ARMOR MINERALS INC.

(Formerly Rio Cristal Resources Corporation)

Condensed Consolidated Interim Financial Statements

For the Three and Nine Months Ended December 31, 2015

Notice to Reader

These unaudited condensed consolidated interim financial statements have been prepared by management and have not been reviewed by the Company’s auditor.

Armor Minerals Inc.
(Formerly Rio Cristal Resources Corporation)
Condensed Consolidated Interim Statements of Financial Position
(Unaudited – Canadian dollars)

	December 31, 2015	March 31, 2015 (note 3)	April 1, 2015 (note 3)
Assets			
Current assets:			
Cash and cash equivalents	$ 440,833	$ 6,560	$ 7,309
Amounts receivable	1,393	4,137	804
Prepaid expenses	7,180	1,050	-
	$ 449,406	$ 11,747	$ 8,113
Liabilities			
Current liabilities:			
Accounts payable and accrued liabilities (note 7b)	$ 92,344	$ 1,245,549	$ 470,308
Due to related parties (note 8)	-	4,043	668,086
Loans payable to related parties (note 5)	-	715,043	413,924
	92,344	1,964,635	1,552,318
Derivative liability – warrants	-	-	1,469
	92,344	1,964,635	1,553,787
Shareholders' deficit			
Share capital	26,950,006	25,971,135	22,634,599
Contributed surplus	3,682,872	2,724,088	2,373,983
Deficit	(30,275,816)	(30,648,111)	(26,554,256)
	357,062	(1,952,888)	(1,545,674)
	$ 449,406	$ 11,747	$ 8,113

Nature of operations and going concern (note 1)

See accompanying notes to the condensed consolidated interim financial statements.

Armor Minerals Inc.

(Formerly Rio Cristal Resources Corporation)

Condensed Consolidated Interim Statements of Net Loss and Comprehensive Loss

(Unaudited – Canadian dollars)

	Three months ended December 31, 2015	Three months ended December 31, 2014 (note 3)	Nine months ended December 31, 2015	Nine months ended December 31, 2014 (note 3)
Expenses:				
Exploration and evaluation costs (note 6)	$ 32,870	$ -	$ 32,870	$ -
General office expenses	26,163	16,708	50,471	18,383
Salaries and consulting	25,795	-	61,960	8,179
Professional fees	3,776	42,503	71,523	140,789
Listing and filing fees	3,181	16	12,989	7,668
Investor relations	-	872	4,773	2,669
Share-based compensation expense	-	-	-	137
Loss before other items	(91,785)	(60,099)	(234,586)	(177,825)
Foreign exchange gain (loss)	(1,774)	9,735	112,236	22,395
Finance income (expense)	246	4,893	(10)	(7,450)
Gain on settlement of debt	-	-	494,655	-
Change in fair market value of warrants	-	-	-	1,448
Net income (loss)	(93,313)	(45,471)	372,295	(161,432)
Other comprehensive loss:				
Items that may be reclassified to profit or loss:				
Foreign currency translation loss (note 3)	-	(60,079)	-	(85,071)
Comprehensive income (loss)	$ (93,313)	$ (105,550)	$ 372,295	$ (246,503)
Basic and diluted net income (loss) per share	$ (0.003)	$ (0.026)	$ 0.013	$ (0.094)
Weighted average number of shares outstanding	35,963,580	1,725,914	29,766,106	1,725,914

See accompanying notes to the condensed consolidated interim financial statements.

Armor Minerals Inc.
(Formerly Rio Cristal Resources Corporation)

Condensed Consolidated Interim Statements of Changes in Shareholders' Deficit

(Unaudited – Canadian dollars)

	Share Capital		Contributed Surplus				
	Number of Shares	Amount	Currency Translation Adjustment	Options and Warrants	Total	Deficit	Total Deficit
Balance, March 31, 2015 (note 3)	1,725,909	$ 22,634,599	$ (251,975)	$ 2,374,120	$ 2,122,145	$ (26,709,632)	$ (1,952,888)
Change in accounting policy – presentation currency (note 3)	-	3,336,536	251,975	349,968	601,943	(3,938,479)	-
Balance, April 1, 2015	1,725,909	$ 25,971,135	$ -	$ 2,724,088	$ 2,724,088	$ (30,648,111)	$ (1,952,888)
Shares for debt settlement (note 7b)	25,618,106	1,280,905	-	-	-	-	1,280,905
Issued on private placement (note 7c)	9,000,000	700,000	-	-	-	-	700,000
Share issue costs	-	(43,250)	-	-	-	-	(43,250)
Fair value of warrants issued	-	(958,784)	-	958,784	958,784	-	-
Comprehensive income	-	-	-	-	-	372,295	372,295
Balance, December 31, 2015	36,344,015	$ 26,950,006	$ -	$ 3,682,872	$ 3,682,872	$ (30,275,816)	$ 357,062

	Share Capital		Contributed Surplus				
	Number of Shares	Amount	Currency Translation Adjustment	Options and Warrants	Total	Deficit	Total Deficit
Balance, April 1, 2014 (note 3)	1,725,916	$ 22,634,599	$ -	$ 2,373,983	$ 2,373,983	$ (26,554,256)	$ (1,545,674)
Effect of share consolidation (rounding down partial shares)	(7)	-	-	-	-	-	-
Share-based compensation expense	-	-	-	137	137	-	137
Comprehensive loss (note 3)	-	-	(85,071)	-	(85,071)	(161,432)	(246,503)
Balance, December 31, 2014	1,725,909	$ 22,634,599	$ (85,071)	$ 2,374,120	$ 2,289,049	$ (26,715,688)	$ (1,792,040)

See accompanying notes to the condensed consolidated interim financial statements.

Armor Minerals Inc.
(Formerly Rio Cristal Resources Corporation)
Condensed Consolidated Interim Statements of Cash Flows
(Unaudited – Canadian dollars)

	Three months ended December 31, 2015	Three months ended December 31, 2014	Nine months ended December 31, 2015	Nine months ended December 31, 2014
		(note 3)		(note 3)
Cash provided by (used in):				
Operating activities:				
Net income (loss)	$ (93,313)	$ (45,471)	$ 372,295	$ (161,432)
Items not affecting cash:				
Foreign exchange (gain) loss	16	(13,901)	(113,890)	(16,481)
Gain on settlement of debt	-	-	(494,655)	-
Finance (income) expense	-	(4,892)	-	7,460
Non-cash change in fair market value of warrants	-	-	-	(1,448)
Share-based compensation expense	-	-	-	137
	(93,297)	(64,264)	(236,250)	(171,764)
Net changes in non-cash working capital items:				
Amounts receivable	1,570	(431)	2,744	(1,969)
Prepaid expenses	(3,114)	-	(6,130)	-
Accounts payable and accrued liabilities	(29,317)	48,301	(18,937)	143,874
Due to related parties	(16,620)	-	(4,043)	-
	(140,778)	(16,394)	(262,616)	(29,859)
Financing activities:				
Proceeds from private placement	500,000	-	700,000	-
Share issue costs	(3,250)	-	(3,250)	-
Loans received	-	77,771	-	87,569
	496,750	77,771	696,750	87,569
Effect of exchange rate changes on cash and cash equivalents	(16)	(1,411)	139	(1,411)
Increase in cash and cash equivalents	355,956	59,966	434,273	56,299
Cash and cash equivalents, beginning of period	84,877	3,642	6,560	7,309
Cash and cash equivalents, end of period	$ 440,833	$ 63,608	$ 440,833	$ 63,608
Supplementary information:				
Non-cash financing activities				
Units issued for debt settlement (note 7b)	$ -	$ -	$ 1,280,905	$ -

See accompanying notes to the condensed consolidated interim financial statements.

1. Nature of Operations and Going Concern

Armor Minerals Inc. (formerly Rio Cristal Resources Corporation, the "Company" or "Armor") is incorporated in British Columbia, Canada. The Company's head office is located at Suite 555 – 999 Canada Place, Vancouver, British Columbia, V6C 3E1 and the registered and records office is located at 1200 Waterfront Centre, 200 Burrard Street, Vancouver, British Columbia, V7X 1T2. The Company is publicly traded with shares listed on the TSX Venture Exchange (the "TSX-V") and the Bolsa de Valores de Lima (the "BVL") in Peru.

At December 31, 2015 the Company has no subsidiaries. The condensed consolidated interim financial statements as at December 31, 2014 included Armor and its two wholly owned subsidiaries, Cerro La Mina Cayman Ltd. and Rio Cristal Zinc Cayman Ltd. which were struck off of the Cayman Island's Registrar of Companies on March 31, 2015.

The Company is engaged in the acquisition and exploration of mineral property interests. The business of mining and the exploration for minerals involves a high degree of risk and there can be no assurance that such activities will result in profitable mining operations.

At December 31, 2015 the Company had cash and cash equivalents of $440,833, working capital of $357,062, net income for the nine months ended December 31, 2015 of $372,295, and a deficit of $30,275,816. The Company's ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to meet its requirements. Based on current plans, Armor will need to raise additional funding in the first quarter of fiscal 2017. The Company has historically raised funds principally through the sale of securities and will continue to seek to obtain funding through similar or other means depending on market conditions and other relevant factors at the time. However, there can be no assurance that the Company will be able to obtain such additional funding or obtain it on acceptable terms. This material uncertainty casts significant doubt about the Company's ability to continue as a going concern.

These condensed consolidated interim financial statements have been prepared on the basis of a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of operations. These financial statements do not reflect the adjustments to carrying values of assets and liabilities that would be necessary should the going concern assumption prove to be inappropriate, and these adjustments could be material.

2. Basis of Presentation

a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, *Interim Financial Reporting* ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). Accordingly, they do not include all of the information and notes to the consolidated financial statements required by IFRS for complete financial statements and should be read in conjunction with the Company's most recent audited consolidated financial statements.

These unaudited condensed consolidated interim financial statements follow the same accounting policies and methods of application used in the Company's audited consolidated financial statements as at and for the year ended March 31, 2015, except for the change in accounting policy with respect to the presentation currency (note 3). The Board of Directors authorized these financial statements for issuance on February 29, 2016.

3. Change in Functional and Presentation Currency

The Company changed its functional currency from the U.S. dollar ("USD") to the Canadian dollar ("CAD") as of April 1, 2015. The change in functional currency coincides with the April 2015 closing of the previously announced Canadian dollar units for debt transaction and private placement (note 7). Considering Armor's business activities, comprised primarily of Canadian dollar expenditures as well as Canadian dollar denominated financings, management determined that the functional currency of the Company is the Canadian dollar. All assets, liabilities, share capital, and other components of shareholders' deficit were translated into Canadian dollars at the exchange rate at the date of change. These changes have been accounted for prospectively.

Concurrent with the change in functional currency, on April 1, 2015, the Company changed its presentation currency from the U.S. dollar to the Canadian dollar. This change in presentation currency is to better reflect the Company's business activities, comprised primarily of Canadian dollar transactions following the dissolution of its remaining foreign subsidiaries in the year ended March 31, 2015. The condensed consolidated interim financial statements for all years presented have been translated into the new presentation currency in accordance with IAS 21, *The Effects of Changes in Foreign Exchange Rates*. The consolidated statements of loss and comprehensive loss have been translated into the presentation currency using the average exchange rates prevailing during each quarterly reporting period. All assets and liabilities have been translated using the period end exchange rates. All resulting exchange differences have been recognized in the contributed surplus account as a currency translation adjustment. As a practical measure, the comparative shareholders' deficit balances were translated at the April 1, 2014 exchange rate. The effect of applying different exchange rates for the change in functional currency and presentation currency have been included as a reconciling item within the statement of changes in shareholders' deficit as at April 1, 2015.

4. Recent Accounting Pronouncements

New accounting standards, amendments and interpretations

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRIC. Some updates that are not applicable or are not consequential to the Company may have been excluded.

IFRS 9, *Financial Instruments: Classification and Measurement* is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, *Financial Instruments: Recognition and Measurement*. IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is measured at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is measured at fair value through profit or loss. The standard was initially effective for annual periods beginning on or after January 1, 2013, but the complete version of IFRS 9, issued in July 2014, moved the mandatory effective date to January 1, 2018. The Company expects to adopt this standard effective January 1, 2018 and has not yet assessed the impact on its financial reporting.

5. Loans Payable to Related Parties

		December 31, 2015		March 31, 2015
Demand promissory notes from Debt Purchasers (note a)	$	-	$	77,771
Loans originally issued by former related parties (note b)		-		637,272
	$	-	$	715,043

a) Demand promissory notes from Debt Purchasers

25022011 Ltd. (formerly Augusta Investments Inc., “Augusta”) and Iris Consulting Limited (“Iris” together with Augusta the “Debt Purchasers”), independent third-parties at the time, each provided $38,886 in December 2014 by way of a demand promissory note. Under the terms of the demand promissory note, no interest accrued on the principal amount of the note until the demand was made on the note. Following demand, interest on the balance was to accrue at a rate of prime plus 2% per annum. These notes were included in the units for debt transaction as described in note 7b. Richard W. Warke indirectly owns 100% of 25022011 Ltd and Robert Pirooz Q.C. beneficially owns or controls Iris Consulting Limited.

b) Loans originally issued by former related parties

In August 2014, the Debt Purchasers purchased loans payable to former related parties of Armor, totaling $43,634 and US$468,084 which included interest accrued to June 30, 2014. These loans payable were unsecured and bore interest at 6% per annum, with no further interest accrued after June 30, 2014. These loans were included in the units for debt transaction as described in note 7b.

6. Exploration and Evaluation Costs

On October 28, 2015, the Company signed a definitive Earn-in Agreement (the “Agreement”) with Jack’s Fork Exploration, Inc. (“Jack’s Fork”) to acquire up to an 80% joint venture interest in the Warmister and Tower Hill gold properties (the “Properties”) located in Virginia, USA. Jack’s Fork is currently the holder of certain mineral leases covering the Properties.

Under the terms of the Agreement, Armor will earn up to a 50% interest in the Properties by incurring exploration expenditures aggregating US$950,000 (the “Work Expenditures”) in accordance with the following schedule:

- US$250,000 on or before the 12-month anniversary of the Effective Date to acquire a 10% interest in the Properties;
- US$250,000 on or before the 24-month anniversary of the Effective Date to acquire an additional 15% interest in the Properties; and
- US$450,000 on or before the 36-month anniversary of the Effective Date to acquire an additional 25% interest in the Properties.

Included in the Work Expenditures is a US$25,000 administration fee, the first payment of which was due upon execution of the Agreement, and $25,000 annually thereafter.

Armor will earn an additional 30% interest in the Properties with delivery of a preliminary economic assessment on or before the fifth anniversary of Effective Date of the Agreement.

During the three and nine months ended December 31, 2015, the Company recognized $32,870 (December 31, 2014 – $nil) in exploration and evaluation costs, which represents the initial

US$25,000 administration fee.

7. Share Capital and Contributed Surplus

a) Share capital

On September 29, 2014, the Company's common shares were consolidated on the basis of one post-consolidated share for every ten pre-consolidated shares. All comparative common share, share option and share purchase warrant figures in these condensed consolidated interim financial statements have been retrospectively restated to present post-consolidation amounts.

The 25,000 common shares that remain in escrow from a historical transaction are to be cancelled and removed from the common shares outstanding.

b) Units for debt transaction

In August 2014, substantially all of the liabilities of the Company were purchased by the Debt Purchasers directly from each of the creditors. The amounts purchased by the Debt Purchasers included the loans from former related parties of $43,634 and US$468,084 (note 5b), and accounts payables and accrued liabilities of $386,049 and US$605,740 (the "Purchased Debt"). In addition to the demand promissory notes issued to the Debt Purchasers (note 5a), $20,000 was advanced by the Debt Purchasers in September 2014, and included in accounts payable and accrued liabilities. Taking into account the Purchased Debt, the demand promissory notes of $77,771, and the advances of $20,000, the aggregate amount owed to the Debt Purchasers at March 31, 2015 was $527,454 and US$1,073,824, totaling $1,775,560 (the "Total Debt"). Augusta and Iris each held an equal amount of the Total Debt.

On April 29, 2015, the Company issued 25,618,106 units for debt ("Debt Units") at a price of $0.05 per Debt Unit to settle $1,280,905 of the Total Debt. Each Debt Unit comprised of one common share and one common share purchase warrant (a "Debt Warrant"). Each Debt Warrant entitles the holder to purchase one common share at a price of $0.05 per common share until April 22, 2020. The Company determined that the fair value of the Debt Warrants issued on April 29, 2015 was $627,197. This fair value was determined by separately calculating the fair value of the common shares and the warrants, and prorating these amounts by the actual proceeds received. The assumptions in the Black-Scholes pricing model used to calculate the fair value of the warrants were: an expected life of 5 years; annualized volatility of 161%; a risk free interest rate of 0.98%; and zero expected dividend yield.

The remainder of the Total Debt of $494,655 was recorded as a gain on settlement of debt.

c) Private placements

On October 7, 2015, The Company closed a non-brokered private placement of 5,000,000 units at a price of $0.10 per unit for gross proceeds of $500,000. Each unit comprised of one common share and one common share purchase warrant. Each common share purchase warrant entitles the holder to purchase one common share at a price of $0.15 per common share until October 7, 2020. The Company determined that the fair value of the warrants issued on October 7, 2015 was $235,523. This fair value was determined by separately calculating the fair value of the common shares and the warrants, and prorating these amounts by the actual proceeds received. The assumptions in the Black-Scholes pricing model used to calculate the fair value of the warrants were: an expected life of 5 years; annualized volatility of 147%; a risk free interest rate of 0.82%; and zero expected dividend yield.

As part and parcel of the units for debt transaction, on April 29, 2015 the Company closed a non-brokered private placement for $200,000 under which the Company issued 4,000,000 units ("Private Placement Units") at a price of $0.05 per Private Placement Unit to certain directors of the Company. Each Private Placement Unit comprised of one common share and one common share purchase warrant (a "Private Placement Warrant"). Each Private Placement Warrant entitles the holder to purchase one common share at a price of $0.08 per common share until April 29, 2018. The Company determined that the fair value of the Private Placement Warrants issued on April 29, 2015 was $96,064. This fair value was determined by separately calculating the fair value of the common shares and the warrants, and prorating these amounts by the actual proceeds received. The assumptions in the Black-Scholes pricing model used to calculate the fair value of the warrants were: an expected life of 3 years; annualized volatility of 189%; a risk free interest rate of 0.68%; and zero expected dividend yield.

d) Warrants

The following summarizes the Company's warrants at December 31, 2015:

Date of Issue	Exercise Price	Expiry Date	March 31, 2015	Issued	Expired	December 31, 2015
April 29, 2015	$0.05	April 22, 2020	-	25,618,106	-	25,618,106
April 29, 2015	$0.08	April 29, 2018	-	4,000,000	-	4,000,000
October 7, 2015	$0.15	October 7, 2020	-	5,000,000	-	5,000,000
			-	34,618,106	-	34,618,106

The weighted average exercise price of the warrants outstanding at December 31, 2015 is $0.07 (March 31, 2015 – $nil).

e) Share purchase options

The Company has established a share purchase option plan whereby the board of directors may, from time to time, grant options to directors, officers, employees or consultants. Options granted must be exercised no later than five years from the date of grant or such lesser period as determined by the Company's board of directors. The exercise price of an option is not less than the closing price on the TSX-V on the last trading day preceding the grant date. Options begin vesting on the grant date based on a schedule outlined in the share purchase option plan. The option plan provides that the aggregate number of shares reserved for issuance under the plan which may be made subject to options at any time and from time to time (including those issuable upon the exercise of pre-existing options) shall not exceed 10% of the total number of issued and outstanding shares, on a non-dilutive basis, as constituted on the grant date of such options.

At December 31, 2015 there are no options reserved under the Plan and there are no options outstanding.

During the three and nine months ended December 31, 2015, the Company recognized $nil (December 31, 2014 – $137) in share based compensation expense.

8. Related Party Disclosures

In addition to the related party disclosures or balances disclosed elsewhere in these condensed consolidated interim financial statements, the Company had the following related party transactions.

Commencing March 1, 2015, the Company shares office space, equipment, personnel and various administrative services with other companies (Arizona Mining Inc. and Catalyst Copper Corp.) related by virtue of certain common management and a director of the Company. These services have been mainly provided through a management company equally owned by the related companies. Costs incurred by the management company are allocated between the related companies based on time incurred and use of services. The Company was charged for the following with respect to these arrangements in the three and nine months ended December 31, 2015 and 2014:

	Three months ended December 31, 2015	Three months ended December 31, 2014	Nine months ended December 31, 2015	Nine months ended December 31, 2014
Salaries and benefits	$ 24,495	$ -	$ 58,896	$ -
Office and administrative	27,654	-	57,584	-
	$ 52,149	$ -	$ 116,480	$ -

At December 31, 2015, prepaids includes $6,981 (March 31, 2015 – $nil) and due to related parties includes $nil (March 31, 2015 – $4,043) with respect to these arrangements.

9. Commitments

At December 31, 2015, based on current estimated usage, the Company is committed to payments for office premises through fiscal 2018 in the total amount of approximately $101,500. Payments by fiscal year are:

Remainder of 2016		9,800
2017		39,300
2018	$	52,400

10. Segment Information

All of the identifiable assets are located in Canada.