

CANADIAN IMPERIAL VENTURE CORP.

FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

NOVEMBER 30, 2018

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, 2018 and 2017 and the statements of loss and comprehensive loss, cash flows and changes in shareholders' equity (deficit) 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, 2018 and 2017, 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 29, 2019

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

	November 30, 2018	November 30, 2017
ASSETS		
Current		
Cash	\$ 311,471	\$ 8,587
Amounts receivable	2,279	1,782
Prepaid expenses	<u>6,500</u>	<u>-</u>
Total current assets	<u>320,250</u>	<u>10,369</u>
Total assets	<u>\$ 320,250</u>	<u>\$ 10,369</u>
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)		
Current		
Trade payables and accrued liabilities	\$ 66,690	\$ 460,669
Due to related parties (Note 8)	3,500	43,000
Loans (Note 9)	<u>-</u>	<u>88,000</u>
Total current liabilities	<u>70,190</u>	<u>591,669</u>
Shareholders' equity (deficit)		
Share capital (Note 5)	15,752,528	14,714,917
Reserves (Note 5)	2,661,740	2,661,740
Deficit	<u>(18,164,208)</u>	<u>(17,957,957)</u>
Total shareholders' equity (deficit)	<u>250,060</u>	<u>(581,300)</u>
Total liabilities and shareholders' equity (deficit)	<u>\$ 320,250</u>	<u>\$ 10,369</u>
Nature of operations and going concern (Note 1)		
Basis of presentation (Note 2)		
Subsequent event (Note 11)		

“Jacqueline Tucker”

Director

“Jeff Lightfoot”

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,

	2018	2017
EXPENSES		
Bank and interest charges	\$ 173	\$ 55
Consulting fees	74,774	3,250
Office and shareholder information	-	1,262
Professional fees (Note 8)	131,843	27,278
Transfer agent and filing fees	<u>11,643</u>	<u>29,924</u>
Total operating expense	<u>(218,433)</u>	<u>(61,769)</u>
Gain on settlement of debt	1,524	-
Gain on write-off of accounts payable and accrued liabilities	<u>10,658</u>	<u>-</u>
	<u>12,182</u>	<u>-</u>
Net loss and comprehensive loss for the year	<u>\$ (206,251)</u>	<u>\$ (61,769)</u>
Net loss per common share, basic and diluted	<u>\$ (0.02)</u>	<u>\$ (0.04)</u>
Weighted average number of common shares outstanding, basic and diluted	<u>10,877,597</u>	<u>1,564,939</u>

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,

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	\$ (206,251)	\$ (61,769)
Items not involving cash:		
Gain on settlement of debt	1,524	-
Gain on write-off of accounts payable and accrued liabilities	10,658	-
Changes in non-cash working capital items:		
Amounts receivable	497	3,508
Prepaid expenses	(6,500)	-
Increase (decrease) in trade payables and accrued liabilities	<u>(406,161)</u>	<u>25,383</u>
Net cash used in operating activities	<u>(607,227)</u>	<u>(32,878)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from share issuance, net of costs	1,037,611	-
Loan advances (repayments)	(88,000)	28,000
Related party loans (repayments)	<u>(39,500)</u>	<u>8,500</u>
Net cash provided by financing activities	<u>910,111</u>	<u>36,500</u>
Change in cash for the year	302,884	3,622
Cash, beginning of the year	<u>8,587</u>	<u>4,965</u>
Cash, end of the year	<u>\$ 311,471</u>	<u>\$ 8,587</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.
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED NOVEMBER 30, 2018 AND 2017

	Share Capital				Total Shareholders' Equity
	Shares	Amount	Reserves	Deficit	
Balance, November 30, 2016	1,564,939	\$ 14,714,917	\$ 2,661,740	\$ (17,896,188)	\$ (519,531)
Net loss and comprehensive loss	-	-	-	(61,769)	(61,769)
Balance, November 30, 2017	1,564,939	14,714,917	2,661,740	(17,957,957)	(581,300)
Private placement	11,000,000	1,045,000	-	-	1,045,000
Share issuance costs	802,500	(7,389)	-	-	(7,389)
Net loss and comprehensive loss	-	-	-	(206,251)	(206,251)
Balance, November 30, 2018	13,367,439	\$ 15,752,528	\$ 2,661,740	\$ (18,164,208)	\$ 250,060

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Canadian Imperial Venture Corp. (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.

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 on a going concern basis, which contemplates that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. During the year ended November 30, 2018, the Company incurred a net loss of \$206,251 and had an accumulated deficit at November 30, 2018 of \$18,164,208. These conditions cast significant doubt on the Company’s ability to continue as a going concern.

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.

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, 2018 were reviewed by the Audit Committee and approved and authorized for issue by the Board of Directors on March 29, 2019.

b) Functional currency and presentation currency

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

CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
NOVEMBER 30, 2018

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) 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.

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 parties	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.

3. SIGNIFICANT ACCOUNTING POLICIES (continued):

c) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or 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 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.

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

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The fair value of the common shares issued in the private placements was determined to be the more easily measurable component, as determined by the closing quoted bid price on the issuance date. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded as reserves.

3. SIGNIFICANT ACCOUNTING POLICIES (continued):

e) 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.

f) 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.

Share-based payments to non-employees are measured at the fair value of the goods or services received or if such fair value is not reliably measurable, at the fair value of the equity instruments issued.

g) New standards, interpretations and amendments

No new standards or interpretations were adopted during the year.

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, 2018. 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, 2018.
- 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.

3. SIGNIFICANT ACCOUNTING POLICIES (continued):

g) New standards, interpretations and amendments (continued):

New standards and interpretations not yet adopted (continued):

- IFRIC 23 – Uncertainty over Income Tax Treatment: New standard to clarify the accounting for uncertainties in income taxes. The interpretation provides guidance and clarifies the application of the recognition and measurement criteria in IAS 12 “Income Taxes” when there is uncertainty over income tax treatments. The interpretation is effective for annual periods beginning on 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

Income taxes

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 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.

CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
NOVEMBER 30, 2018

5. CAPITAL STOCK

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

On February 15, 2018, the Company completed a private placement for gross proceeds of \$1,045,000. These funds were raised through the issuance of 11,000,000 units at a price of \$0.095 per unit with each unit consisting of one common share and one share purchase warrant entitling the holder to acquire one additional share at a price of \$0.125 for a period of 12 months. The Company incurred share issuance costs of \$7,389.

The Company also issued 802,500 finder's units on terms identical to those issued to subscribers. The finders units had a fair value of \$76,238 and were recorded in share capital and share issuance costs with a net impact of \$nil.

There were no capital transactions during the year ended November 30, 2017.

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 are as follows:

- 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.
- ii) The number of shares which may be awarded to any one individual may not exceed 5% of the issued shares at the date of grant, and the total number of options awarded to any consultant shall not exceed 2% of the issued and outstanding common shares at the time of the grant.
- iii) The total number of options awarded to all persons employed by the Company who perform investor relations activities shall not exceed 2% of the issued and outstanding shares of the Company in any twelve-month period.
- iv) Under TSX.V policy all such rolling stock option plans which set the number of common shares issuable under the plan at a maximum of 10% of the issued and outstanding common shares must be approved and ratified by shareholders on an annual basis.

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, 2018 and 2017.

As at November 30, 2018 and 2017, there were no stock options outstanding and exercisable.

Share purchase warrants

The following is a summary of changes in share purchase warrants:

	Number of Options	Weighted Average Exercise Price
Outstanding, November 30, 2016 and 2017	-	\$ -
Granted	11,802,500	0.125
Outstanding, November 30, 2018	11,802,500	\$ 0.125

**CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
NOVEMBER 30, 2018**

5. CAPITAL STOCK (continued):

As at November 30, 2018, a summary of the warrants outstanding is as follows:

Expiry date	Warrants	Exercise price	Weighted Average contractual life (years)
February 7, 2019	11,802,500 ⁽¹⁾	\$0.125	0.19

⁽¹⁾Subsequent to November 30, 2018, 10,369,605 warrants expired unexercised.

6. FINANCIAL INSTRUMENTS AND RISK FACTORS

The fair value of the Company's amounts receivable, trade payables and accrued liabilities, due to related parties and loans approximate their carrying value, which is the amount recorded on the statement of financial position, due to their short term nature. 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

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. Amounts receivable consists of input tax credits receivable from the Government of Canada and are not subject to significant credit risk.

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, 2018, the Company had a cash balance of \$311,471 to settle current liabilities of \$70,190. The Company expects to fund these liabilities through the issuance of capital stock. 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, 2018, 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 operates in Canada and is not exposed to any significant foreign currency risk.

**CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
NOVEMBER 30, 2018**

7. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, and development of its exploration and evaluation interests. 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 search for new business opportunities and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. The Company will continue to assess new business opportunities and seek to acquire new business assets if it feels there are sufficient business opportunities or economic potential and if it has adequate financial resources to do so.

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

There were no changes in the Company's approach to capital management during the year ended November 30, 2018. The Company is not subject to externally imposed capital requirements.

8. 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,	
	2018	2017
Short-term benefits*	\$ 46,536	\$ 14,300

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

During the year ended November 30, 2018, the Company had the following transactions with related parties:

For the fiscal year ended November 30, 2018, the Company incurred \$13,071 (2017 - \$18,527) in legal fees with Owen Bird Law Corporation, a law firm in which Jeff Lightfoot, a director of the Company, is a partner.

CANADIAN IMPERIAL VENTURE CORP.
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8. RELATED PARTY TRANSACTIONS (continued):

As at November 30, 2018, the Company had the following amounts outstanding to related parties:

- a) Included in accounts payable and accrued liabilities is \$nil (2017 - \$30,527) owing to Owen Bird Law Corporation, a law firm in which Jeff Lightfoot, a director of the Company, is a partner.
- b) Included in accounts payable and accrued liabilities is \$nil (2017 - \$283,903) 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.
- c) Included in accounts payable and accrued liabilities is \$3,098 (2017 - \$69,940) owing to MJJ & Associates Consulting Ltd., a company controlled by Ming Jang, an officer of the Company for professional fees.
- d) \$Nil (2017 – \$34,500) in loans is due to Gerard Edwards the former CEO, and a former director of the Company. This amount is unsecured and non-interest bearing with no specific terms of repayment.
- e) \$3,500 (2017 – \$8,500) in loans is due to Jeff Lightfoot, a director of the Company. This amount is unsecured and non-interest bearing with no specific terms of repayment.

9. LOANS

During the year ended November 30, 2016, the Company secured two separate loans from unrelated third parties totalling \$66,000. The loans were unsecured and non-interest bearing with no specific terms of repayment.

During the year ended November 30, 2017, additional loans totalling \$22,000 were received from unrelated third parties. These loans are unsecured, non-interest bearing and are due on demand.

During the year ended November 30, 2018, the Company repaid all outstanding loans totalling \$88,000.

CANADIAN IMPERIAL VENTURE CORP.
NOTES TO THE FINANCIAL STATEMENTS
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10. INCOME TAXES

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

	2018		2017	
Net loss for the year	\$	(206,251)	\$	(61,769)
Expected income tax (recovery)	\$	(60,000)	\$	(18,000)
Permanent difference		(4,000)		(6,000)
Share issue costs		(2,000)		-
Adjustment to prior years provision versus statutory tax returns		(59,000)		-
Change in unrecognized temporary difference and other	\$	125,000	\$	24,000
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:

	2018	Expiry Date Range	2017	Expiry Date Range
Temporary Differences				
Share issue costs	\$ 6,000	2029-2042	\$ -	N/A
Allowable Capital losses	\$ 1,015,000	No expiry date	\$ 1,015,000	No expiry date
Non-Capital losses	\$ 5,288,000	2026 - 2038	\$ 4,865,000	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.

11. SUBSEQUENT EVENT

Subsequent to the year ended November 30, 2018 1,432,895 warrants with an expiry date of February 7, 2019 were exercised and converted into common shares for total proceeds of \$179,112.