COMPEL CAPITAL INC.

Financial Statements
For the Quarter Ended June 30, 2018 and 2017

UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
NOTICE OF NO AUDITOR REVIEW OF INTERIM 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 financial statements of Compel Capital Inc. have been prepared by and are the responsibility of the Company's management. These unaudited condensed interim financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") and reflect Managements best estimates and judgements based on information currently avavilable. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established for a review of interim financial statements by an entity's auditor

Compel Capital Inc.
Statement of Financial Position
As at June 30, 2018
(unaudited - prepared by management)

AS AT	30-Jun 2018	31-Dec 2017
	(unaudited)	
ASSETS		
	$0	$0
LIABILITIES		
Accounts payable and accruals	27,659	24,659
Loans Payable - interest bearing (Note 3)	177,812	145,701
Loan Payable - non interest bearing	12,691	12,691
Payables and accrued liabilities	218,162	183,051
SHAREHOLDERS' Deficiency		
Share capital (Note 6)	308,165	308,165
Deficit	(526,327)	(491,216)
	(218,162)	(183,051)
	$0	$0

Approved on behalf of the Board:

Myra Bongard Director

Andrew Lindzon Director

Compel Capital Inc.
Statement of Loss and Comprehensive Loss and Deficit
For the quarter ended June 30, 2018
(unaudited - prepared by management)

	Six months ended June 30 2018	Six months ended June 30 2017	Three months ended June 30 2018	Three months ended June 30 2017
Expenses				
General and Administrative	35,111	6,000	7,500	3,000
Net Loss	(35,111)	(6,000)	(7,500)	(3,000)
Other Comprehensive Income (Loss)	-	-	-	-
Total Comprehensive Loss	(35,111)	(6,000)	(7,500)	(3,000)
Deficit, Beginning of Period	(491,216)	(423,329)	(518,827)	(426,339)
Deficit, End of Period	(526,327)	(429,329)	(526,327)	(429,339)
Loss per Share Basic and Diluted	$ (0.017)	$ (0.003)	$ (0.004)	$ (0.001)
Weighted Average number of Common Shares outstandin basic and diluted	2,127,288	2,127,288	2,127,288	2,127,288

Compel Capital Inc.

Interim Statement of Cash Flows - Revised

For the quarter ended June 30, 2018

(unaudited - prepared by management)

	Six months ended June 30 2018	Six months ended June 30 2017	Three months ended June 30 2018	Three months ended June 30 2017
Cash provided by (used in):				
OPERATING ACTIVITIES				
Net Loss for the quarter	(35,111)	(6,000)	(7,500)	(3,000)
Accounts payable and accruals				
Loans Payable - interest bearing (Note 3)	35,111	6,000	7,500	3,000
Loan Payable - non interest bearing	-			
	-	-	-	-
FINANCING ACTIVITIES				
	0	0	0	0
Change in cash for the year	0	0	0	0
Cash, beginning of year	0	0	0	0
	$0	$0	$0	$0

Compel Capital Inc.
Statement of Changes in Equity - Revised
For the quarter ended June 30, 2018
(unaudited - prepared by management)

	Share Capital	Contributed Surplus	Accumulated OCI	Deficit	Total Equity
Balance January 1, 2018	308,165			(491,216)	(183,051)
Net loss and comprehensive loss				(35,111)	(35,111)
Balance June 30, 2018	308,165	0	0	(526,327)	(218,162)
Balance January 1, 2017	308,165			(423,339)	(115,174)
Net loss and comprehensive loss				(6,000)	(6,000)
Balance June 30, 2017	308,165	0	0	(429,339)	(121,174)

1. NATURE OF BUSINESS AND GOING CONCERN

Compel Capital Inc. (the "Company") is incorporated under the laws of the Province of Ontario and is inactive. The Company does not engage in commercial operations and has no assets. The Company will not carry on any business other than the identification and evaluation of assets or businesses with a view to completing a potential acquisition.

While these financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis that presumes the realization of assets and discharge of liabilities in the normal course of business, there are material uncertainties related to adverse conditions and events that cast significant doubt on the Company's ability to continue as a going concern.

During the quarter ended June 30, 2018, the Company incurred a loss of $ 7,500 (2017 - $ 6,000) and, as of that date, the Company had accumulated deficit of $ 526,327 (December 31, 2017 - $ 491,216), a working capital and shareholder deficiency of $ 218,162 (December 31,2017 - $ 183,051) and negative cash flows from operations of $ 35,611 (2017 - $ 6,000). These factors create material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern.

The Company's continuing ability to meet its obligations as they come due is dependent upon continued financial support from directors, shareholders or corporations affiliated with directors and shareholders (Notes 4 and 5) and its ability to raise additional funds through the issuance of shares.

These financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue operations. Such adjustments may be material.

The registered office of the Company is located at 38 Edmund Seager Drive, Thornhill, Toronto, Ontario L4J 4R9.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These unaudited condensed interim consolidated financial statements for the three-month period from January 1, 2018 to June 30, 2018 have been prepared by Management in accordance with International Accounting Standards ("**IAS**") 34 – Interim Financial Reporting under Interim Financial Reporting Standards **("IFRS")** as issued by the International Accounting Standards Board **("IASB")** and incorporated into Canadian Generally Accepted Accounting Principles **("CGAAP").** Accordingly, they do not include all of the information for full annual financial statements required by **IFRS** as issued by **IASB** and interpretations of the International Financial Reporting Interpretations Committee **("IFRC").** These financial statements have not been reviewed by the Corporation's external auditors.

Basis of Presentation

These financial statements have been prepared on a historical cost basis. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

These financial statements have been prepared in Canadian dollars, which is the Company's functional and presentation currency.

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Financial Instruments

Financial assets classified as fair value through profit and loss ("FVTPL") are measured at fair value with any resultant gain or loss recognized in profit or loss. Financial assets classified as available-for-sale are measured at fair value with any resultant gain or loss being recognized directly under other comprehensive income. Investments in equity instruments classified as available-for-sale that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost. When available-for-sale financial assets are derecognized, the cumulative gain or loss previously recognized directly in equity is recognized in profit or loss. Financial assets classified as loans and receivables and held to maturity, are measured at amortized cost using the effective interest rate method.

All financial liabilities are recognized initially at fair value plus, in the case of receivables and other financial liabilities, directly attributable transaction costs. Financial liabilities are classified as other financial liabilities, and are subsequently measured at amortized cost using effective interest rate method.

The Company's financial liabilities include accounts payable and loans payable. Classification of these financial instruments is as follows:

Financial Instrument	Classification
Accounts payable and accrued liabilities	Other financial liabilities
Loans payable	Other financial liabilities

Financial instruments recorded at fair value on the balance sheet are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1: Valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: Valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: Valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs)

The Company has no financial instruments measured at fair value on the balance sheet.

Loss Per Share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding, if any, that may add to the total number of common shares.

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Income Taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is provided using the balance sheet 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. The following temporary differences are not provided for: goodwill not deductible for tax purposes and the initial recognition of assets or liabilities that affect neither accounting nor taxable profit. 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 financial position reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it does not record that excess.

Significant Accounting Judgments and Estimates

The preparation of these financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities. The estimates and associated assumptions are based on anticipations and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the review affects both current and future periods. There have been no significant judgments made by management in the application of IFRS that have a significant effect on these financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Recent Accounting Pronouncements

The Company is currently evaluating the impact of the below standards on its financial performance and financial statement disclosure, but the impact is not expected to be material.

a) IFRS 9, Financial Instruments ("IFRS 9") was issued by the IASB in July 2014 and will replace IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having only two categories: amortized cost and fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Final amendments released in July 2014 also introduce a new expected loss impairment model and limited changes to the classification and measurement requirements for financial assets. IFRS 9 is effective for annual periods beginning on or after January 1, 2018.

(b) IFRS 15 Revenue from Contracts with Customers was issued in May 2014, and replaces IAS 18 Revenue, IAS 11 Construction Contracts and related interpretations. The standard provides clarification for recognizing revenue from contracts with customers and establishes a single revenue recognition and measurement framework that applies to contracts with customers. The standard is required to be adopted either retrospectively or using a modified transaction approach for fiscal years beginning on or after January 1, 2018 with earlier adoption permitted. The Company is currently evaluating the impact of the standard on the Company's financial statements.

(c) IFRS 16 Leases was issued in January 2016 and replaces IAS 17 Leases. Under IAS 17, lessees were required to make a distinction between a finance lease and an operating lease. If the lease was classified as a finance lease, a lease liability was included on the statement of financial position. IFRS 16 now requires lessees to recognize a right of use asset and lease liability reflecting future lease payments for virtually all lease contracts. The right of use asset is treated similarly to other non-financial assets and depreciated accordingly. The lease liability accrues interest. The IASB has included an optional exemption for certain short term leases and leases of low value assets; however, this exemption can only be applied by lessees. Under IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the identified asset's use and obtain substantially all the economic benefits from that use. IFRS 16 is effective for annual periods beginning on or after January 1 2019 with early adoption permitted if IFRS 15, Revenue from Contracts with Customers, is also applied. The Company is currently evaluating the impact of the standard on the Company's financial statements.

Expressed in Canadian Dollars

3. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

		2018		2017
Trade payables	**$**	**-**	$	-
Audit		**6,000**		6,000
Legal Fees		**14,659**		11,659
Filing fees		**7,000**		7,000
	$	**27,659**	$	24,659

4. LOAN PAYABLE - INTEREST BEARING

a) The total loan payable in the amount of $ 177,812 (2017 - $ 145,701) is due to two corporations which share a common director with the Company. The loans bear interest at 10% per annum, is unsecured and due on demand. The total amount of accrued interest included in the loans payable is $ 31,582 (2017 - $ 23,052).

5. LOAN PAYABLE - NON-INTEREST BEARING

a) A loan payable for $12,691 (2017 - $12,691) is due to a corporation, which shares a common director with the Company. The loan is non-interest bearing, unsecured and due on demand.

6. CAPITAL STOCK

a) Authorized
unlimited common shares
unlimited preference shares, rights to be determined on issuance

b) Issued and outstanding:

Common Shares	Number of Shares		Amount
Balance as at June 30, 2018 and December 31, 2017	**2,127,288**	**$**	**308,165**

7. LOSS PER SHARE

The calculation of basic and diluted loss per share for the quarter ended June 30, 2018 was based on the loss attributable to common shareholders of $ 7,500 (2017 - $ 3,000) and the weighted average number of common shares outstanding of 2,127,288 (2017 - 2,127,288).

8. RELATED PARTY TRANSACTIONS

Related parties include the Board of Directors, close family members and entities which are controlled by these individuals as well as certain persons performing similar functions.

The loans payable described in Note 4 are related party transactions as these loans are due to three corporations which share a common director with the Company.

The loan payable described in Note 5 is a related party transaction as this loan is due to a corporation which shares a common director with the Company.

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

Included in general and administration expense is interest expense of $ 8,530 (2017 - $ 6,000) incurred to two shareholders and directors of the Company. This interest expense relates to amounts accrued on three interest bearing loans due to two of the shareholders and directors of the Company, refer to Note 4.

9. CAPITAL RISK MANAGEMENT

The Company includes equity, comprised of issued common shares and deficit, in the definition of capital.

The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund the identification and evaluation of potential acquisitions. To secure the additional capital necessary to pursue these plans, the Company may attempt to raise additional funds through the issuance of equity or by securing strategic partners.

There has been no change with respect to the overall capital risk management strategy during the year ended June 30, 2018.

10. FINANCIAL INSTRUMENTS AND RISK FACTORS

The Company's financial instruments, consisting accounts payable and accrued liabilities and loans payable, approximate fair values due to the relatively short-term maturities of the instruments. It is management’s opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

The Company has accounts payable and accrued liabilities of $ 27,659 (December 31,2017 - $ 24,659) due within 12 months and has cash of $Nil (2017 - $Nil). As a result the Company has liquidity risk and may not have sufficient funds to meet its ongoing obligations.

11. CHANGE OF MANAGEMENT

The Company announced on February 9, 2018 that Myra Bongard was appointed President, CEO & Director, Andrew Lindzon was appointed CFO & Director, and Michael Frank was appointed Director.

12. Revocation of Cease-Trade Order

On April 20, 2018, the Company obtained an order from the Ontario Securities Commission revoking the cease-trade order issued by it on May 5, 2017 for the Company’s failure to file its annual audited financial statements for the fiscal year ended December 31, 2017 (“Audited Annual Financial Statements”), related management’s discussion and analysis (“MD&A”) and certificated under Multilateral Instrument 52-109 – Certification of Disclosure in Issuers' Annual and Interim Filings ("MI 52-109 Certificates").