Galway Metals Inc.

Condensed Interim Consolidated Financial Statements
For the Three and Six Months Ended June 30, 2013

(Expressed in United States Dollars)

(Unaudited)

MANAGEMENT'S RESPONSIBILITY FOR UNAUDITED CONDENSED INTERIM CONSOLIDATED FINANCIAL REPORTING

The accompanying unaudited condensed interim consolidated financial statements of Galway Metals Inc. [the "Company"] are the responsibility of the management and Board of Directors of the Company.

The unaudited condensed interim consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the unaudited condensed interim consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited interim consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited condensed interim consolidated financial statements and (ii) the unaudited interim condensed consolidated financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented by the unaudited condensed interim consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed interim consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed interim consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company’s affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

NOTICE TO READER

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditors.

Galway Metals Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in United States Dollars)
(Unaudited)

As at	June 30, 2013	December 31, 2012
Assets		
Current assets		
Cash	**$ 11,406,397**	$ 11,883,874
Prepaids and deposits	**35,298**	30,433
Due from Galway Gold Inc. (Note 7)	**97,937**	-
	11,539,632	11,914,307
Non-current asset		
Restricted cash	**125,270**	125,270
Resource property costs (Note 3)	**1,631,132**	1,527,651
	$ 13,296,034	$ 13,567,228
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	**$ 98,236**	$ 119,475
Shareholders' Equity		
Common shares (Note 6)	**13,554,998**	13,553,050
Accumulated other comprehensive income	**(636,078)**	2,348
Deficit	**278,878**	(107,645)
	13,197,798	13,447,753
	$ 13,296,034	$ 13,567,228

Nature of Operations (Note 1)
Subsequent Event (Note 9)

Approved by the Board *"Robert Hinchcliffe"* Director
"Robb Doub" Director

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Loss
(Expressed in United States Dollars)
(Unaudited)

	Three Months Ended June 30, 2013	Six Months Ended June 30, 2013
Expenses		
Exploration expenses (Note 5)	$ 6,527	$ 55,788
Administrative expenses (Note 6)	100,467	258,056
Loss (Gain) on foreign exchange	(449,734)	(694,528)
	(342,740)	(380,684)
Other (Income) Expense		
Interest income	(5,839)	(5,839)
Net income	$ 348,579	$ 386,523
Items that will be reclassified subsequently into income:		
Cumulative translation adjustment	$ (396,178)	$ (638,426)
Net comprehensive loss	$ (47,599)	$ (251,903)
Loss per share - basic and diluted	$ nil	$ nil
Weighted average number of common shares outstanding	149,657,657	149,646,698

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in United States Dollars)
(Unaudited)

	Share Capital	Accumulated Other Comprehensive Income	Deficit	Total
Balance, , December 31, 2012	$ 13,553,050	$ 2,348	$ (107,645)	$ 13,447,753
Shares issued for property (Note 3)	1,948	-	-	1,948
Cumulative translation adjustment	-	(638,426)	-	(638,426)
Net income for the period	-	-	386,523	386,523
Balance, June 30, 2013	**$ 13,554,998**	**$ (636,078)**	**$ 278,878**	**$ 13,197,798**

	Share Capital	Accumulated Other Comprehensive Income	Deficit	Total
Balance, December 20, 2012	$ 13,553,050	$ 434	$ -	$ 13,553,484
Cumulative translation adjustment	-	1,914	-	1,914
Net loss for the period	-	-	(107,645)	(107,645)
Balance, December 31, 2012	**$ 13,553,050**	**$ 2,348**	**$ (107,645)**	**$ 13,447,753**

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

Galway Metals Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in United States Dollars)
(Unaudited)

For six months ended June 30, 2013	
Cash (used in) provided by:	
Operating activities	
Net income for the period	$ 386,523
Changes in current assets and liabilities:	
Prepaids and deposits	(4,865)
Accounts payable and accrued liabilities	(21,239)
Due from Galway Gold Inc.	(97,937)
	262,482
Investing activities	
Resource property acquisition costs (Note 3)	(101,533)
Effect of foreign exchange rate changes on cash balances	(638,426)
Net change in cash	(477,477)
Cash, beginning of period	11,883,874
Cash, end of period	$ 11,406,397
Supplementary Cash Flow Information	
Shares issued for property (Note 3)	$ 1,948

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

1. Nature of Operations

Galway Metals Inc. was incorporated pursuant to the Business Corporations Act (New Brunswick) on May 9, 2012. Galway Metals' head office is located at 36 Toronto Street, Suite 1000, Toronto, Ontario, Canada, M5C 2C5. Galway Metals was incorporated for the sole purpose of participating in the Plan of Arrangement (the “Arrangement”) which closed December 20, 2012 involving Galway Metals, Galway Gold Inc., Galway Resources Ltd., AUX Acquisition 2 S.àr.l. (“AUX”) and AUX Canada Acquisition 2 Inc., formerly 2346407 Ontario Inc. ("AUX Canada"), a wholly owned subsidiary of AUX. Prior to the close of the Arrangement Agreement, Galway Metals did not carry on any active business.

Under the Arrangement, AUX Canada acquired all of the common shares of Galway Resources not already owned by AUX Canada and its affiliates and pursuant to the Arrangement, Galway Resources shareholders received for each Galway common share: cash consideration of Cdn$2.05 per share, one common share of Galway Metals, and one common share in a new exploration and development company, Galway Gold Inc. Under the Arrangement, Galway Resources transferred to Galway Metals and Galway Metals holds indirectly as assets a 100% interest in Galway Resources’ Victorio project, being a molybdenum-tungsten exploration project located in New Mexico (the "Victorio Project") and US$12 million in net working capital. Upon completion of the Arrangement, Galway’s existing securityholders own 100% of the Galway Metals shares outstanding, proportionate to their ownership of Galway at the time the Arrangement was completed.
The Arrangement was completed by way of statutory Plan of Arrangement under the Business Corporations Act (Ontario). The Arrangement was approved by Galway Resources shareholders and warrant holders at a special meeting held on December 17, 2012.

Galway Metals is in the process of exploring the Victorio Project and has not yet determined whether the mineral properties contain mineral reserves that are economically recoverable. The continuing operations of Galway Metals and the underlying value and recoverability of the amounts shown for mineral properties are entirely dependent upon the existence of economically recoverable mineral reserves, the ability to obtain the necessary financing to complete the exploration and development of the mineral property interests and on future profitable production or proceeds from the disposition of the mineral property interests.

On January 4, 2013, the Company's common shares commenced trading on the TSX Venture Exchange under the symbol "GLM".

2. Accounting Policies

Statement of Compliance

These condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by IASB and interpretations issued by IFRIC. These condensed interim consolidated financial statements should be read in conjunction with the Company's audited consolidated finanancial statements for the year ended December 31, 2012.

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on August 28, 2013.

2. Accounting Policies (Continued)

Basis of Presentation

These condensed interim consolidated financial statements have been prepared on a historical cost basis. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

In the preparation of these consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates.

Basis of Consolidation

These consolidated financial statements incorporate the financial statements of the Company and its wholly owned subsidiaries, Galway Resources US Inc, and Nyak Resources Inc. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the chief executive officer of the Company.

The Company has determined that it has one operating segment, the acquisition, exploration and development of mineral resource properties, currently located in New Mexico. The Company's corporate head office expenditures are considered incidental to the activities of the Company and therefore do not meet the definition of an operating segment.

Changes in Accounting Policies

Certain pronouncements were issued by the IASB or the International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for accounting periods after December 31, 2012. The following new standards have been adopted:

(i) IFRS 10 – Consolidated financial statements ("IFRS 10") was issued by the IASB in May 2011. IFRS 10 is a new standard which identifies the concept of control as the determining factor in assessing whether an entity should be included in the consolidated financial statements of the parent company. Control is comprised of three elements: power over an investee; exposure to variable returns from an investee; and the ability to use power to affect the reporting entity's returns. At January 1, 2013, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

(ii) IFRS 11 – Joint arrangements ("IFRS 11") was issued by the IASB in May 2011. IFRS 11 is a new standard which focuses on classifying joint arrangements by their rights and obligations rather than their legal form. Entities are classified into two groups: parties having rights to the assets and obligations for the liabilities of an arrangement, and rights to the net assets of an arrangement. Entities in the former case account for assets, liabilities, revenues and expenses in accordance with the arrangement, whereas entities in the latter case account for the arrangement using the equity method. At January 1, 2013, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

2. Accounting Policies (Continued)

Changes in Accounting Policies (Continued)

(iii) IFRS 12 – Disclosure of interests in other entities ("IFRS 12") was issued by the IASB in May 2011. IFRS 12 is a new standard which provides disclosure requirements for entities reporting interests in other entities, including joint arrangements, special purpose vehicles, and off balance sheet vehicles. At January 1, 2013, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

(iv) IFRS 13 – Fair Value Measurement is effective for the Company beginning on January 1, 2013, provides the guidance on the measurement of fair value and related disclosures through a fair value hierarchy. At January 1, 2013, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed interim consolidated financial statements given the existing asset and liability mix of the Company to which fair value accounting applies.

(v) IAS 1 – Presentation of financial statements ("IAS 1") was amended by the IASB in June 2011 in order to align the presentation of items in other comprehensive income with US GAAP standards. Items in other comprehensive income will be required to be presented in two categories: items that will be reclassified into profit or loss and those that will not be reclassified. The flexibility to present a statement of comprehensive income as one statement or two separate statements of profit and loss and other comprehensive income remains unchanged. At January 1, 2013, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

(vi) IAS 27 - Separate Financial Statements ("IAS 27") was effective for annual periods beginning on or after January 1, 2013, as a result of the issue of the new consolidation suite of standards, IAS 27 has been reissued, as the consolidation guidance will now be included in IFRS 10. IAS 27 will now only prescribe the accounting and disclosure requirements for investments in subsidiaries, joint ventures and associates when an entity prepares separate financial statements. At January 1, 2013, the Company adopted this pronouncement and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

(vii) IAS 28 - Investments in Associates and Joint Ventures ("IAS 28") was issued by the IASB in May 2011 and supersedes IAS 28 - Investments in Associates and prescribes the accounting for investments in associates and sets out the requirements for the application of the equity method when accounting for investments in associates and joint ventures. IAS 28 defines 'significant influence' and provides guidance on how the equity method of accounting is to be applied (including exemptions from applying the equity method in some cases). It also prescribes how investments in associates and joint ventures should be tested for impairment. At January 1, 2013, the Company adopted this standard and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

(viii) In October 2011, the IASB issued IFRIC - 20 Stripping Costs in the Production Phase of a Surface Mine. This interpretation requires the capitalization and depreciation of stripping costs in the production phase if an entity can demonstrate that it is probable future economic benefits will be realized, the cost can be reliably measured and the entity can identify the component of the ore body for which access has been improved. Retrospective application of this interpretation is effective for annual periods beginning on or after January 1, 2013, with earlier application permitted. At January 1, 2013, the Company adopted this interpretation and there was no material impact on the Company's unaudited condensed interim consolidated financial statements.

(ix) IFRS 7 - Financial Instruments: Disclosures ("IFRS 7") was amended by the IASB in December 2011 to amend the disclosure requirements in IFRS 7 to require information about all recognised financial instruments that are set off in accordance with paragraph 42 of IAS 32 - Financial Instruments: Presentation.

(Expressed in United States Dollars)

3. Resource Property Costs

Cumulative acquisition costs:

	Victorio Mountain
Balance, December 31, 2012	$ 1,527,651
Additions	103,481
Balance, June 30, 2013	**$ 1,631,132**

For details on the Company's mineral properties, please see note 5 of the Company's December 31, 2012 audited consolidated financial statements.

i) In April 2013, the Company renegotiated the timing of its required cash and share payments for its Victorio property. Under the revised terms, the Company is obligated to make payments as follows:

- payment of $100,000(paid) on June 1, 2013 and 50,000 Galway common shares (issued, and ascribed a fair value of $1,948); and
- payment of $200,000 on June 1, 2014 and 50,000 Galway common shares;
- payment of $400,000 on June 1, 2015;
- payment of $600,000 on June 1, 2016;

4. Share Capital

Authorized: Unlimited number of common shares
Unlimited number of preferred shares issuable in series, the terms of which may be fixed by the Board of Directors before the issuance thereof

Common shares issued:

	Number of Shares	Amount
Balance, December 31, 2012	149,635,739	$ 13,553,050
Shares issued for property (Note 3)	50,000	1,948
Balance, June 30, 2013	**149,685,739**	**$ 13,554,998**

5. Exploration Expenses

	Three Months Ended June 30, 2013	Six Months Ended June 30, 2013
Geological	**$ 6,000**	**$ 28,934**
Assaying	**527**	**3,845**
General exploration expense	**-**	**20,848**
Other	**-**	**2,161**
Total	**$ 6,527**	**$ 55,788**

(Expressed in United States Dollars)

6. Administrative Expenses

	Three Months Ended June 30, 2013	Six Months Ended June 30, 2013
Salaries and benefits	$ 73,952	$ 119,788
Office and general	(10,186)	71,968
Public company costs	13,393	31,503
Insurance	3,917	7,959
Professional fees	19,391	26,838
Total	$ 100,467	$ 258,056

7. Related Party Transactions

During the six months ended June 30, 2013, the Company received $300,000 from Galway Gold Inc., a company sharing common officers and directors, for the purposes of funding certain administrative and operational activities paid by the Company on the Galway Gold's behalf. As at June 30, 2013, a balance of receivable of $97,937 (December 31, 2012 - $Nil) remained, representing net expenses incurred on Galway Gold's behalf in excess of reimbursements received. Subsequent to period end, the balance was repaid.

Remuneration of directors and officers included in administrative expenses are as follows:

	Three Months Ended June 30, 2013	Six Months Ended June 30, 2013
Remuneration paid for CEO and CFO services	$ 54,500	$ 109,000

During the three and six months ended June 30, 2013, the Company expensed $14,356 and $24,868, respectively to Marrelli Support Services Inc. ("Marrelli Support") and DSA Corporate Services Inc. (the "DSA"), together known as the "Marrelli Group" for:

(i) Robert D.B. Suttie, vice president of Marrelli Support, to act as Chief Financial Officer ("CFO") of the Company;
(ii) Bookkeeping and office support services;
(iii) Regulatory filing services
(iv) Corporate secretarial services

The Marrelli Group is also reimbursed for out of pocket expenses.

As of June 30, 2013, the Marrelli Group was owed $3,893 (December 31, 2012- $10,231). These amounts are included in accounts payable and accrued liabilities.

The above transactions, occurring in the normal course of operations, are measured at the amount of consideration established and agreed to by the related parties.

8. Segment Reporting

The Company's only operating segment is the acquisition, exploration and development of mineral resource properties in the United States. The Company's non-current assets are all located in the United States.

9. Subsequent Event

On August 6, 2013, the Company announced the proposed consolidation of its issued and outstanding common shares on the basis of one (1) new common share for every three (3) existing common shares (the "Consolidation"), subject to shareholder and TSX Venture Exchange approval. The proposed amendment to the articles of the Company to allow for the Consolidation will be put before shareholders at a special meeting of shareholders to be held on September 10, 2013.

As of August 6, 2013, there were 149,685,739 common shares issued and outstanding and, if the proposed consolidation is approved, there will be 49,895,246 common shares. The implementation of the Consolidation would not affect the total shareholders' equity of Galway or any components of shareholders' equity as reflected on the Company's financial statements except: (i) to change the number of issued and outstanding post-consolidation common shares; and (ii) to change the stated capital of the post-consolidation common shares to reflect the Consolidation.