Starrex International Ltd.

Condensed Interim Consolidated Financial Statements (Restated)

Six and Three Months Ended June 30, 2015 and 2014

(Unaudited)

Management's Responsibility for
Condensed Interim Consolidated Financial Statements

The accompanying unaudited condensed interim consolidated financial statements of Starrex International Ltd. (the "Company" or "Starrex") are the responsibility of the Board of Directors.

The unaudited condensed interim consolidated financial statements (restated) have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the audited consolidated financial statements (restated) as at December 31, 2014. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the end of the reporting period. In the opinion of management, the condensed interim consolidated financial statements (restated) 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 it sufficient knowledge to support management representations that it has exercised reasonable diligence that (i) the unaudited condensed 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 condensed interim 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.

(Signed): *"Dr. Deborah M. Ramirez"*
Chief Financial Officer

Toronto, Canada
April 1, 2016

NOTICE TO READER

The accompanying unaudited condensed interim consolidated financial statements (restated) of the Company have been prepared by and are the responsibility of management. These unaudited condensed interim consolidated financial statements as at, and for the three and six-month periods ended, June 30, 2015, have not been reviewed by the Company's auditors.

Starrex International Ltd.

Condensed Interim Consolidated Statements of Financial Position
(Unaudited) Expressed in U.S. Dollars

		June 30, 2015		December 31, 2014
ASSETS		**(Restated See Note 2)**		(Restated See Note 2)
Current Assets				
Cash and cash equivalents	**$**	**850,002**	$	1,393,987
Accounts receivable (Note 7)		**301,472**		785,032
Prepaid expenses		**40,656**		9,725
Notes receivable (Note 9)		**965,000**		-
		2,157,130		2,188,744
Non-current Assets				
Notes receivable (Note 9)		**965,000**		-
Property, plant and equipment, net of depreciation (Note 5)		**377,477**		857,899
Intangible assets (Note 6)		**784,689**		1,261,409
Goodwill (Note 8)		**573,999**		1,364,554
Total Assets	**$**	**4,858,295**	$	5,672,606
EQUITY AND LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities	**$**	**251,980**	$	339,412
Deferred revenue		**276,856**		90,607
Notes payable (Note 13)		**110,060**		101,124
Income taxes payable		**40,161**		40,161
		679,057		571,304
Long term liabilities				
Notes payable (Note 13)		**100,681**		150,204
Deferred tax liability		**370,942**		734,939
Total Liabilities		**1,150,680**		1,456,447
Capital and reserves				
Share capital (Note 10)		**6,745,651**		6,678,321
Contributed surplus		**151,911**		148,204
Accumulated other comprehensive income		**(261,534)**		(261,534)
Deficit		**(2,928,413)**		(2,348,832)
Total Equity		**3,707,615**		4,216,159
Total Equity and Liabilities	**$**	**4,858,295**	$	5,672,606

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

Starrex International Ltd.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
For the six and three-month periods ended June 30, 2015 and 2014
(Unaudited) Expressed in U.S. Dollars

	Three Months Ended June 30		Six Months Ended June 30	
	2015	2014	**2015**	2014
Income	**(Restated See Note 2)**		**(Restated See Note 2)**	
Revenue (Note 7)	**$ 1,494,753**	$ -	**$ 2,989,031**	$ -
Investment income	**353**	2,434	**549**	3,728
	1,495,106	2,434	**2,989,580**	3,728
Expenses				
Depreciation (Notes 6)	**14,964**	-	**38,263**	-
Amortization (Note 8)	**31,348**	-	**64,632**	-
General and administrative (Note 7)	**132,851**	130,497	**382,891**	209,177
Interest expense	**4,118**	34	**5,936**	273
Payroll expense	**1,141,024**	-	**2,442,849**	-
Professional fees	**87,560**	-	**154,061**	-
Share based payments (Notes 10 and 11)	**3,707**	9,793	**3,707**	11,023
	1,415,572	140,324	**3,092,339**	220,473
Net income (loss) from continuing operations	**79,534**	(137,890)	**(102,759)**	(216,745)
Loss from discontinued operations (Note 17)	**(321,908)**	**-**	**(476,822)**	**-**
Items that may be reclassified subsequently to loss				
Cumulative translation (loss) gain	**0**	(27,539)	**-**	22,521
Net comprehensive loss for the year	**(242,374)**	(165,429)	**(579,581)**	$ (194,224)
Basic and diluted loss from continuing operations	**$ 0.01**	$ (0.02)	**$ (0.01)**	$ (0.03)
Basic and diluted loss from discontinued operations	**$ (0.02)**	$ -	**$ (0.03)**	$ -
Weighted average number of common shares outstanding	**14,434,800**	8,116,870	**14,434,800**	8,116,870

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

Starrex International Ltd.

Condensed Interim Consolidated Statements of Changes in Deficit (restated)
For the six and three-month periods ended June 30, 2015 and 2014
(Unaudited) Expressed in U.S. Dollars

	Number of Shares	Value	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income	Total
Balance, December 31, 2013	**8,116,870**	**$ 1,992,829**	**$ 13,600**	**$ (697,134)**	**$ 24,559**	**$ 1,333,854**
Share based payments	-	-	10,948	-	-	10,948
Cumulative translation adjustment	-	-	-	-	22,521	22,521
Net loss for the period	-	-	-	(216,745)	-	(216,745)
Balance, June 30, 2014	**8,116,870**	**$ 1,992,829**	**$ 24,548**	**$ (913,879)**	**$ 47,080**	**$ 1,150,578**
Balance, December 31, 2014	**14,430,827**	**$ 6,678,321**	**$ 148,204**	**$ (2,348,832)**	**$ (261,534)**	**$ 4,216,159**
Issuance of shares for acquistions	50,000	67,330	-	-	-	67,330
Vesting of stock options	-	-	3,707	-	-	3,707
Net loss and comprehensive loss for the year	-	-	-	(579,581)	-	(575,874)
Balance, June 30, 2015	**14,480,827**	**$ 6,745,651**	**$ 151,911**	**$ (2,928,413)**	**$ (261,534)**	**$ 3,707,615**

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

Starrex International Ltd.

Condensed Interim Consolidated Statements of Cash Flows

For the periods ended June 30, 2015 and 2014

(Unaudited) Expressed in U.S. Dollars

	June 30, 2015 (Restated See Note 2)	June 30, 2014
Cash flows from operating activities		
Net Comphrehensive Income (Loss) for the period	$ (102,759)	$ (215,285)
Loss from discontinued operations	(476,822)	-
Items not affecting cash:		
Share based payments	3,707	10,948
Loss on disposition of subsidiary	190,627	
Depreciation	38,263	-
Amortization	64,632	-
Unpaid interest	5,936	-
Net change in non-cash working capital items relating to operating activities		
Accounts receivable	(26,808)	-
Prepaid expenses	(30,931)	(11,758)
Accounts payable and accrued liabilities	53,187	(116,006)
Deferred revenue	(186,249)	-
Deferred tax liability	(65,220)	
Cash used in operating activities	(532,437)	(332,101)
Net change in non-cash working capital items relating to discontinued operations	196,791	-
Cash flows from investing activities		
Purchase of property, plant and equipment	(66,692)	-
Purchase of intangible assets	(95,124)	-
Received from trust	-	804,452
Cash (used in) provided by investing activites	(161,816)	804,452
Cash flows from financing activities		
Principal repayment on notes payable	(46,523)	-
Cash (used in) provided by financing activites	(46,523)	-
(Decrease) increase in cash during the period	(543,985)	472,351
Cash and cash equivalents, beginning of period	1,393,987	652,773
Cash and cash equivalents, end of period	$ 850,002	$ 1,125,124
Supplemental disclosure of cash flow information		
Interest received	$ -	$ 4,088

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

1. Business of the Company

Nature of Business

Starrex International Ltd., formerly Starrex Mining Corporation Limited ("Starrex" or the "Company") was incorporated on October 2, 1982 pursuant to the Canada Business Corporations Act under the name Starrex Mining Corporation Limited. The Company's address is 199 Bay Street, Suite 2200, Toronto, Ontario M5L 1G4. The Company's primary business is to acquire, manage and grow companies in the United States active in mortgage, real estate and other financial sectors.

These unaudited condensed interim consolidated financial statements (restated) were approved by the Board of Directors on April 1, 2016.

2. Restatement of Previously Issued Financial Statements

Subsequent to the original issuance of the Company's unaudited condensed interim consolidated financial statements as at June 30, 2015, the Company determined that the share consideration issued in exchange for the acquisitions completed July 9, 2014 (Note 4) was incorrectly measured using the concurrent financing price of CAD$0.50. These restated unaudited condensed interim consolidated financial statements reflect an increased value allocated to the share consideration issued in exchange for the acquisition based on the trading price of the Company's stock on the close date of the acquisitions, being CAD$0.95 per share. Furthermore, the original issuance of the December 31, 2014 consolidated financial statements included an unallocated purchase price as management had not yet completed the measurement and recognition of identifiable assets and liabilities included in the purchase price allocation. These restated unaudited condensed interim consolidated financial statements include the finalized purchase price allocation which resulted in the recognition of additional intangible assets (Note 6) and amortization related thereto as well as goodwill (Note 8). The restatement of the Company's unaudited condensed interim consolidated financial statements reflects corrections in intangible assets, goodwill, deferred tax liability, share capital, and deficit as well as amortization of intangible assets. These unaudited condensed interim consolidated financial statements include adjustments to certain items in the condensed interim consolidated statement of financial position to the appropriate presentation for the discontinued operations.

For presentation purposes, deferred revenue in the original statement of financial position was included in the balances for accrued liabilities. For further clarification, deferred revenue has been presented separately for comparative purposes, which flow through the consolidated statement of cash flows as appropriate.

As a result of the correction for the acquisitions noted above there was a change to the cumulative translation adjustment which has been presented as appropriate through accumulated other comprehensive income.

(Unaudited) (stated in United States dollars)

2. Restatement of Previously Issued Financial Statements (continued)

The following tables reflect the corrections to the Company's unaudited condensed interim consolidated financial statements.

Changes to the condensed interim consolidated statements of financial position:

		As previously reported June 30, 2015		Adjustment		Restated June 30, 2015
Other current assets	$	**898,494**	$	(898,494)	$	**-**
Notes receivable - current	$	**-**	$	965,000	$	**965,000**
Property, plant and equipment, net of depreciation	$	**373,057**	$	4,420	$	**377,477**
Intangible assets	$	**217,386**	$	567,303	$	**784,689**
Goodwill	$	**-**	$	573,999	$	**573,999**
Unallocated purchase price	$	**974,336**	$	(974,336)	$	**-**
Total assets	$	**4,620,403**	$	237,892	$	**4,858,295**
Accounts payable and accrued liabilities	$	**387,096**	$	(135,116)	$	**251,980**
Deferred revenue	$	**-**	$	276,856	$	**276,856**
Notes payable - current	$	**-**	$	110,060	$	**110,060**
Notes payable - long term	$	**210,741**	$	(110,060)	$	**100,681**
Deferred tax liability	$	**355,420**	$	15,522	$	**370,942**
Total liabilities	$	**993,418**	$	157,262	$	**1,150,680**
Share capital	$	**5,138,672**	$	1,606,979	$	**6,745,651**
Contributed surplus	$	**148,203**	$	3,708	$	**151,911**
Accumulated other comprehensive income	$	**(232,109)**	$	(29,425)	$	**(261,534)**
Deficit	$	**(1,427,781)**	$	(1,500,632)	$	**(2,928,413)**
Total equity	$	**3,626,985**	$	80,630	$	**3,707,615**
Total equity and liabilities	$	**4,620,403**	$	237,892	$	**4,858,295**

(Unaudited) (stated in United States dollars)

2. Restatement of Previously Issued Financial Statements (continued)

Changes to the condensed interim consolidated statements of loss and comprehensive loss:

	As previously reported 6 months ended June 30, 2015	Restatement Adjustment	Restated 6 months ended June 30, 2015	As previously reported 3 months ended June 30, 2015	Restatement Adjustment	Restated 3 months ended June 30, 2015
Amortization	$ 6,714	$ 57,918	$ 64,632	$ 3,357	$ 27,991	$ 31,348
Depreciation	$ 26,471	$ 11,792	$ 38,263	$ 14,127	$ 837	$ 14,964
Share based payments	$ -	$ 3,707	$ 3,707	$ -	$ 3,707	$ 3,707
Net (loss) income from continuing operations	$ (29,342)	$ (73,417)	$ (102,759)	$ 10,969	$ 68,565	$ 79,534
Loss from discontinued operations	$ -	$ (476,822)	$ (476,822)	$ -	$ (321,908)	$ (321,908)
Net comprehensive loss	$ (29,342)	$ (550,239)	$ (579,581)	$ 10,969	$ (253,343)	$ (242,374)
Basic and diluted loss per share from continuing operations	$ -	$ (0.01)	$ (0.01)	$ -	$ (0.02)	$ (0.02)
Basic and diluted loss per share from discontinuing operations	$ -	$ (0.03)	$ (0.03)	$ -	$ (0.02)	$ (0.02)

(Unaudited) (stated in United States dollars)

2. Restatement of Previously Issued Financial Statements (continued)

Changes to the condensed interim consolidated statements of cash flows:

		As previously reported June 30, 2015		Restatement Adjustment		Restated June 30, 2015
Net loss for the year	$	(29,342)	$	(73,417)	$	(102,759)
Loss on discontinued operations	$	-	$	(476,822)	$	(476,822)
Stock based compensation	$	-	$		$	3,707
Deprecation and amortization	$	33,185	$	69,710	$	102,895
Unpaid interest	$	-	$	5,936	$	5,936
Prepaid expenses	$	(40,656)	$	9,725	$	(30,931)
Accounts receivable	$	(301,472)	$	274,664	$	(26,808)
Accounts payable and accrued liabilities	$	387,096	$	(333,909)	$	53,187
Income taxes payable	$	40,161	$	(40,161)	$	-
Deferred revenue	$	-	$	(186,249)	$	(186,249)
Deferred tax liability	$	-	$	(65,220)	$	(65,220)
Cash generated from (used in) operating activities from discontinued operations	$	-	$	196,791	$	196,791
Purchase of property, plant and equipment	$	-	$	(66,692)	$	(66,692)
Purchase of intangible assets	$	-	$	(95,124)	$	(95,124)
Divestiture of subsidiary	$	(632,957)	$	632,957	$	-
Principal repayment on notes payable	$	-	$	(46,523)	$	(46,523)

3. Significant Accounting Policies

a. *Statement of compliance*

The Company has prepared these unaudited condensed interim consolidated financial statements in accordance with International Accounting Standard 34, *Interim Financial Reporting*, employing all of the same accounting policies and methods of computation as disclosed in the restated annual financial statements as at December 31, 2014. The notes to these unaudited condensed interim consolidated financial statements are intended to provide a description of events and transactions that are significant to an understanding to the changes in the Company's financial position and performance since December 31, 2014. Certain disclosures that appear in the annual financial statements have not been produced in the unaudited condensed interim consolidated financial statements and, in this regard only, these unaudited condensed interim consolidated financial statements do not conform in all respects to the requirements of International Financial Reporting Standard ("IFRS") for annual financial statements. Accordingly, these unaudited condensed interim consolidated financial statements should be read in conjunction with the restated annual financial statements as at December 31, 2014.

b. *Standards issues or amended which will be adopted in future periods*

IFRS 9, Financial Instruments ("IFRS 9") was initially issued by the IASB on November 12, 2009 and issued in its completed version in July 2014, and will replace IAS 39, "Financial Instruments: Recognition and Measurement" ("IAS 39"). IFRS 9 replaces the multiple rules in IAS 39 with a single approach to determine whether a financial asset is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having only two categories: amortized cost and fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for financial years beginning on or after January 1, 2018.

IFRS 15, Revenue from Contract with Customers ("IFRS 15") was issued by the IASB in May 2014 and clarifies the principles for recognizing revenue from contracts with customers. IFRS 15 will result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively (i.e. service revenue and contract modifications) and improve guidance for multiple-element arrangements. IFRS 15 is effective for periods beginning on or after January 1, 2018 and is to be applied retrospectively.

The Company is currently assessing the effects of these new standards and intends to adopt them on their effective dates.

3. Significant Accounting Policies – continued

c. ***Basis of presentation***

These unaudited condensed interim consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. In addition, these unaudited condensed interim consolidated financial statements have been prepared using the accrual basis of accounting.

d. ***Principles of Consolidation***

These consolidated financial statements include the Company and its wholly-owned subsidiaries Property Interlink, LLC which were acquired July 9, 2014, and Heinen & Associates LLC, a wholly-owned subsidiary of Property Interlink, LLC, which was acquired on November 19, 2014. All subsidiaries are 100% owned and controlled by the Company. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are included in the consolidated financial statements from the date control is obtained until the date control ceases. All intercompany balances, transactions, income, expenses, profits and losses, have been eliminated upon consolidation.

e. ***Accounting Estimates and Judgments***

The preparation of these unaudited condensed interim consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to these unaudited condensed interim consolidated financial statements are as follows:

i. Goodwill is tested for impairment annually or more frequently if there is an indication of impairment. The carrying value of intangible assets with definite lives (software, trade name and customer relationships) and equipment is reviewed each reporting period to determine whether there is any indication of impairment. If the carrying amount of an asset exceeds its recoverable amount, the asset is impaired and an impairment loss is recognized in profit or loss. The assessment of fair values requires the use of estimates and assumptions related to future operating performance and discount rates, differences in these estimates and assumptions could have a significant impact on the unaudited condensed interim consolidated financial statements. No impairment has been recorded for the periods ended June 30, 2015 and 2014.

ii. Significant judgment is involved in the determination of useful life for the computation of depreciation of equipment and amortization of intangible assets. No assurance can be given that actual useful lives will not differ significantly from current assumptions.

3. Significant Accounting Policies – continued

e. *Accounting Estimates and Judgments - continued*

iii. Applying the acquisition method to business combinations requires each identifiable asset and liability to be measured at its acquisition date fair value. The excess, if any, of the fair value of consideration over the fair value of the net identifiable assets acquired is recognized as goodwill. The determination of acquisition date fair values often requires management to make assumptions and estimates about future events. The assumptions with respect to fair value of intangible assets requires a high degree of judgment and include estimates for future operating performance, discount rates, technology migration factors and terminal value rates. Specifically, the purchase price allocation described in Note 4 required significant estimates.

f. *Functional currency*

On January 1, 2015, Starrex International Ltd., the parent company, changed its functional currency from the Canadian dollar (“CAD”) to the U.S. dollar (“USD”). This reflects the fact that the majority of the Company’s business is influenced by an economic environment denominated in U.S. currency, as well, the Company earns revenues in U.S. dollars. The change in accounting treatment was applied prospectively. In conjunction with the change in functional currency, the Company changed its presentation currency from CAD to USD.

Transactions denominated in foreign currency (other than the functional currency) are recorded on initial recognition at the exchange rate at the date of the transaction. After initial recognition, monetary assets and liabilities denominated in foreign currency are translated at the end of each reporting period into the functional currency at the exchange rate at that date. Exchange differences, other than those capitalized to qualifying assets or recorded in equity in hedging transactions, are recognized in profit or loss. Non-monetary assets and liabilities measured at cost in a foreign currency are translated at the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currency and measured at fair value are translated into the functional currency using the exchange rate prevailing at the date when the fair value was determined.

(Unaudited) (stated in United States dollars)

4. Business Combinations

(a) *Acquisition of Property Interlink*

On July 9, 2014, the Company completed the acquisition of Property Interlink, LLC, a Colorado limited liability company. The Company acquired all of the issued and outstanding shares of Property Interlink, LLC in exchange for the issuance of 1,260,000 common shares of the Company with a fair value of $1,031,814.

The following sets forth the allocation of the purchase price to assets acquired and liabilities assumed, based on estimates of fair value, including a summary of major classes of consideration transferred, and the recognized amounts of assets acquired and liabilities assumed at the acquisition date:

Consideration Paid:		
Fair value of 1,260,000 Starrex common shares issued July 9, 2014	$	1,031,814
Allocation of purchase price:		
Cash and cash equivalents	$	73,853
Property, plant and equipment		317,888
Accounts receivable		53,934
Accounts payable		(123,065)
Deferred income tax		(305,723)
Intangible assets		454,137
Goodwill		560,790
	$	1,031,814

(Unaudited) (stated in United States dollars)

4. Business Combinations - continued

*(b) **Acquisition of One Force Staffing, Inc.***

On July 9, 2014, the Company completed the acquisition of One Force Staffing, Inc., a Texas corporation. The Company acquired all of the issued and outstanding shares of Once Force Staffing, Inc. in exchange for the issuance of 1,260,000 common shares of the Company with a fair value of $1,031,814.

The following sets forth the allocation of the purchase price to assets acquired and liabilities assumed, based on estimates of fair value, including a summary of major classes of consideration transferred, and the recognized amounts of assets acquired and liabilities assumed at the acquisition date:

Consideration Paid:		
Fair value of 1,260,000 Starrex common shares issued July 9, 2014	$	1,031,814
Allocation of purchase price:		
Accounts receivable	$	18,007
Property, plant and equipment		300,485
Deferred income tax		(178,122)
Intangible assets		208,434
Goodwill		683,010
	$	1,031,814

*(c) **Acquisition of Olympia Capital Management, Inc.***

On July 9, 2014, the Company completed the acquisition of Olympia Capital Management, Inc., a Florida corporation. The Company acquired all of the issued and outstanding shares of Property Interlink, LLC in exchange for the issuance of 1,260,000 common shares of the Company with a fair value of $1,031,814.

The following sets forth the allocation of the purchase price to assets acquired and liabilities assumed, based on estimates of fair value, including a summary of major classes of consideration transferred, and the recognized amounts of assets acquired and liabilities assumed at the acquisition date:

(Unaudited) (stated in United States dollars)

4. Business Combinations – continued

(c) Acquisition of Olympia Capital Management, Inc. (continued)

Consideration Paid:		
Fair value of 1,260,000 Starrex common shares issued July 9, 2014	$	1,031,814
Allocation of purchase price:		
Cash	$	3,399
Accounts receivable		14,748
Accounts payable		(17,122)
Intangible assets		324,585
Deferred income tax		(251,095)
Property, plant and equipment		295,402
Goodwill		661,897
	$	1,031,814

(d) Acquisition of Heinen & Associates

On November 19, 2014, Property Interlink, LLC, a wholly-owned subsidiary of Starrex International Ltd. completed the acquisition of Heinen & Associates, a United States based entity. All of the membership interest of Heinen & Associates, LLC were exchanged in consideration of $623,235, which was satisfied by: (i) payment of $48,737 in cash; (ii) issuance of a promissory note by Property Interlink, LLC in the aggregate amount of $243,688 – See Note 13); (iii) rental reimbursement obligation of $24,369; and (v) issuance of 450,000 common shares of Starrex with a fair value of $306,441.

The following sets forth the allocation of the purchase price to assets acquired and liabilities assumed, based on estimates of fair value, including a summary of major classes of consideration transferred, and the recognized amounts of assets acquired and liabilities assumed at the acquisition date:

(Unaudited) (stated in United States dollars)

4. Business Combinations - continued

Consideration Paid:		
Promissory note	$	243,688
Heinen rental reimbursement		24,369
Cash payment		48,737
Fair value of 450,000 Starrex common shares issued November 19, 2014		306,441
	$	623,235
Allocation of purchase price:		
Property, plant and equipment	$	94,291
Intangible assets		147,402
Goodwill		381,542
	$	623,235

(e) ***Acquisition of Brownlee Appraisal Services, Inc.***

On June 1, 2015, Property Interlink, LLC, a wholly-owned subsidiary of Starrex International Ltd. completed the acquisition of Brownlee Appraisal Services, Inc., a United States based entity. All of the membership interest of Brownlee Appraisal Services, Inc. were exchanged for consideration of $67,330, which was satisfied by the issuance of 50,000 common shares of Starrex with a fair value of $67,330.

Due to the complexities in identifying certain intangible assets such as customer lists and intellectual property, and assigning fair values, the Company has yet to finalize its assessment of the purchase price allocation. The allocation of the consideration paid will be adjusted once a valuation of certain intangible assets has been finalized.

The following sets forth the preliminary allocation of the purchase price to assets acquired and liabilities assumed, based on estimates of fair value, including a summary of major classes of consideration transferred, and the recognized amounts of assets acquired and liabilities assumed at the acquisition date:

Brownlee Appraisal Services, Inc.		
Consideration Paid:		
Fair value of 50,000 Starrex common shares issued	$	67,330
Allocation of purchase price:		
Intangible assets	$	67,330
	$	67,330

(Unaudited) (stated in United States dollars)

5. Property and Equipment

		Furniture & Equipment		Leasehold Improvements		Total
Cost						
As at January 1, 2014	$	11,863	$	-	$	11,863
Additions		754,460		173,831		928,291
As at December 31, 2014		766,323		173,831		940,154
Additions		64,492		2,200		66,692
Disposals		(449,851)		(103,830)		(553,681)
As at June 30, 2015	**$**	**380,964**	**$**	**72,201**	**$**	**453,165**
Accumulated depreciation						
As at January 1, 2014	$	11,863	$	-	$	11,863
Expense		57,283		14,242		71,525
Effect of currency translation		2,406		(3,480)		(1,133)
As at December 31, 2014		71,552		10,762		82,255
Disposals		(39,182)		(5,648)		(44,830)
Expense		30,829		7,434		38,263
As at June 30, 2015	**$**	**63,199**	**$**	**12,548**	**$**	**75,688**
Net book value						
As at December 31, 2014	$	694,771	$	163,069	$	857,899
As at June 30, 2015	**$**	**444,163**	**$**	**59,653**	**$**	**377,477**

(Unaudited) (stated in United States dollars)

6. Intangible Assets

	Business Software & Website (1)	Proprietary Software (2)	Non-Compete Agreements	Customer Relationships	Total
Cost					
As at January 1, 2014	$ -	$ -	$ -	$ -	$ -
Additions	169,281	55,151	360,195	774,363	1,358,990
As at December 31, 2014	**169,281**	**55,151**	**360,195**	**774,363**	**1,358,990**
Additions	-	95,124	-	-	95,124
Acquistion	-	-	-	67,330	67,330
Disposition	(102,168)	-	(217,352)	(315,667)	(635,187)
As at June 30, 2015	**$ 67,113**	**$ 150,275**	**$ 142,843**	**$ 526,026**	**$ 886,257**
Accumulated depreciation					
As at January 1, 2014	$ -	$ -	$ -	$ -	$ -
Expense	16,373	-	40,351	62,148	118,872
Effect of currency translation	(126)	-	(8,663)	(12,502)	(21,291)
As at December 31, 2014	**$ 16,247**	**$ -**	**$ 31,688**	**$ 49,646**	**$ 97,581**
Expense	7,851	10,247	16,442	30,362	64,632
Dispositions	(9,532)	-	(20,842)	(30,270)	(60,644)
As at June 30, 2015	**$ 14,295**	**$ 10,247**	**$ 27,288**	**$ 49,738**	**$ 101,568**
Net Book Value					
As at December 31, 2014	$ 153,034	$ 55,151	$ 328,507	$ 724,717	$ 1,261,409
As at June 30, 2015	**$ 52,818**	**$ 140,028**	**$ 115,555**	**$ 476,288**	**$ 784,689**

(1) The Company has engaged software development companies to develop appraisal management software, general business software, and a website to be used by the Company to generate further revenues. The business software and website are depreciated under a straight line method over five years.

(2) Property Interlink, LLC engaged a software development company to develop proprietary software in support of Property Interlink's appraisal activities.

7. Related party transactions

AmCap Mortgage Ltd., a customer related by common management, the Chief Executive Officer, accounted for $1,373,978 (June 30, 2014 - $NIL) in revenue to the Company. As at June 30, 2015, $36,480 (2014 - $NIL) is included in accounts receivable on the condensed consolidated interim statement of financial position.

The Company had the following transactions with officers and directors of the Company and private companies controlled by officers and directors of the Company for management consulting and other services required by the Company:

a. The Company incurred $120,000 in management fees during the six months ended June

(Unaudited) (stated in United States dollars)

30, 2015 (June 30, 2014 - $25,000) to the COO and CFO for services provided to the Company. All amounts have been paid accordingly.

8. Goodwill

The change in goodwill for the year ended December 31, 2014 and period ended June 30, 2015 was as follows:

	Property Interlink, LLC	One Force Staffing Inc.	Olympia Capital Management, Inc.	Total
Acquisitions July 9, 2014	$ 560,790	$ 683,010	$ 661,897	$ 1,905,697
Initial impariment	(148,747)	(418,807)	(135,545)	(703,099)
Acquisition November 19, 2014	381,542	-	-	381,542
Impairment	(214,792)	-	-	(214,792)
Additional impairment	(4,794)	-	-	(4,794)
Balance, December 31, 2014	573,999	264,203	526,352	1,364,554
Divestitures	-	(264,203)	(526,352)	(790,555)
Balance, June 30, 2015	$ 573,999	$ -	$ -	$ 573,999

9. Notes Receivable

The Company entered into agreements effective May 1, 2015, to divest Olympia Capital Management, Inc. and One Force Staffing, Inc. through an asset sale. Promissory notes for $1,100,000 and $830,000 were received for Olympia Capital Management and One Force Staffing, Inc., respectively. The promissory notes carry a 5% interest rate compounded monthly. The promissory notes are repayable in equal installments of $965,000 commencing November 30, 2015 with the full balance due May 31, 2016. Subsequent to year end the Company has not received any principal repayments on the promissory notes. As a result the Company is in the process of renegotiating the repayment terms. As at December 31, 2014, Olympia Capital Management, Inc. and One Force Staffing Inc. were each a separate reportable segment (Note 17). The current portion of these promissory notes is $965,000 with the remaining $965,000 due after one year.

(Unaudited) (stated in United States dollars)

10. Share Capital

Authorized
The Company is authorized to issue an unlimited number of common shares.

Issued	Number of common shares		Amount
Balance December 31, 2013 and June 30, 2014	**8,116,870**	**$**	**1,992,829**
Private placement, net	1,983,957		911,544
Acquistions (Note 4)	4,234,000		3,685,180
Issuance of shares to management	100,000		88,768
Balance December 31, 2014	**14,434,827**		**6,678,321**
Acquistions	50,000		67,330
Balance June 30, 2015	**14,484,827**	**$**	**6,745,651**

i) During July 2014, the Company completed a private placement of 1,983,957 common shares, at CAD $0.50 per share, for gross proceeds of $930,576. The Company incurred issuance costs of $19,032.

ii) During December 2014, the Company issued 100,000 common shares as compensation to a member of management, income valued at $88,768 and included in share-based payments in the consolidated statements of loss and comprehensive loss.

iii) During June 2015, the Company issued 50,000 common shares valued at $67,330 as consideration for the acquisition of Brownlee Appraisal Services, Inc. (*Note 4(d)).*

(Unaudited) (stated in United States dollars)

11. Share-based payments

The Company has a stock option plan (the "Plan") that enables its directors, officers, employees, consultants, and advisors to acquire common shares of the Company. Options are granted at the discretion of the Board of Directors. Under the terms of the Plan, options totaling up to 10% of the common shares outstanding from time to time are issuable. The vesting period and expiration period are fixed at the time of grant at the discretion of the Board of Directors.

Details of options outstanding:

	Number of options	Weighted average exercise price $
Outstanding, January 1, 2014	50,000	0.17
Granted	700,000	0.23
Outstanding, December 31, 2014	750,000	0.23
Granted	-	-
Oustanding, June 30, 2015	750,000	0.23

	Common Shares Under option	Number of Options Vested		Exercise Price	Expiry Date
Granted May 21, 2013	50,000 (1)	50,000	$	0.16(4)	May 21, 2018
Granted April 17, 2014	650,000 (2)	650,000	$	0.20(5)	April 16, 2019
Granted May 29, 2014	50,000 (3)	50,000	$	0.45(6)	May 29, 2019

(1) A Director of the Company holds these options. One half of the options vested May 21, 2014. The remaining options vested on May 21, 2015.
(2) Directors of the Company hold these options. They are fully vested.
(3) A Consultant of the Company holds these options. They are fully vested.
(4) The exercise price is CAD $0.20.
(5) The exercise price is CAD $0.25.
(6) The exercise price is CAD $0.57.

The following weighted average assumptions were used to calculate the fair value of the stock options granted during the period:

	June 30 2015	December 31 2014
Dividend yield	**N/A**	Nil
Risk free interest rate (%)	**N/A**	1.03-1.06
Expected stock volatility (%)	**N/A**	80.32-100.76
Expected life (years)	**N/A**	5

12. Net income (loss) per share

Basic and diluted income (loss) per share has been calculated based on the weighted average number of common shares outstanding of 14,434,827 for the six months ended June 30, 2015 (2014 – 3,739,833).

13. Note Payable

On November 19, 2014, Property Interlink, LLC, a subsidiary of Starrex International Ltd. completed the acquisition of Heinen & Associates, LLC (*Note 4(c)),* for consideration which included the issuance of a promissory note in the aggregate amount of $250,000. The promissory note has an interest rate of 4.5% per annum with semi-annual principal payments of $50,000 and applicable interest starting May 1, 2015 and ending May 1, 2017.

As of June 30, 2015, $110,060 of the outstanding balance is due within 1 year and $100,681 of the balance is due after 1 year. During the period ended June 30, 2015, the Company recorded interest expense of $5,936 (2014 – $ Nil) on the promissory note, which is unpaid and included in the value of the note payable on the statement of financial position at the end of the period.

14. Capital Disclosures

The Company's objective when managing capital is to maintain its ability to continue as a going concern in order to provide return for shareholders and to ensure sufficient resources are available to meet day to day operating requirements.

The Company considers the items included in shareholders' equity as capital, which totals $3,707,614 as at June 30, 2015 (December 31, 2014 - $4,216,159). The Company manages its capital structure and makes adjustments to it, in order to have funds available to support its corporate activities. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements and there has been no change in the overall capital risk management strategy during the six months ended June 30, 2015.

15. Financial Risk Factors

The Company's financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities and note payable. As at June 30, 2015, the carrying values and fair values of the Company's financial instruments are approximately the same.

The Company is exposed in varying degrees to a variety of financial instrument related risks:

Credit Risk

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. For financial assets, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. In the normal course of business, the Company is exposed to credit risk from its customers and the related accounts receivable are subject to normal industry credit risk. As at June 30, 2015 (December 31, 2014 – Nil), no allowance for doubtful accounts was recorded.

Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available working capital to meet its liquidity requirements. At June 30, 2015, the Company had cash and cash equivalents of $850,002 (December 31, 2014 - $1,393,987) available to settle current financial liabilities of $678,998 (December 31, 2014 - $571,304).

Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash maintained at financial institutions is subject to a floating rate of interest. The interest rate risks on cash and on the Company's obligations are not considered significant.

(Unaudited) (stated in United States dollars)

16. Segmented Disclosures

The Company organizes its reporting structure into two reportable segments. For management purposes, the Company is organized into segments based on their products and services provided. Management monitors the operating results of each segment separately for the purpose of making decisions about resource allocation and performance assessment.

The two reportable operating segments are as follows:

i) Property Interlink, LLC manages appraisal companies and maintains all of the ordering, tracking, administrative duties, and details and ensures the timeliness of appraisals that are handled during a real estate mortgage transaction. Heinen & Associates LLC, which was acquired during the 2014 year and Brownlee Appraisal Services, Inc., which was acquired during the current year, are integrated with the Property Interlink segment.

ii) Starrex International Ltd, or Corporate, manages the wholly-owned subsidiaries, as well as shareholder services and corporate governance.

Select financial information for the six months ended June 30, 2015 is presented as follows:

		Property Interlink, LLC		Corporate		Total
Current assets	$	1,442,810	$	714,320	$	2,157,130
Notes recievable		965,000		-		965,000
Property and equipment		377,477		-		377,477
Intangible assets		784,689		-		784,689
Goodwill		573,999		-		573,999
Total Assets	$	4,143,975	$	714,320	$	4,858,295
Current liabilities	$	670,406	$	8,651	$	679,057
Long-term liabilities		471,623				471,623
Total liabilities	$	1,142,029	$	8,651	$	1,150,680
Revenues	$	2,989,031	$	549	$	2,989,580
Expenses	$	2,823,798	$	268,541	$	3,092,339
Net loss	$	165,233	$	(267,992)	$	(102,759)

(Unaudited) (stated in United States dollars)

17. Discontinued Operations

Starrex International Ltd. reached an agreement to divest Olympia Capital Management, Inc., a consulting and software solutions corporation, along with One Force Staffing, Inc., its staffing and recruitment agency, effective May 1, 2015 in exchange for promissory notes receivable of $1,100,000 and $830,000, respectively.

All revenue and expenses associated with our Olympia Capital Management, Inc. and One Force Staffing, Inc. operations have been classified as discontinued operations. Our operating results from discontinued operations in Olympia Capital Management, Inc. and One Force Staffing, Inc. are summarized as follows:

For the period ending June 30, 2015	Olympia Capital Management, Inc.	One Force Staffing, Inc.	Total
Income			
Revenue	$ 94,433	$ 124,006	$ 218,439
Investment income	-	-	-
	94,433	124,006	218,439
Expenses			
Depreciation	25,866	16,901	42,767
Amortization	56,912	35,895	92,807
General and administrative	33,058	23,004	56,062
Payroll expense	176,313	87,297	263,610
Professional fees	-	49,388	49,388
	292,149	212,485	504,634
(Loss) income on disposals of subsidiaries	(192,397)	1,770	(190,627)
Loss from discontinued operations	$ (390,113)	$ (86,709)	$ (476,822)

Results for the comparative period have not been presented as Olympia Capital Management, Inc. and One Force Staffing, Inc. were acquired July 9, 2014, no revenue and expenses were incurred during the period ended June 30, 2015.

18. Subsequent Events

Issuance of Stock options

On August 25, 2015, the Company granted 100,000 stock options to a member of management with an exercise price of CAD $1.70 that expire on September 1, 2020 and vest immediately.