

**CHINOOK TYEE INDUSTRY LIMITED**

**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**JUNE 30, 2015**

**(Unaudited – Prepared by Management)**

**NOTICE OF NO AUDITOR REVIEW OF  
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

In accordance with 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 an auditor has not reviewed the financial statements. The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

**CHINOOK TYEE INDUSTRY LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**  
**JUNE 30, 2015 AND DECEMBER 31, 2014**  
(Expressed in Canadian Dollars)

	Notes	June 30, 2015	December 31, 2014
<b>ASSETS</b>			
<b>Current assets</b>			
Cash		\$ 479,178	\$ 98,219
Short-term deposits		-	882,608
Accounts receivable and prepaid expenses	4	20,837	28,382
		<u>500,015</u>	<u>1,009,209</u>
Prepaid expenses	4	55,366	45,770
Equity accounted investment	5	96,119	-
Investment loan receivable	6	2,853,262	2,570,209
<b>Total assets</b>		<u>\$ 3,504,762</u>	<u>\$ 3,625,188</u>
<b>LIABILITIES AND EQUITY</b>			
<b>Current liabilities</b>			
Trade and other payables	7	\$ 71,896	\$ 62,074
<b>Equity</b>			
Share capital	8	895,401	895,401
Share based payment reserve		2,744,438	2,744,438
Deficit		(66,065)	(19,391)
Foreign currency reserves		(140,908)	(57,334)
Total equity		<u>3,432,866</u>	<u>3,563,114</u>
<b>Total liabilities and equity</b>		<u>\$ 3,504,762</u>	<u>\$ 3,625,188</u>

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

**CHINOOK TYEE INDUSTRY LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE INCOME (LOSS)**  
**SIX MONTHS ENDED JUNE 30, 2015 AND 2014**  
(Expressed in Canadian Dollars)

	Notes	Six Months ended June 30, 2015	Six Months ended June 30, 2014	Three Months ended June 30, 2015	Three Months ended June 30, 2014
<b>Income</b>					
Interest income		\$ 2,051	\$ 53,823	\$ 916	\$ 28,458
Merchant banking income		-	5,761	-	1,634
		<u>2,051</u>	<u>59,584</u>	<u>916</u>	<u>30,092</u>
<b>Expenses</b>					
Corporate governance expenses	10	24,165	19,500	12,022	12,000
General and administration expenses	9	111,577	130,251	14,247	68,809
Interest		99	134	-	45
Public company expenses		9,518	3,104	737	2,002
		<u>145,359</u>	<u>152,989</u>	<u>27,006</u>	<u>82,856</u>
Loss before other items		(143,308)	(93,405)	(26,090)	(52,764)
Equity income	5	96,623	-	78,878	-
Foreign exchange gain		11	(26,782)	(13)	(76,684)
<b>Income (loss) for the period</b>		<u>(46,674)</u>	<u>(120,187)</u>	<u>52,775</u>	<u>(129,448)</u>
<b>Other comprehensive income (loss)</b>					
Foreign currency translation differences on foreign operations		(83,574)	(11,522)	(4,029)	6,011
<b>Comprehensive income (loss) for the period</b>		<u>\$ (130,248)</u>	<u>\$ (131,709)</u>	<u>\$ 48,746</u>	<u>\$ (123,437)</u>
<b>Income (loss) for the period attributable to:</b>					
Owners		\$ (46,674)	\$ (104,034)	\$ 52,775	\$ (94,068)
Non-controlling interest		-	(16,153)	-	(35,380)
<b>Income (loss) for the period</b>		<u>\$ (46,674)</u>	<u>\$ (120,187)</u>	<u>\$ 52,775</u>	<u>\$ (129,448)</u>
<b>Comprehensive income (loss) for the period attributable to:</b>					
Owners		\$ (130,248)	\$ (121,672)	\$ 48,746	\$ (110,914)
Non-controlling interest		-	(10,037)	-	(12,523)
<b>Comprehensive income (loss) for the period</b>		<u>\$ (130,248)</u>	<u>\$ (131,709)</u>	<u>\$ 48,746</u>	<u>\$ (123,437)</u>
<b>Weighted average number of common shares outstanding</b>		<u>3,405,932</u>	<u>3,472,741</u>	<u>3,405,932</u>	<u>3,472,741</u>
Income (loss) per common share attributable to owners, basic and diluted		<u>\$ (0.01)</u>	<u>\$ (0.03)</u>	<u>\$ 0.02</u>	<u>\$ (0.03)</u>

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

**CHINOOK TYEE INDUSTRY LIMITED**  
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY  
SIX MONTHS ENDED JUNE 30, 2015 AND 2014  
(Expressed in Canadian Dollars)

	Equity attributable to owners							
	Number of common shares issued	Share capital	Share-based payment reserve	Foreign currency translation reserve	Deficit	Total equity attributable to owners	Non-controlling interest	Total equity
Balance, January 1, 2014	3,472,741	\$ 26,071,953	\$ 2,744,438	\$ (8,486)	\$ (25,577,421)	\$ 3,230,484	\$ 181,412	\$ 3,411,896
Loss for the period	-	-	-	-	(104,034)	(104,034)	(16,153)	(120,187)
Foreign currency translation	-	-	-	(17,638)	-	(17,638)	6,116	(11,522)
Balance, June 30, 2014	3,472,741	26,071,953	2,744,438	(26,124)	(25,681,455)	3,108,812	171,375	3,280,187
Income (loss) for the period	-	-	-	-	512,905	512,905	(3,588)	509,317
Share repurchase (note 8)	(66,809)	(27,393)	-	-	-	(27,393)	-	(27,393)
Reduction of deficit against share capital	-	(25,149,159)	-	-	25,149,159	-	-	-
Elimination of non-controlling interest on sale of subsidiary	-	-	-	-	-	-	(161,671)	(161,671)
Foreign currency translation	-	-	-	(31,210)	-	(31,210)	(6,116)	(37,326)
Balance, December 31, 2014	3,405,932	895,401	2,744,438	(57,334)	(19,391)	3,563,114	-	3,563,114
Loss for the period	-	-	-	-	(46,674)	(46,674)	-	(46,674)
Foreign currency translation	-	-	-	(83,574)	-	(83,574)	-	(83,574)
Balance, June 30, 2015	3,405,932	\$ 895,401	\$ 2,744,438	\$ (140,908)	\$ (66,065)	\$ 3,432,866	\$ -	\$ 3,432,866

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

**CHINOOK TYEE INDUSTRY LIMITED**  
**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS**  
**SIX MONTHS ENDED JUNE 30, 2015 AND 2014**  
(Expressed in Canadian Dollars)

	Six Months ended June 30, 2015	Six Months ended June 30, 2014	Three Months ended June 30, 2015	Three Months ended June 30, 2014
<b>CASH PROVIDED BY (USED IN):</b>				
<b>OPERATING ACTIVITIES</b>				
Loss for the period	\$ (46,674)	\$ (120,187)	\$ 52,775	\$ (129,448)
Items not affecting cash:				
Equity income	(96,623)	-	(78,878)	-
Foreign exchange	-	(2,681)	-	(10,155)
Interest capitalized to loans	-	(35,396)	-	(35,396)
Accrued interest on short-term deposits	-	(11,603)	-	14,568
	(143,297)	(169,867)	(26,103)	(160,431)
Changes in non-cash working capital items				
Receivables and prepaids	(2,051)	(5,912)	11,421	16,380
Accounts payable and accrued liabilities	9,822	(159,653)	66	(10,889)
	(135,526)	(335,432)	(14,616)	(154,940)
<b>INVESTING ACTIVITIES</b>				
Proceeds from sale of short-term deposits	882,608	1,750,000	-	1,750,000
Purchase of short-term deposits	-	(1,370,000)	-	(1,370,000)
Interest received	-	6,077	-	5,512
Investment loans receivable	(360,531)	(415,349)	(254,288)	(335,324)
	522,077	(29,272)	(254,288)	50,188
Effect of foreign exchange on cash	(5,592)	30,328	(2,015)	93,702
Change in cash during the period	380,959	(334,376)	(270,919)	(11,050)
Cash, beginning of the period	98,219	396,931	750,097	73,605
Cash, end of the period	\$ 479,178	\$ 62,555	\$ 479,178	\$ 62,555

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

## **CHINOOK TYEE INDUSTRY LIMITED**

### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

JUNE 30, 2015

(Expressed in Canadian Dollars)

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#### **1. NATURE OF OPERATIONS**

Chinook Tyee Industry Limited ("the Company" or "Chinook") is a financial service company domiciled in the Province of British Columbia in Canada with its registered and head office located at Suite 1000, 925 West Georgia Street, Vancouver, British Columbia, Canada V6C 3L2.

The reporting currency of Chinook's consolidated financial statements is the Canadian dollar ("\$").

#### **2. BASIS OF PRESENTATION**

These consolidated interim financial statements are unaudited and have been prepared in accordance with International Accounting Standards ("IAS") 34, "Interim Financial Reporting". These consolidated interim financial statements do not include all of the information required for annual financial statements.

These consolidated interim financial statements have been prepared following the same accounting policies and methods of computation as the consolidated financial statements of the Company for the year ended December 31, 2014. The disclosures provided below are incremental to those included with the annual consolidated financial statements and certain disclosures, which are normally required to be included in the notes to the annual consolidated financial statements, have been condensed or omitted. These consolidated interim financial statements should be read in conjunction with the consolidated financial statements and notes thereto in the Company's annual consolidated financial statements for the year ended December 31, 2014.

The consolidated financial statements were authorized for issue by the Board of Directors on August 28, 2015.

#### **3. SIGNIFICANT ACCOUNTING POLICIES**

##### **Basis of consolidation**

These consolidated financial statements have been prepared on a going concern basis, under the historical cost convention, except for investments in associates that are accounted for using the equity method and certain financial instruments and investments which are measured at fair value.

The Company consolidates subsidiaries over which it has control, where control is the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

These consolidated financial statements include the accounts of Chinook, its wholly-owned subsidiary Chinook Tyee (Switzerland) GmbH ("Chinook Swiss"), its 99% owned subsidiary Mercury Partners & Company plc ("MPC") and MPC's 50% owned subsidiary, Asiamerica Limited ("AA-L"), which is equity accounted.

##### **Functional and presentation currency**

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). These financial statements are presented in Canadian dollars.

The functional currency of the Company is the Canadian dollar ("\$"). The functional currency of the Company's subsidiaries is the EURO ("€").

**CHINOOK TYEE INDUSTRY LIMITED**

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

JUNE 30, 2015

(Expressed in Canadian Dollars)

**4. ACCOUNTS RECEIVABLE AND PREPAID EXPENSES**

	June 30, 2015	December 31, 2014
Other receivables	\$ 5,097	\$ 5,972
VAT receivable	48	48
Prepaid expenses	71,058	68,132
	<u>76,203</u>	<u>74,152</u>
Less non-current prepaid expenses	(55,366)	(45,770)
Current accounts receivable and prepaid expenses	<u>\$ 20,837</u>	<u>\$ 28,382</u>

**5. EQUITY ACCOUNTED INVESTMENT**

MPC owns 50% of the share capital of AA-L, which is accounted for using the equity method. AA-L is funded equally by MPC and its other shareholder. AA-L holds secured, interest-bearing loans to Xanthus Holding plc (“Xanthus”) and to its controlling shareholder. Xanthus is listed on the Entry Standard of the Frankfurt Stock Exchange in Germany.

For the six months ended June 30, 2015, the Company recorded equity income in AA-L of \$96,623 (2014 - \$Nil).

**6. INVESTMENT LOAN RECEIVABLE**

MPC and the other joint shareholder of AA-L equally hold unsecured, demand loans that are non-interest bearing from AA-L in the amount of \$2,853,262 (€2,081,762) (2014 - \$2,570,209 (€1,818,716)).

**7. TRADE AND OTHER PAYABLES**

	June 30, 2015	December 31, 2014
Trade payables	\$ 11,759	\$ 12,529
Accrued liabilities	60,137	49,545
	<u>\$ 71,896</u>	<u>\$ 62,074</u>

**8. CAPITAL AND OTHER COMPONENTS OF EQUITY**

As of June 30, 2015, the Company had 3,405,932 Class A Voting Common Shares (“common shares”) issued and outstanding, which trade on TSX Venture Exchange in Canada under the trading symbol “XCX”. The Company has not granted or issued or have outstanding any stock options, warrants or any other dilutive security.

On October 23, 2014, the Company repurchased and cancelled from odd-lot shareholders, 66,809 common shares for \$27,393.

**CHINOOK TYEE INDUSTRY LIMITED**

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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(Expressed in Canadian Dollars)

**8. CAPITAL AND OTHER COMPONENTS OF EQUITY (cont'd...)**

On September 29, 2014, the Company reduced the share capital account by \$25,149,159 as an offset against the deficit.

During 2013, the Company repurchased and cancelled from shareholders, 343,275 common shares for \$315,813 and consolidated its common shares on the basis of four (4) pre-consolidation common shares being consolidated into one (1) common share. For presentation purposes comparative share amounts have been restated retrospectively.

**9. GENERAL AND ADMINISTRATION EXPENSES**

	Notes	Six Months ended June 30, 2015	Six Months ended June 30, 2014	Three Months ended June 30, 2015	Three Months ended June 30, 2014
Office and supplies		\$ 25,091	\$ 44,393	\$ 10,969	\$ 22,136
Professional fees	10	32,712	37,790	(21,469)	22,706
Rent and insurance		22,336	22,846	11,168	11,423
Salaries and benefits		31,438	25,222	13,579	12,544
		<u>\$ 111,577</u>	<u>\$ 130,251</u>	<u>\$ 14,247</u>	<u>\$ 68,809</u>

**10. RELATED PARTY TRANSACTIONS**

During the six months ended June 30, 2015:

The Company paid board meeting and service fees of \$24,165 (2014 - \$19,500) to independent directors of the company and paid or accrued professional fees of \$25,265 (2014 - \$18,220) to its Chief Financial Officer's consulting company for accounting services.

**11. CAPITAL MANAGEMENT**

The Company's capital is comprised of shareholders' equity less reserves and liabilities. Cash, short-term deposits, investment loans receivable and equity accounted investments are managed for liquidity and operational requirements in conjunction with budgeted or expected capital needs. The Company's objective when managing capital is to maintain its ability to retain sufficient liquidity to make investments as opportunities arise and to continue to meet ongoing expenditure and operational needs.

The Company manages the capital structure and makes adjustments to its capital management strategies when economic conditions or risk characteristics of its capital change. To maintain or adjust the capital structure, the Company may consider the issuance of shares, acquire or dispose of assets or adjust the amount of cash or short-term investments held.

Currently, the Company's strategy is to monitor economic conditions and capital markets and to allocate operating capital for investment opportunities arising from market conditions.



**CHINOOK TYEE INDUSTRY LIMITED**

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

JUNE 30, 2015

(Expressed in Canadian Dollars)

**11. CAPITAL MANAGEMENT (cont'd)**

The Company expects its current and available capital resources will be sufficient to meet operational needs through its 2015 operating period.

The Company is not subject to externally imposed capital requirements. The Company's overall capital management strategy remains unchanged from the prior year.

**12. FINANCIAL INSTRUMENTS**

The Company's financial instruments consist of cash, short-term deposits, accounts receivable, investment loans receivable and accounts payable.

As at June 30, 2015, the Company held cash which was recognized at fair value.

The Company is exposed in varying degrees to financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of investment policies, counterparty credit limits and liquidity concerns. The more significant risk exposure and the way in which such exposure is managed is described below.

**Credit risk**

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash and short-term deposits held in bank accounts. The majority of cash is deposited in bank accounts held with major banks in Canada. As most of the Company's cash is held by one bank there is a concentration of credit risk. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies.

**Currency risk**

The Company holds cash in Canadian, Euro, Swiss Francs and US currencies and makes investments in foreign companies, equities and financial instruments. Accordingly, there is risk of losses from volatility in foreign currency fluctuations.

The Company's investments are subject to foreign currency risk, which may adversely affect the Company's financial position, results of operations and cash flows. The following table summarizes the geographical distribution of the Company's financial instruments in Canadian dollars at June 30, 2015:

	Euro	Swiss Franc	CDN Dollar	Total
Cash and accounts receivable	14%	2%	84%	100%
Loans receivable	100%	0%	0%	100%
Trade and other payables	0%	1%	99%	100%

**Liquidity risk**

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet financial obligations as they fall due. The Company manages liquidity risk through management of its capital structure as outlined in note 11.

**CHINOOK TYEE INDUSTRY LIMITED**

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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(Expressed in Canadian Dollars)

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**12. FINANCIAL INSTRUMENTS (cont'd...)**

**Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows from a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of its investment in money market funds included in cash is limited as the money market funds may be redeemed at any time without penalty. The Company's loans receivable have fixed interest rates, therefore are not affected by changes in interest rates.