

# CONDENSED UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017

# **INDEX**

Notice of No Auditor Review	1
Condensed Interim Consolidated Statements of Financial Position	2
Condensed Interim Consolidated Statements of Loss and Comprehensive Loss	3
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity	4
Condensed Interim Consolidated Statements of Cash Flows	5
Notes to the Consolidated Financial Statements	6 - 12

# CHROMEDX CORP MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING March 31, 2018

#### Notice of No Auditor Review of Condensed Interim Consolidated Financial Statements

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the 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 consolidated 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 auditor has not performed a review of these financial statements in accordance with the standards established by Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

# CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(UNAUDITED - Expressed in Canadian dollars)

As at	March 31, 2018	Sep	otember 30, 2017
Assets			
Current assets			
Cash and cash equivalents	\$ 1,171,326	\$	477,115
Accounts receivable	4,684		-
Prepaid expenses	29,666		8,704
HST receivable	212,810		116,034
	1,418,487		601,853
Non-current assets			
Reclamation bonds	70,988		70,988
Promissory note (note 7)	59,429		59,429
Patents (note 6)	1,223,781		1,550,493
	\$ 2,772,684	\$	2,282,763
Liabilities			
Accounts payable and accrued liabilities	\$ 102,660	\$	177,264
	102,660		177,264
Shareholders' equity			
Capital stock (note 8 (a))	10,300,358		8,368,737
Warrant reserve (note 8 (c))	1,873,461		1,614,113
Contributed surplus	4,268,339		1,850,809
Deficit	(13,772,134)		(9,728,160)
	2,670,024		2,105,499
	\$ 2,772,684	\$	2,282,763

NATURE OF OPERATIONS AND GOING CONCERN, (Note 1)

# CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 and 2017

(UNAUDITED - Expressed in Canadian dollars)

	Three Months			Six Months			าร	
		2018		2017		2018		2017
Expenses								
Share-based payments (note 8(b))	\$	1,627,862	\$	-	\$	2,429,976	\$	362,257
Consulting fees		119,421		265,925		600,180		418,889
Patent amortization expense (note 6)		163,356		163,554		326,713		327,024
Shareholder communications and marketing		150,311		135,972		271,775		243,500
Office, general and administrative		77,753		43,729		168,470		80,148
Management fees (note 9)		65,010		37,500		122,510		87,500
Professional fees		70,520		62,788		119,248		97,096
Transfer agent and filing fees		3,103		-		3,103		1,950
Net loss and comprehensive loss for the period	\$	2,279,337	\$	709,468	\$	4,043,974	\$	1,618,364
Loss per share								
Basic and diluted (note 12)	\$	(0.03)	\$	(0.01)	\$	(0.05)	\$	(0.02)
Weighted average number of common shares outstanding, basic and diluted		82,097,444		59,091,008		79,131,747		58,858,047

# CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE SIX MONTH PERIODS ENDED MARCH 31, 2018 and 2017)

(UNAUDITED - Expressed in Canadian dollars)

	Capital S	Stock	Warrant reserve	Contributed surplus	Deficit	Total
	Number					
Balance - October 1, 2016	<b>of shares</b> 56,045,097	Amount 6,486,576	972,830	526,316	(5,847,763)	2,137,959
Shares issued for cash, net of issuance costs	9,700,667	1,303,255	_	_	_	1,303,255
Shares issued for cash on exercise of options	200,000	20,000	_	_	-	20,000
Shares issued for cash on exercise of warrants	2,439,000	487,800	_	-	_	487,800
Fair value of options exercised	-	23,148	_	(23,148)	-	
Fair value of warrants issued, exercised and expired	-	(1,025,390)	1,025,390	-	-	
Share-based payments	-	-	- · · · -	362,257	-	362,257
Net loss for the period	-	-	_	-	(1,701,890)	(1,701,890)
Balance - March 31, 2017	68,384,764 \$	7,295,389	\$ 1,998,220	\$ 865,425 \$	(7,549,653) \$	2,609,381
Shares issued for cash, net of issuance costs	3,100,000	(177,387)	751,055			573,668
Shares issued for cash on exercise of options	100,000	10,000				10,000
Shares issued for cash on exercise of warrants	470,000	94,000				94,000
Fair value of options exercised		11,573		(11,573)		
Fair value of warrants issued, exercised and expired		1,135,162	(1,135,162)			
Share-based payments				996,957		996,957
Net loss for the period					(2,178,507)	(2,178,507)
Balance - September 30, 2017	72,054,764 \$	8,368,737	\$ 1,614,113	\$ 1,850,809 \$	(9,728,160) \$	2,105,499
Balance - October 1, 2017	72,054,764	8,368,737	1,614,113	1,850,809	(9,728,160)	2,105,499
Shares issued for cash, net of issuance costs (note 8 (a))	7,570,500	884,748	589,824	-	-	1,474,572
Shares issued for cash on exercise of options (note 8 (b))	100,000	5,000	-	-	-	5,000
Shares issued for cash on exercise of warrants (note 8 (c))	2,941,959	698,951	-	-	-	698,951
Fair value of options exercised	-	12,446	-	(12,446)	-	-
Fair value of warrants exercised and expired	-	330,476	(330,476)	-	-	-
Share-based payments (note 8 (b))	-	-	-	2,429,976	-	2,429,976
Net loss for the period	-	-	-	-	(4,043,974)	(4,043,974)
Balance - March 31, 2018	82,667,223	10,300,358	\$ 1,873,461	\$ 4,268,339 \$	(13,772,134)	2,670,024

# CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE SIX MONTH PERIODS ENDED MARCH 31, 2018 and 2017

(UNAUDITED - Expressed in Canadian dollars)

	2018	2017
Operating activities		
Net loss	\$ (4,043,974)	\$ (1,701,890)
Add (deduct)		
Interest on promissory note	-	4,017
Patent amortization expense	326,712	327,024
Share-based payments	2,429,976	362,257
Provision for well abandonment costs		(110,000)
Net decrease / (increase) in accounts receivable	(4,683)	-
Net decrease / (increase) in prepaid expenses	(20,962)	-
Net decrease / (increase) in HST receivable	(96,776)	(16,536)
Net (decrease) increase in accounts payables and accrued liabilities	(74,604)	(162,631)
Net cash used by operating activities	(1,484,310)	(1,297,759)
Investing activities Increase in reclamation bonds Purchase of property and equipment	-	(262) (1,762)
	-	• •
Repayment of promissory note	-	107,500
Cash provided by investing activities	-	105,476
Financing activities		
Issuance of common shares, net of issuance costs	2,178,521	1,811,055
Repayment to related party	-	(91,260)
Cash provided by financing activities	2,178,521	1,719,795
Increase in cash	694,211	527,512
Cash - beginning of period	477,115	5,162
Cash - end of period	\$ 1,171,326	\$ 532,674

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

# 1. NATURE OF OPERATIONS AND GOING CONCERN

ChroMedX Corp. ("the Company") was incorporated in British Columbia and is engaged in the business of research, development and manufacturing of in vitro diagnostics and point-of-care technologies. The principal business address of the Company is 401 Bay Street, Suite 1600, Toronto, Ontario, M5H 2Y4

The Company's ability to continue as a going concern is dependent upon the need to both manage expenditures and to raise additional funds. The Company is experiencing, and has experienced, negative operating cash flows and has working capital of \$1,315,825 as at March 31, 2018 (September 30, 2017 - \$424,589). The Company will continue to search for new or alternate sources of financing in order to continue development of its products but estimates that the Company has sufficient funds to meet its obligations for the next twelve months.

There can be no assurance that the Company will be able to continue to raise funds when required 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 consolidated statement of financial position.

#### 2. BASIS OF PRESENTATION

These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") which the Canadian Accounting Standards Board has approved for incorporation into Part 1 of the Handbook of Chartered Professional Accountants of Canada applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34, Interim Financial Reporting. These unaudited condensed interim consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Company's annual consolidated financial statements as at and for the year ended September 30, 2017.

## **Basis of Measurement**

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information

## **Functional and Presentation Currency**

The consolidated financial statements are presented in Canadian dollars, which is also the Company's functional currency.

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These unaudited condensed interim consolidated financial statements, including comparatives, have been prepared following the same accounting policies and methods of computation as the audited annual consolidated financial statements for the year ended September 30, 2017.

# 4. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of these condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments and estimates that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ significantly from those estimates. In preparing these condensed interim consolidated financial statements, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the Company's annual consolidated financial statements for the year ended September 30, 2017.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

## 5. RECENT ACCOUNTING PRONOUNCEMENTS

The following are future changes in accounting policies not yet effective as at March 31, 2018:

- I. IFRS 9 Financial Instruments The standard was issued in its final version by the International Accounting Standards Board ("IASB") in July 2014 bringing together the classification and measurement, impairment and hedge accounting phases of the IASB's project to replace IAS 39, "Financial instruments: recognition and measurement" ("IAS 39"). The standard retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The mandatory effective date of IFRS 9 is for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is assessing the impact of this standard.
- II. IFRS 15 Revenue from Contracts with Customers This standard was issued by the IASB on May 28, 2014, and amended on April 12, 2016, and will replace IAS 18, "Revenue", IAS 11 "Construction Contracts", and related interpretations on revenue. IFRS 15 sets out the requirements for recognizing revenue that apply to all contracts with customers, except for contracts that are within the scope of the standards on leases, insurance contracts and financial instruments. IFRS 15 uses a control based approach to recognize revenue which is a change from the risk and reward approach under the current standard. Companies can elect to use either a full or modified retrospective approach when adopting this standard and it is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Company is assessing the impact of this standard.
- III. IFRS 16 Leases The standard was issued by the IASB on January 13, 2016, and will replace IAS 17, "Leases". IFRS 16 will bring most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and financing leases. Lessor accounting however remains largely unchanged and the distinction between operating and finance leases is retained. The new standard is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted if IFRS 15 has also been applied. The Company is assessing the impact of this standard.

## 6. PATENTS

The following is a summary of patents as at March 31, 2018:

	2018-03-31	2017-03-31
Balance - September 30, 2017 and 2016	1,550,493	2,203,918
Amortization	(326,713)	(326,712)
Balance - March 31, 2018 and 2017	\$ 1,223,781 \$	1,877,206

## 7. PROMISSORY NOTE

During the year ended September 30, 2016, the Company entered into a promissory note agreement in the amount of \$250,000 for the amount outstanding in the previous year from a shareholder, which has been paid down to \$59,429 as at March 31, 2018. The loan bears interest at the Bank of Montreal prime rate plus 1% per annum and the principal and interest are due on demand.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

## 8. CAPITAL STOCK

#### (a) Common shares

#### Authorized

The authorized capital stock of the Company consists of an unlimited number of common shares.

## Issued and Outstanding

	Number	Amount
Balance - September 30, 2017	72,054,764	\$ 8,368,737
Shares issued on financing (i)	7,570,500	884,748
Shares issued on exercise of stock options (b)	150,000	17,446
Shares issued on exercise of warrants ( c )	2,941,959	1,029,427
Balance - March 31, 2018	82,667,223	\$10,300,358

i. On November 20, 2017, the Company closed a non-brokered private placement of 7,570,500 units at a price of \$0.20 per unit for aggregate gross proceeds of \$1,514,100. Each unit is comprised of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder thereof to acquire one common share at a price of \$0.30 for a period of two years. Certain eligible persons were paid a cash commission equal to 8% of the proceeds raised from subscribers introduced to the Company by such persons, and also issued broker warrants equal to 8% of the securities purchased by such subscribers. Each broker warrant entitles the holder thereof to purchase one common share at a price of \$0.20 for a period of two years. All securities issued are subject to a hold period of four months plus a day from the date of issuance and the resale rules of applicable securities legislation

## (b) Stock option plan and share-based payments

The Company has a stock option plan under which it is authorized to grant options to directors, employees and consultants enabling them to acquire up to 20% of the issued and outstanding common shares of the Company. Under the plan, the exercise price of each option equals the market price, minimum price, or a discounted price of the Company's shares as calculated on the date of grant. The options can be granted for a maximum term of 10 years.

The following table summarizes activity within the Company's stock option plan during the six month period ending March 31, 2018:

	Number of		Weighted
	Options	Black-Scholes	Average
Six months ended March 31, 2018	Outstanding	Value	Exercise Price
Balance - September 30, 2017	9,730,000	1,842,506	0.22
Granted	6,712,000	2,429,976	0.27
Exercised	(150,000)	(12,446)	0.10
Expired	(600,000)	(81,460)	0.10
Balance - March 31, 2018	15,692,000	\$ 4,178,576	\$ 0.23

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

The following common share purchase options are outstanding at March 31, 2018:

			Weighted		
	Number		Average		Number
Date of	of Options	Exercise	remaining life	Expiry	of Options
Grant	Outstanding	Price	(years)	Date	exercisable
July 10, 2014	1,350,000	0.10	1.28	July 10, 2019	1,350,000
December 10, 2014	550,000	0.35	1.70	December 10, 2019	550,000
December 7, 2015	520,000	0.20	2.69	December 7, 2020	520,000
October 24, 2016	2,800,000	0.15	3.57	October 24, 2021	2,800,000
June 19, 2017	3,760,000	0.30	4.22	June 19, 2022	3,760,000
November 20, 2017	3,212,000	0.27	4.64	June 19, 2022	3,212,000
January 24, 2018	3,500,000	0.60	4.83	January 24, 2023	3,500,000
	15,692,000				15,692,000

The fair value of options granted during the six months ended March 31, 2018 was estimated at the date of grant using a Black Scholes Option Pricing Model with the following assumptions:

	March 31 2018	December 31, 2017
Share price	\$0.60	\$0.27
Risk-free interest rate	1.46%	1.46%
Expected life of options	5 years	5 years
Annualized volatility	110%	110%
Dividend rate	Nil	Nil
Forfeiture rate	0%	0%

In the consolidated statements of loss and comprehensive loss, the Company recorded share-based payments of \$2,429,976 for the six months ended March 31, 2018 (2017 - \$362,257).

# (c) Warrants

The following table summarizes warrants that have been issued, exercised or have expired during the six months ended March 31, 2018:

	Number of		Weighted
	Warrants	Black-Scholes	Average
Six months ended March 31, 2018	Outstanding	Value	Exercise Price
Balance - September 30, 2017	14,693,627	540,875	0.23
Granted	7,768,140	589,825	0.30
Exercised	(2,941,960)	(172,763)	0.21
Expired	(1,990,000)	(157,713)	0.30
Balance - March 31, 2018	17,529,807	\$ 800,223	\$ 0.26

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

The fair value of options granted during the six months ended March 31, 2018 was estimated at the date of grant using a Black Scholes Option Pricing Model with the following assumptions:

	December 31, 2017
Share price	0.27
Risk-free interest rate	1.46%
Time to maturity	2.0
Estimated volatility in the market price of the common shares	117%
Dividend yield	NIL

At March 31, 2018, the following warrants were outstanding. The warrants entitle the holders to purchase the stated number of common shares at the exercise price on or before the expiry date:

Number			
of Warrants	Exercise	Fair	Expiry
Outstanding	Price	Value	Date
3,240,000	0.20	141,681	April 24, 2018
1,127,000	0.20	65,366	June 29, 2018
2,836,667	0.20	166,750	August 2, 2018
2,830,000	0.30	191,534	December 19, 2018
28,000	0.20	5,116	December 19, 2018
7,270,500	0.30	532,703	November 19, 2019
197,640	0.20	35,140	November 19, 2019
17,529,807	_	1,138,290	

#### 10. FINANCIAL RISK FACTORS

The Company manages its exposure to a number of different financial risks arising from its operations as well as its use of financial instruments including market risks (commodity prices, foreign currency exchange rate and interest rate), credit risk and liquidity risk through its risk management strategy. The objective of the strategy is to support the delivery of the Company's financial targets while protecting its future financial security and flexibility.

Financial risks are primarily managed and monitored through operating and financing activities and, if required. The financial risks are evaluated regularly with due consideration to changes in the key economic indicators and up-to-date market information.

The Company's financial instruments primarily consist of cash and cash equivalents. The fair value of the Company's accounts payable and accrued liabilities, and amounts due to related parties approximate their carrying value, due to their short-term maturities or ability of prompt liquidation. The Company's cash and cash equivalents are recorded 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 other reclamation bonds and promissory note, are measured at amortized cost.

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

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

#### Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. These market risks are evaluated by monitoring changes in key economic indicators and market information on an on-going basis.

#### a) Interest Rate Risk

The Company has cash balances and a promissory note receivable, and is 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 March 31, 2018, the Company did not have any investments in investment-grade short-term deposit certificates. The Company has a promissory note receivable that bears a fluctuating interest rate. The Company monitors the credit worthiness of the debtor and is satisfied with the debtor's ability to repay the amount owing.

## b) Foreign currency risk

As at March 31, 2018 the Company's expenditures are predominantly in Canadian dollars, and any future equity raised is expected to be predominantly in Canadian dollars and therefore is not at a significant risk to fluctuating exchange risks.

## Liquidity Risk

Liquidity risk encompasses the risk that a company cannot meet its financial obligations in full. The Company's main source of liquidity is derived from its common stock issuances. These funds are primarily used to finance working capital, operating expenses, capital expenditures, and acquisitions.

The Company manages its liquidity risk by regularly monitoring its cash flows from operating activities and holding adequate amounts of cash and cash equivalents.

As at March 31, 2018, the Company held cash of \$1,171,326 (September 30, 2017 - \$477,115) to settle current liabilities of \$102,660 (September 30, 2017 - \$177,264). All of the Company's liabilities are due within the next fiscal year. See note 1 for discussion on going concern.

#### 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. Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents. The Company has reduced its credit risk by investing its cash equivalents with Canadian chartered banks.

#### 11. CAPITAL MANAGEMENT

The Company defines capital management in the manner it manages its capital stock. As at March 31, 2018 the Company's capital stock was \$10,300,358 (September 30, 2017 - \$8,368,737).

There were no changes in the Company's approach to capital management during the six months ended March 31, 2018 and the Company is not subject to any externally imposed capital requirements. Management has no expectations that it will raise debt in the coming year.

The Company's objectives when managing capital are:

- a) To safeguard the Company's financial capacity and liquidity for future earnings in order to continue to provide an appropriate return to shareholders and other stakeholders;
- b) To maintain a flexible capital structure which optimizes the cost of capital at an acceptable risk; and
- c) To enable the Company to maximize growth by meeting its capital expenditure budget, to expand its budget to accelerate projects, and to take advantage of acquisition opportunities.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND SIX MONTH PERIODS ENDED MARCH 31, 2018 AND 2017 (UNAUDITED - Expressed in Canadian dollars)

The Company regularly monitors and reviews the amount of capital in proportion to risk and future opportunities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue or equity or similar instruments or debt, or make adjustments to its capital expenditure program.

## 12. BASIC AND DILUTED LOSS PER SHARE

Basic loss per share has been calculated by dividing the net loss per the financial statements by the weighted average number of shares outstanding during the year. The fully diluted loss per share would be calculated using a common share balance increased by the number of common shares that could be issued on the exercise of outstanding warrants and options of the Company. As the Company is in a loss position for the three and six months ended March 31, 2018, this would be anti-dilutive.

## 13. SUBSEQUENT EVENT

On May 24, 2018, the Company announced that it had acquired all of the issued and outstanding shares of UX Data Sciences Corp. ("UXD"). With this transaction UXD has become a wholly-owned subsidiary of the Company. ChroMedX acquired UXD by the issuance of 15,280,139 common shares of the Company to the (now former) shareholders of UXD. The ChroMedX shares issued for the acquisition are subject to contractual restrictions on resale for a period of 90 days and up to 3 years.