

CANADIAN IMPERIAL VENTURE CORP.

FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

NOVEMBER 30, 2016

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Canadian Imperial Venture Corp.

We have audited the accompanying financial statements of Canadian Imperial Venture Corp., which comprise the statements of financial position as at November 30, 2016 and 2015, and the statements of loss and comprehensive loss, cash flows, and changes in shareholders' deficiency for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion, these financial statements present fairly, in all material respects, the financial position of Canadian Imperial Venture Corp. as at November 30, 2016 and 2015 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the financial statements which describes conditions and matters that indicate the existence of a material uncertainty that may cast significant doubt about Canadian Imperial Venture Corp.'s ability to continue as a going concern.

“DAVIDSON & COMPANY LLP”

Vancouver, Canada

Chartered Professional Accountants

March 30, 2017

CANADIAN IMPERIAL VENTURE CORP.
STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
AS AT

	November 30, 2016	November 30, 2015
ASSETS		
Current		
Cash	\$ 4,965	\$ 301
Amounts receivable	<u>5,290</u>	<u>25</u>
Total current assets	<u>10,255</u>	<u>326</u>
Total assets	<u>\$ 10,255</u>	<u>\$ 326</u>
LIABILITIES AND SHAREHOLDERS' DEFICIENCY		
Current		
Trade payables and accrued liabilities	\$ 435,286	\$ 318,023
Due to related party (Note 10)	34,500	34,500
Loans (Note 11)	<u>60,000</u>	<u>-</u>
Total liabilities	<u>529,786</u>	<u>352,523</u>
Shareholders' deficiency		
Share capital (Note 7)	14,714,917	14,714,917
Reserves (Note 7)	2,661,740	2,661,740
Deficit	<u>(17,896,188)</u>	<u>(17,728,854)</u>
Total shareholders' deficiency	<u>(519,531)</u>	<u>(352,197)</u>
Total liabilities and shareholders' deficiency	<u>\$ 10,255</u>	<u>\$ 326</u>

Nature of operations and going concern (Note 1)
Basis of presentation (Note 2)

"Jeff Lightfoot"

Director

"Laurie Sadler"

Director

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

CANADIAN IMPERIAL VENTURE CORP.
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED NOVEMBER 30

	2016	2015
GENERAL AND ADMINISTRATION EXPENDITURES		
Bank and interest charges	\$ 379	\$ 975
Depreciation (Note 6)	-	258
Office and shareholder information	41,348	12,676
Professional and filing fees	65,564	56,607
Promotion and travel	6,663	13,921
Rent	13,380	15,397
Service contract and wages (Note 10)	<u>40,000</u>	<u>92,006</u>
	<u>(167,334)</u>	<u>(191,840)</u>
Other items		
Other income	-	284
Write-off of amounts receivable	-	(2,150)
Write-down of reclamation deposit	-	(20,257)
Loss on write-down of equipment	<u>-</u>	<u>(3,629)</u>
	<u>-</u>	<u>(25,752)</u>
Loss and comprehensive loss for the year	\$ (167,334)	\$ (217,592)
Loss per common share, basic and diluted	\$ (0.11)	\$ (0.14)
Weighted average number of common shares outstanding, basic and diluted	1,564,939	1,564,939

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

CANADIAN IMPERIAL VENTURE CORP.
STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED NOVEMBER 30

	2016	2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	\$ (167,334)	\$ (217,592)
Items not affecting cash:		
Depreciation	-	258
Write-down of amounts receivable	-	2,150
Write-down of equipment	-	3,629
Write-down of reclamation deposit	-	20,257
Changes in non-cash working capital items:		
(Increase) decrease in amounts receivable	(5,265)	12,726
Decrease in prepaid expenses	-	10,778
Increase in trade payables and accrued liabilities	117,263	91,984
Decrease in reclamation deposits	-	37,016
Net cash used in operating activities	<u>(55,336)</u>	<u>(38,794)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Loan (Note 11)	60,000	-
Related party loan (Note 10)	-	31,500
Net cash provided by financing activities	<u>60,000</u>	<u>31,500</u>
Change in cash for the year	4,664	(7,294)
Cash, beginning of year	<u>301</u>	<u>7,595</u>
Cash, end of year	<u>\$ 4,965</u>	<u>\$ 301</u>
Cash paid during the year for interest	\$ -	\$ -
Cash paid during the year for income taxes	\$ -	\$ -

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

CANADIAN IMPERIAL VENTURE CORP.
STATEMENT OF CHANGES IN SHAREHOLDERS' DEFICIENCY
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED NOVEMBER 30, 2016 AND 2015

	Share Capital		Reserves	Deficit	Total
	Number of Common Shares	Amount			
Balance, November 30, 2014	1,564,939	\$ 14,714,917	\$ 2,661,740	\$(17,511,262)	\$ (134,605)
Loss for the year	-	-	-	(217,592)	(217,592)
Balance, November 30, 2015	1,564,939	14,714,917	2,661,740	(17,728,854)	(352,197)
Loss for the year	-	-	-	(167,334)	(167,334)
Balance, November 30, 2016 (Note 7, 13)	1,564,939	\$ 14,714,917	\$ 2,661,740	\$(17,896,188)	\$ (519,531)

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

CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian dollars)
NOVEMBER 30, 2016

1. NATURE OF OPERATIONS AND GOING CONCERN

Canadian Imperial Venture Corp.'s (the "Company") is incorporated under the Business Corporations Act of British Columbia. The Company is listed on the NEX branch of the TSX Venture Exchange, under the symbol CQV.H. The Company's head office is located at 2900 – 595 Burrard Street, Vancouver, BC. On May 15, 2015, trading in the shares of the Company were suspended. On March 14, 2017, the shares of the Company resumed trading on the TSXV. There is no change in the trading symbol for the Company.

At the Company's annual and special meeting held September 30, 2016 (as adjourned), shareholders approved a consolidation of the Company's issued and outstanding common shares on up to a 10 old for one new basis. The Company's directors subsequently approved an additional 4 to 1 consolidation; and subsequent to the year ended November 30, 2016 an aggregate 40 to 1 consolidation of the Company's 62,596,238 outstanding common shares was implemented, resulting in 1,564,939 post-consolidated shares outstanding. All shares and per share amounts have been shown on a post-consolidated basis retroactively throughout these financial statements.

The principal business of the Company is the identification and evaluation of assets or a business with a view to completing a transaction subject to receipt of shareholder approval and acceptance by regulatory authorities. The success of the Company will be dependent on obtaining the necessary financing to evaluate and pursue these opportunities.

These financial statements have been prepared assuming the Company will continue on a going-concern basis. The Company has incurred losses since inception and the ability of the Company to continue as a going-concern depends upon its ability to develop profitable operations and to raise adequate financing through the capital markets.

The current market conditions and volatility increases the uncertainty of the Company's ability to continue as a going concern given the need to both curtail expenditures and to raise additional funds. The Company is experiencing, and has experienced, negative operating cash flows. The Company will continue to search for new or alternate sources of financing but anticipates that the current market conditions may impact the ability to source such funds. These items cast a significant doubt upon the Company's ability to continue as a going concern.

There can be no assurance that the Company will be able to continue to raise funds in which case the Company may be unable to meet its obligations. Should the Company be unable to realize on its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded on the Company's statement of financial position.

2. BASIS OF PRESENTATION

a) Statement of compliance and basis of measurement

These financial statements, including comparatives have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). These financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

The financial statements of the Company for the year ended November 30, 2016 were reviewed by the Audit Committee and approved and authorized for issue by the Board of Directors on March 29, 2017.

CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
NOVEMBER 30, 2016

2. BASIS OF PRESENTATION (continued):

b) Functional currency and presentation currency

The Company's functional and presentation currency is the Canadian dollar.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all years presented in these financial statements, unless otherwise indicated.

a) Cash

Cash includes cash on hand and deposits held with financial institutions.

b) Equipment

Recognition and measurement

On initial recognition equipment is valued at cost, being the purchase price and directly attributable cost of acquisition or construction required to bring the asset to the location and condition necessary to be capable of operating in the manner intended by the Company, including appropriate borrowing costs and the estimated present value of any future unavoidable costs of dismantling and removing items. The corresponding liability is recognized within provisions.

Equipment is subsequently measured at cost less accumulated depreciation, less any accumulated impairment losses.

Gains and losses

Gains and losses on disposal of equipment are determined by comparing the proceeds from disposal with the carrying amount, and are recognized net within other income in profit or loss.

Depreciation

Depreciation is recognized in profit or loss and is calculated using the declining balance method for the following classes of equipment at the following rates per annum:

Office Furniture	20% declining balance
Computer Equipment	100% declining balance
Computer Software	100% declining balance

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. In the year of acquisition, depreciation is recorded at one-half the normal rate.

c) Financial instruments

All financial instruments are initially recognized at fair value on the statement of financial position. The Company has classified each financial instrument into one of the following categories: (1) financial assets or liabilities at fair value through profit or loss ("FVTPL"), (2) loans and receivables, (3) financial assets available-for-sale, (4) financial assets held-to maturity, and (5) other financial liabilities. Subsequent measurement of financial instruments is based on their classification.

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NOTES TO THE FINANCIAL STATEMENTS
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3. SIGNIFICANT ACCOUNTING POLICIES (continued):

c) Financial instruments (continued):

Financial assets and liabilities at FVTPL are subsequently measured at fair value with changes in those fair values recognized in net earnings. Financial assets “available-for-sale” are subsequently measured at fair value with changes in fair value recognized in other comprehensive income (loss), net of tax.

Financial assets “held-to-maturity”, “loans and receivables”, and “other financial liabilities” are subsequently measured at amortized cost using the effective interest method. The Company’s financial assets and liabilities are recorded and measured as follows:

Asset or Liability	Category	Measurement
Cash	FVTPL	Fair value
Amounts receivable	Loans and receivables	Amortized cost
Trade payables and accrued liabilities	Other liabilities	Amortized cost
Due to related party	Other liabilities	Amortized cost
Loans	Other liabilities	Amortized cost

The Company determines the fair value of financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.

Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

Cash has been measured at fair value using Level 1 inputs.

d) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net loss except to the extent that it relates to a business combination or items recognized directly in equity or in other comprehensive loss/income.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax is recorded using the liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Temporary differences are not provided for relating to goodwill not deductible for

tax purposes, the initial recognition of assets or liabilities that affect both accounting or taxable loss, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the

3. SIGNIFICANT ACCOUNTING POLICIES (continued):

d) Income taxes (continued):

foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the date of the statement of financial position.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting year the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

e) Share capital

Equity instruments are contracts that give a residual interest in the net assets of the Company. Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, common share warrants and flow-through shares are classified as equity instruments.

Incremental costs directly attributable to the issue of new common shares, common share warrants, or stock options are shown in equity as a deduction, net of tax, from the proceeds.

f) Loss per common share

Basic loss per share has been calculated using the weighted average number of common shares outstanding during the year.

Diluted loss per share has been calculated using the weighted average number of common shares that would have been outstanding during the respective period had all of the stock options and warrants outstanding at year-end having a dilutive effect been converted into shares at the beginning of the year and the proceeds used to repurchase the Company's common shares at the average market price for the year. If these computations prove to be anti-dilutive, diluted loss per share is the same as basic loss per share.

g) Share-based compensation

The stock option plan allows Company employees and consultants to acquire shares of the Company. The fair value of options granted is recognized as a share-based compensation expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee. Consideration paid on the exercise of stock options is credited to share capital and the fair value of the options is reclassified from reserves to capital stock.

The fair value is measured at grant date and each tranche is recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the number of stock options that are expected to vest.

3. SIGNIFICANT ACCOUNTING POLICIES (continued):

h) New standards, interpretations and amendments

Effective December 1, 2015, the following standards were adopted but did not have a material impact on the financial statements.

- IFRS 7: Amended to require additional disclosures on transition from IAS 39 and IFRS 9.

New standards and interpretations not yet adopted

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for accounting periods beginning on or after January 1, 2016. Updates which are not applicable or are not consequential to the Company have been excluded thereof. The following have not yet been adopted by the Company and are being evaluated to determine their impact.

- IFRS 9 – New standard that replaced IAS 39 for classification and measurement, effective for annual periods beginning on or after January 1, 2018.
- IFRS 15 - New standard to establish principles for reporting the nature, amount, timing, and uncertainty of revenue and cash flows arising from an entity's contracts with customers, effective for annual periods beginning on or after January 1, 2017.
- IFRS 16 – Leases: New standard to establish principles for recognition, measurement, presentation and disclosure of leases with an impact on lessee accounting, effective for annual periods beginning on or after January 1, 2019.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates and judgments about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Information about critical estimates and judgments in applying accounting policies that have the most significant risk of causing material adjustment to the financial statements are discussed below.

Critical judgments

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

Key sources of estimation uncertainty

- i) Income taxes

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Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities and contingencies for anticipated

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (continued):

i) Income taxes (continued):

tax audit issues based on the Company's current understanding of the tax law. For matters where it is probable that an adjustment will be made, the Company records its best estimate of the tax liability including the related interest and penalties in the current tax provision. Management believes they have adequately provided for the probable outcome of these matters; however, the final outcome may result in a materially different outcome than the amount included in the tax liabilities.

In addition, the Company recognizes deferred tax assets relating to tax losses carried forward to the extent that it is probable that taxable profit will be available against which a deductible temporary difference can be utilized. This is deemed to be the case when there are sufficient taxable temporary differences relating to the same taxation authority and the same taxable entity which are expected to reverse in the same year as the expected reversal of the deductible temporary difference, or in years into which a tax loss arising from the deferred tax asset can be carried back or forward. However, utilization of the tax losses also depends on the ability of the taxable entity to satisfy certain tests at the time the losses are recouped.

5. RECLAMATION DEPOSITS

The Company is required to make reclamation deposits in respect of its expected rehabilitation obligations. The reclamation deposits represent collateral for possible reclamation activities necessary on E&E assets in connection with the permits required for exploration activities by the Company.

During the year ended November 30, 2015, the Company was refunded \$37,016 from the Alberta Energy Resources Conservation Board. The remaining balance of the reclamation deposit was impaired to \$Nil as of November 30, 2015 as the Company does not have funds available to perform the remaining restoration work required to collect the deposit.

6. EQUIPMENT

	Office Furniture	Computer Software	Computer Equipment	Total
Cost				
Balance at November 30, 2014	\$ 11,536	\$ 939	\$ 11,258	\$ 23,733
Write-off of equipment	(11,536)	(939)	(11,258)	(23,733)
Balance at November 30, 2015 and 2016	\$ -	\$ -	\$ -	\$ -

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6. EQUIPMENT (continued):

	Office Furniture	Computer Software	Computer Equipment	Total
Depreciation and impairment				
Balance at November 30, 2014	\$ 7,967	\$ 939	\$ 10,940	\$ 19,846
Depreciation for the year	178	-	80	258
Write-off of equipment	(8,145)	(939)	(11,020)	(20,104)
Balance at November 30, 2015 and 2016	\$ -	\$ -	\$ -	\$ -
Carrying amounts				
At November 30, 2014	\$ 3,569	\$ -	\$ 318	\$ 3,887
At November 30, 2015 and 2016	\$ -	\$ -	\$ -	\$ -

7. CAPITAL STOCK

Authorized capital stock: unlimited number of common shares without par value, issuable in series.

There were no capital transactions during the years ended November 30, 2016 or 2015.

At the Company's annual and special meeting held September 30, 2016 (as adjourned), shareholders approved a consolidation of the Company's issued and outstanding common shares on up to a 10 old for one new basis. The Company's directors subsequently approved an additional 4 to 1 consolidation; and in February 2017 an aggregate 40 to 1 consolidation of the Company's 62,596,238 outstanding common shares was implemented, resulting in 1,564,939 post-consolidated shares outstanding. All shares and per share amounts have been shown on a post-consolidated basis retroactively throughout these financial statements.

Stock Option Plan

The Company has a rolling Stock Option Plan ("the Plan") under which non-transferable options to purchase common shares of the Company may be granted to directors, officers, employees or service providers of the Company.

Options granted must expire no later than a maximum of ten years from the date of the grant. Terms of the Plan include that;

- i) The number of common shares which may be issued pursuant to options previously granted and those granted under the Plan is a maximum of 10% of the issued and outstanding common shares at the time of the grant.

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7. CAPITAL STOCK (continued)

Stock Option Plan (continued):

The Plan does not require vesting provisions for options issued except in limited circumstances.

There were no stock options granted during the years ended November 30, 2016 and 2015.

The following is a summary of changes in stock options:

	Number of Options	Weighted Average Exercise Price
Outstanding, November 30, 2014	43,250	\$ 40.00
Expired	(19,500)	\$ 40.00
Outstanding, November 30, 2015	23,750	\$ 40.00
Expired	(23,750)	\$ 40.00
Outstanding, November 30, 2016	-	-

At November 30, 2016, there were no stock options outstanding and exercisable.

Share purchase warrants

The following is a summary of changes in warrants:

	Number of Options	Weighted Average Exercise Price
Outstanding, November 30, 2014	253,435	\$ 4.00
Expired	(253,435)	\$ 4.00
Outstanding, November 30, 2015, 2016	-	\$ -

As at November 30, 2016, there were no share purchase warrants outstanding.

8. FINANCIAL RISK FACTORS

The fair value of the Company's amounts receivable, accounts payable and accrued liabilities, due to related party and loans approximate their carrying value, which is the amount recorded on the statement of financial position, due to their short terms to maturity. The Company's cash is measured at fair value, under the fair value hierarchy based on level one quoted prices in active markets for identical assets or liabilities.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

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Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company believes it has no significant credit risk. Receivables consists of input tax credits receivable from the Government of Canada.

8. FINANCIAL RISK FACTORS (continued):

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at November 30, 2016, the Company had a cash balance of \$4,965 to settle current liabilities of \$529,786. The Company expects to fund these liabilities through the issuance of capital stock and advances from related parties. See Note 1 for discussion of going concern risk.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates and, commodity and equity prices.

a) Interest rate risk

The Company has cash balances which are not at a significant risk to fluctuating interest rates. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As of November 30, 2016, the Company did not have any investments in investment-grade short-term deposit certificates.

b) Price risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.

c) Foreign currency risk

The Company currently operates in Canada and as such, there is not exposed to any significant foreign currency risk.

9. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to properly assess business opportunities presented for consideration. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company is largely dependent upon external financings to fund activities. In order to pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. The Company will continue to evaluate new business opportunities and if it feels there is sufficient economic potential, it will seek adequate financial resources to pursue the opportunity.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

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There were no changes in the Company's approach to capital management during the year ended November 30, 2016. The Company is not subject to externally imposed capital requirements.

10. RELATED PARTY TRANSACTIONS

Related parties and related party transactions impacting the accompanying financial statements are summarized below and include transactions with the following individuals or entities:

Key management personnel:

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

Remuneration attributed to key management personnel can be summarized as follows:

	Year ended November 30,	
	2016	2015
Short-term benefits*	\$ 40,000	\$ 90,000

*includes base salaries pursuant to contractual employment, or consultancy arrangements. These have been recorded in service contracts, professional fees and wages

As at November 30, 2016, the Company had the following amounts outstanding to related parties:

- a) Included in accounts payable and accrued liabilities is \$283,903 (2015 - \$215,574) owing to Imperial Consultants Inc., a company controlled by Gerard Edwards, former CEO and director for accrued management, consulting and professional fees and expense reimbursements.
- b) \$34,500 (2015 - \$34,500) is due to Gerard Edwards the former CEO, who was also a director of the Company. This amount is unsecured and non-interest bearing with no specific terms of repayment.

11. LOAN

During the year November 30, 2016, the Company secured two separate loans from unrelated third parties totalling \$60,000. The loans are unsecured and non-interest bearing with no specific terms of repayment.

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12. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2016	2015
Net loss for the year	\$ (167,334)	\$ (217,592)
Expected income tax (recovery)	\$ (49,000)	\$ (63,000)
Adjustment to prior years provision versus statutory tax returns	-	125,000
Expiry of non-capital losses	-	668,000
Change in unrecognized temporary difference and other	48,000	(741,000)
Other	\$ 1,000	\$ 11,000
Total income tax expense (recovery)	\$ -	\$ -
Current income tax	\$ -	\$ -
Deferred tax recovery	\$ -	\$ -

The significant components of the Company's unrecognized temporary differences and tax losses are as follows:

	2016	Expiry Date Range	2015	Expiry Date Range
Temporary Differences				
Share issue costs	\$ 1,000	2038	\$ 2,000	2036 - 2037
Allowable Capital losses	\$ 1,015,000	No expiry date	\$ 1,015,000	No expiry date
Non-Capital losses	\$ 4,784,000	2026 - 2036	\$ 4,615,000	2026 - 2035
Property and equipment	\$ 24,000	No expiry date	\$ 24,000	No expiry date
Exploration and evaluation assets	\$ 20,086,000	No expiry date	\$20,086,000	No expiry date

Tax attributes are subject to review, and potential adjustment, by tax authorities.

13. SUBSEQUENT EVENTS

At the Company's annual and special meeting held September 30, 2016 (as adjourned), shareholders approved a consolidation of the Company's issued and outstanding common shares on up to a 10 old for one new basis. The Company's directors subsequently approved an additional 4 to 1 consolidation; and subsequent to the year ended November 30, 2016 an aggregate 40 to 1 consolidation of the Company's 62,596,238 outstanding common shares was implemented, resulting in 1,564,939 post-consolidated shares outstanding. All shares and per share amounts have been shown on a post-consolidated basis retroactively throughout these financial statements.

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13. SUBSEQUENT EVENTS (continued):

Subsequent to the year ended November 30, 2016, the Company appointed Laurie Sadler as Chief Executive Officer and, Jeffrey Lightfoot and Erin Walmesley as directors. Ming Jang has been appointed Chief Financial Officer and Corporate Secretary of the Company.

Subsequent to the year ended November 30, 2016, the Company received notification that the "TSXV" has approved the reinstatement of trading in Canadian Imperial Venture's common shares. On March 14, 2017, the shares of the Company resumed trading on the TSXV. There is no change in the trading symbol for the Company.

Subsequent to the year ended November 30, 2016, the Company secured additional loans from unrelated third parties totalling \$20,000. The loans are unsecured and non-interest bearing with no specific terms of repayment.