AFRASIA MINERAL FIELDS INC.

Condensed Interim Financial Statements

Six months ended November 30, 2014 and 2013

Expressed in Canadian Dollars

(Unaudited – Prepared by Management)

AFRASIA MINERAL FIELDS INC.

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NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by management and approved by the Audit Committee and Board of Directors of the Company.

The Company's independent auditors have not performed a review of these condensed interim financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditors.

January 26, 2015

AFRASIA MINERAL FIELDS INC.

Condensed Interim Statements of Financial Position
(Expressed in Canadian Dollars – Unaudited)

	Note	November 30, 2014	May 31, 2014
		(unaudited)	(audited)
Assets			
Current assets			
Cash		**$ 599**	$ 863
Receivables	3	**4,281**	2,488
Prepaids		**1,483**	416
		6,363	3,767
Property and equipment	4	**1,173**	1,500
		$ 7,536	$ 5,267
Liabilities and Shareholders' Deficiency			
Current liabilities			
Trade payables and accrued liabilities	5	**$ 85,530**	$ 64,636
Due to related parties	7	**34,600**	25,278
Note payable	10	**30,000**	–
		150,130	89,914
Shareholders' Deficiency			
Share capital	6	**8,349,105**	8,349,105
Reserves		**204,669**	204,669
Deficit		**(8,696,368)**	(8,638,421)
		(142,594)	(84,647)
		$ 7,536	$ 5,267

Nature and continuance of operations (Note 1)
Proposed transaction (Note 10)

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

AFRASIA MINERAL FIELDS INC.

Statements of Changes in Deficiency
(Expressed in Canadian Dollars – Unaudited)

	Share Capital								
	Number of Shares		Amount		Reserves		Deficit		Total Equity
Balance, May 31, 2013	20,026,663	$	8,349,105	$	204,669	$	(8,623,319)	$	(69,545)
Net loss for the period	–		–		–		(75,130)		(75,130)
Balance, November 30, 2013	20,026,663		8,349,105		204,669		(8,698,449)		(144,675)
Net loss for the period	–		–		–		60,028		60,028
Balance, May 31, 2014	20,026,663		8,349,105		204,669		(8,638,421)		(84,647)
Net loss for the period	–		–		–		(57,947)		(57,947)
Balance, November 30, 2014	**20,026,663**	**$**	**8,349,105**	**$**	**204,669**	**$**	**(8,696,368)**	**$**	**(142,594)**

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

AFRASIA MINERAL FIELDS INC.

Condensed Interim Statement of Comprehensive Loss
(Expressed in Canadian Dollars – Unaudited)

	Note	Three months ended November 30, 2014	Three months ended November 30, 2013	Six months ended November 30, 2014	Six months ended November 30, 2013
Expenses:					
Amortization		**$ 164**	$ 222	**$ 327**	$ 1,072
Management fees	7	**–**	7,500	**–**	15,000
Office and administration	7	**652**	9,240	**967**	21,015
Professional fees		**10,118**	900	**27,215**	16,945
Regulatory and transfer agent fees		**3,217**	4,943	**16,793**	7,891
Rent		**4,858**	6,604	**12,000**	13,207
Travel and promotion		**645**	–	**645**	–
Net and comprehensive loss		**(19,654)**	(29,409)	**(57,947)**	(75,130)
Loss per common share					
Basic and diluted		**$ (0.001)**	$ (0.002)	**$ (0.003)**	$ (0.004)
Weighted average number of common shares outstanding					
Basic and diluted		**20,026,663**	20,026,663	**20,026,663**	20,026,663

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

AFRASIA MINERAL FIELDS INC.

Condensed Interim Statements of Cash Flows
(Expressed in Canadian Dollars – Unaudited)

	Three months ended November 30, 2014	Three months ended November 30, 2013	Six months ended November 30, 2014	Six months ended November 30, 2013
Cash used in:				
Operating:				
Net loss and comprehensive loss	**$ (19,654)**	$ (29,409)	**$ (57,947)**	$ (75,130)
Item not involving cash:				
Amortization	**164**	222	**327**	1,072
Changes in non-cash working capital:				
Receivables	**207**	1,996	**(1,793)**	211
Prepaids	**(1,067)**	–	**(1,067)**	–
Trades payable and accrued liabilities	**7,390**	4,859	**20,894**	25,650
Due to related parties	**10,500**	17,685	**9,322**	30,666
	(2,460)	(4,647)	**(30,264)**	(17,531)
Financing:				
Proceeds from note payable	**–**	–	**30,000**	–
	–	–	**30,000**	–
Change in cash and cash equivalents	**(2,460)**	(4,647)	**(264)**	(17,531)
Cash and cash equivalents, beginning	**3,059**	5,647	**863**	18,531
Cash and cash equivalents, ending	**$ 599**	$ 1,000	**$ 599**	$ 1,000

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Afrasia Mineral Fields Inc. (the “Company” or “Afrasia”) was incorporated on June 24, 1986 under the laws of British Columbia. The Company was listed on the TSX Venture Exchange (“TSX-V”) under the symbol “AFS” and on September 29, 2008 the Company’s listing was transferred from the TSX-V to the NEX board of the TSX-V. Effectively, the trading symbol for the Company changed from “AFS” to AFS.H”.

The Company’s head office, principal address and records office is Suite 2050-1055 West Georgia Street, PO Box 11121, Royal Centre, Vancouver, BC V6E 3P3. The registered office is Suite 700-595 Burrard St., PO Box 49290, Vancouver, BC V7X 1S8.

On April 7, 2014, the Company entered into a Letter of Intent (the "LOI") with Wmode Inc. ("Wmode"), an arms’ length private company incorporated under the laws of Alberta. Wmode is a leading technology and service company in the connected device, mobile and app-ecosystem sector. Further discussion of the proposed transaction has been disclosed in Note 10.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to raise adequate financing and to commence profitable operations in the future. To date, the Company has not generated any significant revenues and has not raised funds in the last twelve months. The Company has an accumulated deficit of $8,696,368 including a loss for the period ended November 30, 2014 of $57,947 (2013 - $75,130). These uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern.

These financial statements do not include any adjustments relating to the recoverability and classification of assets and liabilities which might be necessary should the Company be unable to continue in existence.

The Company has never paid dividends.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION

The interim financial statements were authorized for issue on January 26, 2015 by the directors of the Company.

Statement of compliance and conversion to International Financial Reporting Standards (“IFRS”)

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standards (“IAS”) 34, “Interim Financial Reporting” using accounting policies consistent with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and International Financial Reporting Interpretations Committee (“IFRIC”). Therefore, these interim financial statements comply with International Accounting Standards (“IAS”) 34 “Interim Financial Reporting”.

Basis of presentation

The condensed interim financial statements of the Company have been prepared on an accrual basis except for cash flow information, and are based on historical costs, modified where applicable. The condensed interim financial statements are presented in Canadian dollars unless otherwise noted.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION (cont'd)

Significant accounting judgements, estimates and assumptions

The preparation of these condensed interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

The preparation of these condensed interim financial statements requires management to make judgments regarding the going concern of the Company as discussed in Note 1.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

i) The recognition of deferred tax assets and liabilities.

ii) The estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and deferred income tax provisions or recoveries could be affected.

Summary of significant accounting policies

New accounting standards and interpretations

The following standards are effective for the Company on June 1, 2014. There was no material impact on the financial statements arising from the implementation of these standards.

- IAS 32, Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32). On December 16, 2011, the IASB published amendments to IAS 32, Financial Instruments: Presentation to clarify the application of the offsetting requirements.

- IFRIC 21, Levies: IFRIC 21 is an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets, on the accounting for levies imposed by governments. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event ("obligating event"). IFRIC 21 clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.

(Expressed in Canadian Dollars – Unaudited)

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION (cont'd)

New standard not yet adopted

IFRS 9 Financial Instruments (Revised) was issued by the IASB in October 2010. It incorporates revised requirements for the classification and measurement of financial liabilities and carrying over the existing derecognition requirements from IAS 39 Financial instruments: recognition and measurement. The revised financial liability provisions maintain the existing amortised cost measurement basis for most liabilities. New requirements apply where an entity chooses to measure a liability at fair value through profit or loss – in these cases, the portion of the change in fair value related to changes in the entity's own credit risk is presented in other comprehensive income rather than within profit or loss. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. The impact of IFRS 9 on the Company's financial instruments has not yet been determined.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or not expected to have a significant impact on the Company's financial statements.

3. RECEIVABLES

		November 30, 2014		May 31, 2014
Government Sales Tax credits	$	4,063	$	2,252
Other receivables (Note 7(c))		218		236
	$	4,281	$	2,488

4. PROPERTY AND EQUIPMENT

		Computer		Equipment		Furniture		Leasehold improvements		Total
Cost:										
At May 31, 2013, 2014 and November 30, 2014	$	2,350	$	5,063	$	1,772	$	2,308	$	11,493
Amortization:										
At May 31, 2013	$	1,583	$	4,701	$	1,505	$	692	$	8,481
Amortization		421		362		267		462		1,512
At May 31, 2014		2,004		5,063		1,772		1,154		9,993
Amortization		96		–		–		231		327
At November 30, 2014	$	2,100	$	5,063	$	1,772	$	1,385		10,320
Net book value:										
At May 31, 2014	$	346	$	–	$	–	$	1,154	$	1,500
At November 30, 2014	$	250	$	–	$	–	$	923	$	1,173

(Expressed in Canadian Dollars – Unaudited)

5. TRADE PAYABLES AND ACCRUED LIABILITIES

	November 30, 2014		May 31, 2014	
Trade payables	$	85,530	$	34,627
Accrued liabilities		–		30,009
	$	85,530	$	64,636

6. SHARE CAPITAL AND RESERVES

(a) Authorized

Unlimited number of common shares without par value.

(b) Issued – common shares

There were no share issuances during the period ended November 30, 2014 and during the year ended May 31, 2014.

(c) Share options

The Company maintains a 10% rolling share option plan (the “Plan”) that enables management to grant options to directors, officers, employees and other service providers. The Company follows the Exchange policies where the number of common shares which may be issued pursuant to options granted under the Plan may not exceed 10% of the issued and outstanding shares of the Company from time to time at the date of granting of options and have a maximum of 10 years. Each option agreement with the grantee sets forth, among other things, the number of options granted, the exercise price and the vesting conditions of the options as determined by the Board of Directors. There were no options granted or outstanding at November 30, 2014 and May 31, 2014.

7. RELATED PARTY TRANSACTIONS

Key management personnel are persons responsible for planning, directing and controlling activities of an entity, and include executive and non-executive directors and officers. Key management personnel compensation comprised of:

	2014		2013	
Administrative services (a)	$	–	$	7,500
Management services (a)		–		9,000
	$	–	$	16,500

(a) On February 1, 2009, the Company entered into a management and administrative agreement with Varshney Capital Corp. (“VCC”), a company controlled by two common directors, whereby the Company agreed to pay management and administrative fees of $2,500 and $3,000 per month, respectively. During the year ended May 31, 2014, the Company cancelled its management and administrative services fees.

Prior to the cancellation, the Company incurred $nil (2013 - $7,500) for management fees and $nil (2013- $9,000) for administrative fees to VCC.

7. RELATED PARTY TRANSACTIONS (cont'd)

As at November 30, 2014, $34,600 (May 31, 2014 - $24,100) was due to VCC for an operating loan. The loan is unsecured, non interest bearing and has no fixed terms of repayment.

(b) As at November 30, 2014, $Nil (May 31, 2014 - $1,178) was due to a director and officer of the Company for expense reimbursements.

(c) As at November 30, 2014, $218 (May 31, 2014 - $236) was due from companies with directors and officers in common. The amounts resulted from recovery of expenses, were included in receivables and repaid subsequent to November 30, 2014.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

At November 30, 2014 and May 31, 2014, the Company's financial instruments consist of cash, receivables, trade payables and accrued liabilities, due to related parties and note payable. There were no transfers between levels during the period ended November 30, 2014.

Cash is carried at fair value using a Level 1 fair value measurement. The carrying value of receivables and trade payables and accrued liabilities, due to related parties and note payable approximate their fair value because of the short-term nature of these instruments or their ability of prompt liquidation.

Financial risk management

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

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash. As a majority of the Company's cash is held by a Canadian bank, there is a concentration of credit risk with one bank in Canada. While there is concentration of risk holding all funds with one institution, this risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies. As at November 30, 2014, the Company has cash on hand of $599 (May 31, 2014 - $863). Management assesses credit risk of cash as low.

The Company's secondary exposure to credit risk is on its receivables. This risk is minimal as receivables consist of refundable government sales taxes of $4,063 (May 31, 2014 – $2,252) and amounts due from related parties of $218 (May 31, 2014 – $236).

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates only in Canada and is therefore not exposed to foreign exchange risk arising from transactions denominated in a foreign currency.

Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will change due to a change in the level of interest rates. The Company is exposed to interest rate risk as its bank account earns interest income at variable rates and is subject to the movement in interest rates. Management considers the interest rate to be minimal.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd)

Liquidity risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. As at November 30, 2014, the Company had a working capital deficiency of $143,767 (May 31, 2014 - $86,147). The Company has been successful in re-negotiating its indebtedness however there is no assurance the success of these effort will continue.

9. CAPITAL DISCLOSURE

Management's objective is to manage its capital to ensure that there are adequate capital resources to safeguard the Company's ability to continue as a going concern through the optimization of its capital structure. The capital structure consists of share capital and working capital.

In order to achieve this objective, management makes adjustments to it in light of changes in economic conditions and risk characteristics of the underlying assets. To maintain or adjust capital structure, management may invest its excess cash in interest bearing accounts of Canadian chartered banks and/or raise additional funds externally as needed. The Company is not subject to externally imposed capital requirements.

10. PROPOSED TRANSACTIONS

On April 7, 2014, the Company announced that it has entered into a LOI with Wmode, an arms' length private company incorporated under the laws of Alberta. It is contemplated that Wmode and Afrasia will enter into a business combination by way of a three corner amalgamation or plan of arrangement in a reverse take-over transaction (the "RTO"), which will result in Wmode becoming a wholly-owned subsidiary of Afrasia or otherwise combining its corporate existence with a wholly-owned Alberta incorporated subsidiary of Afrasia. The formal structure of the RTO is still subject to confirmation as the parties consider corporate, tax and securities law considerations applicable to the RTO. Once the structure is determined, the LOI will be superseded by a definitive agreement between Afrasia and Wmode, and parties will announce the signing of such definitive agreement and its general terms by news release.

As part of and prior to closing the RTO, Afrasia anticipates a consolidation of its issued and outstanding securities on a ten (10) old for one (1) new basis, changing its name to Wmode Corp. or such other name that may be acceptable to applicable regulatory authorities and continuing its jurisdiction of incorporation into Alberta. Afrasia anticipates that upon completion of the RTO the Resulting Issuer will graduate from NEX to Tier 1 of the TSX-V as a Technology issuer.

Pursuant to the RTO, Afrasia Shares will be issued to the holders of Wmode Shares in exchange for all of the issued and outstanding Wmode Shares on the basis of 0.4675 Afrasia Share(s) for each Wmode Share (the "Exchange Ratio").

In accordance with Exchange policies, Afrasia's common shares are currently halted from trading and will remain so until certain documentation required by the Exchange for the RTO can be provided to the TSX-V. The Afrasia common shares may resume trading, following the Exchange's review of the required documentation, or the shares may remain halted until completion of the RTO.

Completion of the consolidation and the RTO is conditional upon, among other things, receipt of all required regulatory and shareholder approvals, the negotiation and execution of definitive documentation and the completion of the financings.

10. PROPOSED TRANSACTIONS (cont'd)

Completion of the RTO is also subject to TSX-V acceptance and disinterested shareholder approval. The RTO cannot close until the required shareholder approval is obtained. There can be no assurance that the transaction will be completed as proposed or at all.

On July 10, 2014, the Company issued a promissory note to Wmode for a non-interest bearing loan of $30,000, in accordance to the terms of the LOI. If the LOI or definitive agreement is terminated, the loan is repayable within twelve months from termination date.