attributable to:</i>					
Members of the parent entity		(437,503)	(190,037)	(958,196)	(647,401)
Non-controlling interests		66	(1,294)	(5,362)	(9,291)
		(437,437)	(191,331)	(963,558)	(656,692)
<i>Total comprehensive income/(loss) for the period attributable to:</i>					
Members of the parent entity		(465,872)	5,953	(862,922)	(655,562)
Non-controlling interests		(2,412)	12,114	2,801	(12,101)
		(468,284)	18,067	(860,121)	(667,663)
		Cents	Cents	Cents	Cents
Basic and diluted loss per share (cents per share)	2	(0.51)	(0.22)	(1.13)	(0.80)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

MONT ROYAL RESOURCES LIMITED AND ITS CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2025

	Note	31 March 2025	30 June 2024
		\$	\$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	3	1,254,462	2,079,224
Trade and other receivables	4	383,532	752,112
Prepayments		52,227	36,579
TOTAL CURRENT ASSETS		<u>1,690,221</u>	<u>2,867,915</u>
NON-CURRENT ASSETS			
Exploration and evaluation expenditure	5	6,290,385	5,787,146
TOTAL NON-CURRENT ASSETS		<u>6,290,385</u>	<u>5,787,146</u>
TOTAL ASSETS		<u>7,980,606</u>	<u>8,655,061</u>
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables		255,343	81,964
TOTAL CURRENT LIABILITIES		<u>255,343</u>	<u>81,964</u>
TOTAL LIABILITIES		<u>255,343</u>	<u>81,964</u>
NET ASSETS		<u>7,725,263</u>	<u>8,573,097</u>
EQUITY			
Issued capital	6	13,562,268	13,562,268
Reserves	7	2,490,550	2,382,989
Accumulated losses		(8,864,721)	(7,906,525)
Total parent entity interest		7,188,097	8,038,732
Non-controlling interest		537,166	534,365
TOTAL EQUITY		<u>7,725,263</u>	<u>8,573,097</u>

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

MONT ROYAL RESOURCES LIMITED AND ITS CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED 31 MARCH 2025

	Note	Issued Capital \$	Reserves \$	Accumulated Losses \$	Total \$	Non-controlling interest \$	Total \$
Consolidated Group							
Balance at 1 July 2024		13,562,268	2,382,989	(7,906,525)	8,038,732	534,365	8,573,097
Loss for the period		-	-	(958,196)	(958,196)	(5,362)	(963,558)
Other comprehensive income		-	95,274	-	95,274	8,163	103,437
Total comprehensive income/(loss) for the period		-	95,274	(958,196)	(862,922)	2,801	(860,121)
<i>Equity transactions:</i>							
Share-based payments		-	12,287	-	12,287	-	12,287
Balance at 31 March 2025		13,562,268	2,490,550	(8,864,721)	7,188,097	537,166	7,725,263
Balance at 1 July 2023		11,361,378	2,353,393	(5,322,565)	8,392,206	598,980	8,991,186
Loss for the period		-	-	(647,401)	(647,401)	(9,291)	(656,692)
Other comprehensive loss		-	(8,161)	-	(8,161)	(2,810)	(10,971)
Total comprehensive loss for the period		-	(8,161)	(647,401)	(655,562)	(12,101)	(667,663)
<i>Equity transactions:</i>							
Issue of shares	6	2,655,744	-	-	2,655,744	-	2,655,744
Capital raising costs	6	(454,854)	-	-	(454,854)	-	(454,854)
Share-based payments		-	318,676	-	318,676	-	318,676
Balance at 31 March 2024		13,562,268	2,663,908	(5,969,966)	10,256,210	586,879	10,843,089

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

MONT ROYAL RESOURCES LIMITED AND ITS CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE THREE AND NINE MONTHS ENDED 31 MARCH 2025

	3 Months Ended		9 Months Ended	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
	\$	\$	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES				
Interest received	7,382	5,522	29,423	22,105
Payments to suppliers and employees	(383,473)	(196,500)	(776,322)	(646,012)
Net cash used in operating activities	(376,091)	(190,978)	(746,899)	(623,907)
CASH FLOWS FROM INVESTING ACTIVITIES				
Government grants and tax incentives	14,504	-	595,186	17,059
Payments for exploration and evaluation	(135,906)	(208,563)	(673,049)	(2,212,370)
Net cash from/(used in) investing activities	(121,402)	(208,563)	(77,863)	(2,195,311)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from issue of shares	-	-	-	2,209,963
Payments for share issue costs	-	-	-	(161,462)
Net cash from financing activities	-	-	-	2,048,501
Net decrease in cash held	(497,493)	(399,541)	(824,762)	(770,717)
Cash and cash equivalents at the beginning of the period	1,751,955	1,888,782	2,079,224	2,259,958
Cash and cash equivalents at the end of the period	1,254,462	1,489,241	1,254,462	1,489,241

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

**MONT ROYAL RESOURCES LIMITED
AND ITS CONTROLLED ENTITIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

1. SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Basis of preparation

The interim consolidated financial report is a general purpose financial report prepared in accordance with the requirements of Accounting Standard AASB 134: Interim Financial Reporting. Compliance with AASB 134 ensures that the financial report and notes also comply with IFRS Accounting Standard IAS 34: Interim Financial Reporting.

It is recommended that this consolidated interim financial report be read in conjunction with the annual financial report for the year ended 30 June 2024 and any public announcements made by Mont Royal Resources Limited and its controlled entities during the nine month period ending 31 March 2025 in accordance with the continuous disclosure requirements arising under the Corporations Act 2001 and ASX Listing Rules.

The interim consolidated financial report does not include full disclosures of the type normally included in annual financial reports.

The interim consolidated financial report has been prepared on an accruals basis and is based on historical costs, cost is based on the fair value of the consideration given in exchange for assets.

(b) Statement of compliance

The interim financial statements were authorised for issue on 18 June 2025.

The interim financial statements comply with Australian Accounting Standards, which include Australian equivalents to IFRS Accounting Standards, which ensures that the financial report, comprising the interim financial statements and notes thereto, complies with International IFRS Accounting Standards.

(c) New accounting standards and interpretations

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Standards and Interpretations applicable to 31 March 2025

In the period ended 31 March 2025, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Group and effective for the current reporting period. As a result of this review, the Directors have determined that there is no material impact of the new and revised Standards and Interpretations on the Group and, therefore, no material change is necessary to Group accounting policies.

Accounting standards and interpretations issued but not yet effective

Certain Australian Accounting Standards and Interpretations have recently been issued or amended but are not yet effective and have not been adopted by the Group for the reporting period ended 31 March 2025. The Directors have not early adopted any of these new or amended standards or interpretations. The Directors have not yet fully assessed the impact of these new or amended standards (to the extent relevant to the Group) and interpretations.

(d) Going concern

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the normal course of business.

As disclosed in the financial statements, the Group reported a net loss of \$963,558 (March 2024: net loss \$656,692) and net operating cash outflows of \$746,899 (March 2024: outflow \$623,907). As at 31 March 2025, the Group had a cash and cash equivalents balance of \$1,254,462 (30 June 2024: \$2,079,224).

The ability of the Group to maintain continuity of normal business activities and to pay its debts as and when they fall due is dependent on its ability to successfully raise additional capital and/or successful exploration and subsequent exploitation of areas of interest through sale or development. These circumstances give rise to the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

Management have prepared a cash flow forecast for the period ending 12 months from the date of this report. Based on the forecast, the directors believe that the going concern basis of preparation is appropriate due to the following reasons:

- there is sufficient cash available at balance date for the Group to continue operating;
- the Directors do not consider there are any valid reasons as to why future capital funding will not be available and remain confident that sufficient funding will be obtained when required; and
- the Directors can reduce expenditure to manage cash reserves if required.

**MONT ROYAL RESOURCES LIMITED
AND ITS CONTROLLED ENTITIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

1. SUMMARY OF MATERIAL ACCOUNTING POLICIES (continued)

(d) Going concern (continued)

Should the Group be unable to raise capital or reduce its expenditure, it may be required to realise its assets and extinguish its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial report. This financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or classification of liabilities and appropriate disclosures that may be necessary should the Group be unable to continue as a going concern.

The Company is in the process of undertaking a merger Commerce Resources Inc and undertaking a capital raising of between \$8m and \$10m as part of the merger process which is expected to complete in Quarter 3 of Calendar 2025.

2. LOSS PER SHARE

The following reflects the income and data used in the calculations of basic and diluted earnings/(loss) per share:

	3 Months Ended		9 Months Ended	
	31 March 2025	31 March 2024	31 March 2025	31 March 2024
	\$	\$		
Loss per share (cents)	(0.51)	(0.22)	(1.13)	(0.80)
Loss used in calculating basic and diluted loss per share	(437,503)	(190,037)	(958,196)	(647,401)
	# shares	# shares	# shares	# shares
Weighted average number of ordinary shares used in calculating basic loss per share:	85,029,793	85,029,793	85,029,793	81,311,494

3. CASH AND CASH EQUIVALENTS

	31 March 2025	30 June 2024
	\$	\$
Cash at bank and on hand	1,254,462	2,079,224

4. OTHER RECEIVABLES

	31 March 2025	30 June 2024
	\$	\$
Tax credit and mining rights receivable	330,008	649,142
GST/QST receivable	52,286	101,732
Other	1,238	1,238
Total	383,532	752,112

**MONT ROYAL RESOURCES LIMITED
AND ITS CONTROLLED ENTITIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

5. EXPLORATION AND EVALUATION EXPENDITURE

	31 March 2025 \$	30 June 2024 \$
Balance at the beginning of the period	5,787,146	6,076,557
Exploration and evaluation expenditure incurred during the period	663,583	2,552,125
Canadian exploration tax credit offset during the period	(294,727)	(642,532)
Exploration expenditure impaired (i)	-	(1,845,335)
Foreign currency translation movement	134,383	(353,669)
Balance at the end of the period	<u>6,290,385</u>	<u>5,787,146</u>

(i) In response to the challenging market conditions in the lithium and battery metals sector that have impacted all junior exploration companies since the start of 2024, the Board of Mont Royal paused exploration expenditure at the Wapatik Project in April and will re-evaluate future exploration programs throughout CY 2024 and has therefore impaired the carrying value of exploration expenditure capitalised up to 30 June 2024.

The value of the exploration tenements carried forward is dependent upon:

- (a) The continuance of the Consolidated Entity's rights to tenure of the area of interest;
- (b) The results of future exploration; and
- (c) The recoupment of costs through successful development and exploitation of the areas of interest or alternatively by their sale.

6. ISSUED CAPITAL

(a) Issued Capital

	31 March 2025 \$	30 June 2024 \$
Fully paid ordinary shares	<u>13,562,268</u>	<u>13,562,268</u>

(b) Movement in ordinary share capital of the Company:

Date	Details	No. of shares	\$
1/7/2023	Balance at beginning of period	68,482,668	11,361,378
15/8/2023	Placement	13,812,267	2,209,963
	Cost of capital raising		(454,854)
4/12/2023	Acquisition instalment payment for Focus Graphite	<u>2,734,858</u>	<u>445,781</u>
30/6/2024	Balance at end of period	<u>85,029,793</u>	<u>13,562,268</u>
31/3/2025	Balance at end of period	<u>85,029,793</u>	<u>13,562,268</u>

7. RESERVES

(a) Share based payments and foreign currency translation reserve

	31 March 2025 \$	30 June 2024 \$
Share based payments reserve	2,553,660	2,541,373
Foreign currency translation reserve	<u>(63,110)</u>	<u>(158,384)</u>

(b) Nature and purpose of reserves

Share based payments reserve

The share based payments reserve is the value of equity benefits provided to directors, employees and consultants by the Company as part of their remuneration.

Foreign currency translation reserve

The foreign currency translation reserve records exchange differences arising on translation of foreign subsidiary accounts.

**MONT ROYAL RESOURCES LIMITED
AND ITS CONTROLLED ENTITIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

8. CONTINGENT LIABILITIES AND CONTINGENT ASSETS

As at 31 March 2025 there were no contingent liabilities or contingent assets.

9. FINANCIAL RISK MANAGEMENT

The Group's financial instruments consist mainly of deposits with banks, short-term investments and payables.

The carrying amounts of the current receivables, current payables and other liabilities are considered to be a reasonable approximation of their fair value.

10. INVESTMENT IN SUBSIDIARY

Interests are held in the following subsidiary companies:

Name	Principal Activity	Country of Incorporation	Ownership Interest	
			31 March 2025	30 June 2024
Mont Royal Exploration Australia Pty Ltd	Mineral Exploration	Australia	100%	100%
Mont Royal Resources Canada Inc	Mineral Exploration	Canada	100%	100%
Mont Royal Resources Quebec Inc	Mineral Exploration	Canada	100%	100%
Northern Lights Minerals Pty Ltd	Mineral Exploration	Australia	75%	75%
1256137 BC Ltd	Mineral Exploration	Canada	75%	75%

12. EVENTS AFTER THE REPORTING PERIOD

There have been no events subsequent to the financial period end that will affect the results as disclosed in this report.

**MONT ROYAL RESOURCES LIMITED
AND ITS CONTROLLED ENTITIES**

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Mont Royal Resources Limited, the directors of the Company declare that:

1. In the opinion of the directors:

(a) the interim financial statements and notes of the Consolidated Group:

(i) give a true and fair view of the Consolidated Group's financial position as at 31 March 2025 and of their performance for the three and nine month periods ended on that date; and

(ii) complying with Australian Accounting Standard AASB 134 *Interim Financial Report*;

(b) there are reasonable grounds to believe that the Company and the consolidated group will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the board of directors



Peter Ruse
Executive Director
18 June 2025

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Mont Royal Resources Limited

Report on the Interim Financial Report

Conclusion

We have reviewed the interim financial report of Mont Royal Resources Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 March 2025, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the 3 and 9 month periods then ended, material accounting policy information and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the interim financial report of the Group does not present fairly, in all material aspects, the Group's financial position as at 31 March 2025 and of its financial performance and cash flows for the 3 and 9 month periods ended on that date, in accordance with Accounting Standard AASB 134 *Interim Financial Reporting*.

Basis for conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Entity in accordance with the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to the audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Material uncertainty relating to going concern

We draw attention to Note 1 (d) in the interim financial report which describes the events and/or conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Our conclusion is not modified in respect of this matter.

Directors' responsibility for the Interim Financial Report

The directors of the company are responsible for the preparation of the interim financial report that gives a true and fair view in accordance with Australian Accounting Standards and for such internal control as the directors determine is necessary to enable the preparation of the interim financial report that is free from material misstatement, whether due to fraud or error.



Auditor's responsibility

Our responsibility is to express a conclusion on the interim financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the interim financial report of the Group does not present fairly, in all material aspects, the Group's financial position as at 31 March 2025 and of its financial performance and cash flows for the 3 and 9 month periods ended on that date, in accordance with Accounting Standard AASB 134 *Interim Financial Reporting*.

As the auditor of the Group, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of an interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

BDO Audit Pty Ltd

A handwritten version of the BDO logo, with the letters 'BDO' in a cursive, handwritten style.

A handwritten signature, appearing to be 'Jh', written in black ink. The signature is written over a horizontal line.

Jackson Wheeler

Director

Perth, 18 June 2025