

AAN Ventures Inc. Consolidated Financial Statements (Expressed in Canadian Dollars)

For the Years Ended September 30, 2016 and 2015



## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of AAN Ventures Inc.

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

## Management's Responsibility for the Consolidated Financial Statements

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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, the consolidated financial statements present fairly, in all material respects, the financial position of AAN Ventures Inc. as at September 30, 2016 and 2015, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

### **Emphasis of Matter**

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

DMCL

DALE MATHESON CARR-HILTON LABONTE LLP CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, Canada January 24, 2017

An independent firm associated with Moore Stephens International Limited

MOORE STEPHENS

	Note	September 30, 2016	September 30, 2015
ASSETS			
Current assets			
Cash		\$ 269,261	\$ 15,005
Other receivable	4	649	618
TOTAL ASSETS		\$ 269,910	\$ 15,623
LIABILITIES			
Current liabilities			
Accounts payable		\$ 525	\$ 963
Accrued liabilities		9,000	10,000
Due to related parties	7	-	29,260
TOTAL LIABILITIES		9,525	40,223
SHAREHOLDERS' DEFICIENCY			
Share capital	6	23,509,240	23,109,240
Reserves		6,380,384	6,380,384
Deficit		(29,629,239)	(29,514,224)
TOTAL SHAREHOLDERS DEFICIENCY		(260,385)	(24,600)
TOTAL LIABILITIES AND SHAREHOLDERS'			
DEFICIENCY		\$ 269,910	\$ 15,623

# APPROVED BY THE DIRECTORS ON JANUARY 24, 2017:

"Lewis Dillman"	"Rajen Janda"
Director	Director

		Years Ende	d Septe	mber 30,
	Note	2016		2015
Expenses				
Bank charges and interest	\$	560	\$	_
Foreign exchange		238		_
Management fee	7	52,700		5,000
Office and miscellaneous		430		545
Professional fees		12,580		17,810
Rent and administration	7	33,000		41,500
Transfer agent and regulatory fees		15,507		14,187
		115,015		79,042
Other items				
Other income		_		741
Impairment of loan receivable	5	-		(26,690)
•		(115,015)		(104,991)
Comprehensive loss for the year	\$	(115,015)	\$	(104,991)
	¢			
Basic and diluted loss per share	\$	(0.01)	\$	(0.01)
Weighted eveness shows outstanding				
Weighted average shares outstanding		44.015.464		26 852 050
-basic and diluted		44,917,464		36,753,079

AAN Ventures Inc. Consolidated Statement of Changes in Shareholders' Deficiency For the years September 30, 2016 and 2015 (Expressed in Canadian Dollars)

		Share capital			Reserves						
	Note	Number of shares		Amount	Stock based payment reserve		Foreign currency translation reserve	•	Deficit		Total
Balance, September 30, 2014		36,753,079	\$	23,109,240	\$ 6,372,363	\$	2,383	\$	(29,409,233)	\$	74,753
Translation gain		-		-	-		5,638		-		5,638
Net loss		-		-	-		-		(104,991)		(104,991)
Balance, September 30, 2015		36,753,079	\$	23,109,240	\$ 6,372,363	\$	8,021	\$	(29,514,224)	\$	(24,600)
Share issuance	6	20,000,000	\$	400,000	\$ -	\$	-	\$		\$	400,000
Net loss Balance, September 30, 2016		56,753,079	\$	23,509,240	\$ 6,372,363	\$	8,021	\$	(115,015) ( <b>29,629,239</b> )	\$	(115,015) ( <b>260,385</b> )

	 For Years Ended September 30,			
	2016		2015	
Operating activities				
Net loss	\$ (115,015)	\$	(104,991)	
Changes in non-cash working capital items:				
Other receivable	(31)		2,774	
Accounts payable	(1,438)		(7,719)	
Accrued liabilities	-		2,000	
Due to related parties	(29,260)		34,260	
Net cash flows used in operating activities	(145,744)		(73,676)	
Investing activities				
Shares issued for cash	400,000		-	
Net cash flows provided by investing activities	400,000		-	
Effect of foreign exchange	-		5,638	
Change in cash during the year	254,256		(68,038)	
Cash, beginning	15,005		83,043	
Cash, ending	\$ 269,261	\$	15,005	

### 1. Nature and continuance of operations

AAN Ventures Inc. ("the Company") was incorporated under the Business Corporation Act of Alberta on August 31, 1998 and was continued to British Columbia on January 30, 2006. The Company's shares are publicly traded on the Frankfurt Exchange and Canadian Stock Exchange (the "CSE") under the symbol "ANN". The Company is in the business of acquiring and exploring oil and gas properties in Canada.

The head office, principal address and records office of the Company are located at 8338 – 120th Street, Surrey, British Columbia, Canada, V3W 3N4.

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of operations. As at September 30, 2016, the Company was not able to finance its day to day activities through operations. The Company's continuation as a going concern is dependent upon its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs with loans from directors and companies controlled by directors and or the private placement of common shares. If the Company is unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its statement of financial position.

#### 2. Statement of compliance and basis of preparation

## Statement of compliance

These 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").

#### **Basis of preparation**

The consolidated financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted.

## 3. Significant accounting policies

#### Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned US subsidiary, Ona Power Oil & Gas Corp. ("Ona"), which is incorporated in Delaware, USA. All intercompany balances and transactions between the Company and its subsidiary have been eliminated on consolidation.

#### Loss per share

Basic loss per share is calculated by dividing the loss attributable to common shareholders by the weighted average number of common shares outstanding in the period. For all periods presented, the loss attributable to common shareholders equals the reported loss attributable to owners of the Company. Diluted loss per share is calculated using the treasury stock method. Under the treasury stock method, the weighted average number of common shares outstanding for the calculation of diluted loss per share assumes that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the period.

## 3. Significant accounting policies (continued)

## Share-based payments

Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the share based payment reserve. The fair value of options is determined using the Black–Scholes Option Pricing Model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

## Foreign currency translation

The functional currency of each entity is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Canadian dollars which is the parent company's functional and presentational currency. The functional currency of Ona is the US dollar.

## Transactions and balances:

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined. Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the statement of comprehensive loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive loss to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive loss. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

## Foreign operations:

The financial results and position of foreign operations whose functional currency is different from the Company's presentation currency are translated as follows:

- assets and liabilities are translated at period-end exchange rates prevailing at that reporting date; and
- income and expenses are translated at average exchange rates for the period.

Exchange differences arising on translation of foreign operations are recorded to the Company's foreign currency translation reserve. These differences are recognized in the profit or loss in the period in which the operation is disposed of.

#### Financial instruments

The Company classifies its financial instruments in the following categories: at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale and financial liabilities. The classification depends on the purpose for which the financial instruments were acquired. Management determines the classification of its financial instruments at initial recognition.

## 3. Significant accounting policies (continued)

Fair value through profit or loss ("FVTPL") - Financial assets are classified at fair value through profit or loss when they are either held for trading for the purpose of short-term profit taking, derivatives not held for hedging purposes, or when they are designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. They are subsequently measured at fair value with changes in fair value recognized in profit or loss. Cash is designated as FVTPL.

Loans and receivables - These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are subsequently measured at amortized cost using the effective interest method less any provision for impairment. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets.

*Held-to-maturity investments* - These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company intends to hold to maturity. These assets are measured at amortized cost using the effective interest method less any provision for impairment. Held-to-maturity investments are included in non-current assets, except for those which are expected to mature within 12 months after the end of the reporting period.

Available-for-sale – These consist of non-derivative financial assets that are designated as available-for sale or are not suitable to be classified as financial assets at fair value through profit or loss, loans and receivables or held-to-maturity investments and are subsequently measured at fair value. These are included in current assets to the extent they are expected to be realized within 12 months after the end of the reporting period. Unrealized gains and losses are recognized in other comprehensive income, except for impairment losses and foreign exchange gains and losses on monetary financial assets.

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortized cost.

Regular purchases and sales of financial assets are recognized on the trade-date – the date on which the Company commits to purchase the asset.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

The Company has the following non-derivative financial liabilities: accounts payable and amounts due to related parties. Non-derivative financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

At each reporting date, the Company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a significant and prolonged decline in the value of the instrument is considered to determine whether impairment has arisen.

The Company does not have any derivative financial assets and liabilities.

## Impairment of financial assets

Financial assets are assessed for indicators of impairment at each statement of financial position reporting date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted. For unlisted shares classified as available-for-sale ("AFS"), a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

## 3. Significant accounting policies (continued)

For all other financial assets objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- the probability that the borrower will enter bankruptcy or financial re-organization.

### Current income tax

Current income tax assets and liabilities for the period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### **Deferred Taxes**

The Company uses the liability method of accounting for income taxes, under which deferred income tax assets and liabilities are recognized for the estimated future income tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective income tax bases.

Deferred income tax assets and liabilities are measured using income tax rates in effect for the period in which those temporary differences are expected to be recovered or settled. The effect on deferred income tax assets and liabilities of a change in income tax rates or laws is recognized as part of the provision for income taxes in the period the changes are considered substantively enacted.

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 future tax asset will be recovered, it provides a valuation allowance against that excess. Deferred tax assets are reviewed at each balance sheet date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

## Significant estimates and assumptions

The preparation of financial statements in accordance with IFRS may require the Company to make estimates and judgments concerning the future. The Company's management reviews these estimates and underlying judgments on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the recoverability and measurement of deferred tax assets.

#### Significant Judgements

The preparation of financial statements in accordance with IFRS require the Company to make judgements, apart from those involving estimates, in applying accounting policies. The most significant judgement in preparing the Company's financial statements included the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

## New accounting standards

A number of new standards, and amendments to standards and interpretations, are not yet effective for the year ended September 30, 2016, and have not been applied in preparing these consolidated financial statements. These new standard are not expected to have a significant effect on the consolidated financial statements of the Company.

## 3. Significant accounting policies (continued)

#### Warrants

Proceeds from issuances of security units by the Company consisting of shares and warrants are allocated based on the residual method. The fair value of the warrants is determined to be the difference between gross proceeds over the fair market value of the shares. If the proceeds from the offering are less than or equal to the estimated fair market value of shares issued, a fair value of \$Nil is assigned to the warrants.

## 4. Other receivable

	September 30, 2016	September 30, 2015
GST Receivable	\$ 649	\$ 618

#### 5. Loan receivable

On December 8, 2014, the Company entered into a loan agreement with Keblo Energy LLC, whereby the Company advanced \$26,690 (US\$20,000) to Keblo Energy LLC. Due to the unlikely collectability of the loan, an impairment charge of \$26,690 was recorded against the loan receivable during the year ended September 30, 2015.

## 6. Share capital

## Authorized share capital

Unlimited number of common shares without par value.

#### Issuances

On January 8, 2016, the Company closed a non-brokered private placement issuing 10,000,000 units at \$0.02 per unit for proceeds of \$200,000. Each unit consists of one common share and one share purchase warrant, exercisable at \$0.05 per share for a period of two years. Each warrant was assigned a residual value of \$Nil.

On August 16, 2016, the Company closed a non-brokered private placement issuing 10,000,000 units at \$0.02 per unit for proceeds of \$200,000. Each unit consists of one common share and one share purchase warrant, exercisable at \$0.05 per share for a period of five years. Each warrant was assigned a residual value of \$Nil.

#### Stock options

The Company has adopted a stock option plan whereby the Company may from time to grant to directors, officers, employees and consultants options to purchase common shares of the Company provided that the number of options granted, including all options granted by the Company does not exceed 10% of the Company's common shares issued and outstanding at the time of granting stock options. Options may be exercised no later than 90 days following cessation of the optionee's position with the Company or 30 days following cessation of an optionee conducting investor relations activities' position.

There were 241,667 options outstanding at September 30, 2015, with an exercise price of \$0.30 and a weighted average remaining life of 0.42 years. On March 1, 2016, these options expired. As at September 30, 2016, there were no outstanding options.

## 6. Share capital (continued)

## Share Purchase Warrants

	Warrants Outstanding	Weighted average exercise price \$	Weighted average number of years to expiry
Balance, September 30, 2015 and 2014	2,666,667	0.50	0.27
Expired	(2,666,667)	-	-
Issued - Private Placement	10,000,000	0.05	0.64
Issued - Private Placement	10,000,000	0.05	2.44
Balance, September 30, 2016	20,000,000	0.05	3.08

#### Reserves

## Share based payment reserve

The share based payment reserve records items recognized as stock-based compensation expense and other share based payments until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital.

## Foreign currency translation reserve

The foreign currency translation reserve records unrealized exchange differences arising on translation of foreign operations that have a functional currency other than the Company's reporting currency.

### 7. Related party transactions

## Related party transactions

The Company incurred the following transactions with companies controlled by the former Chief Executive Officer ("CEO") of the Company:

	September 30, 2016	September 30, 2015
Rent and administration	\$ 33,000	\$ 41,500
Management fees	48,000	5,000
	\$ 81,000	\$ 46,500

## Key management personnel compensation

During the year ended September 30, 2016, \$5,000 management fee (2015 - \$Nil) was paid to the CEO of the Company.

## Due to related parties

As at September 30, 2016, \$Nil (2015 - \$27,700) was owing to a company controlled by the former CEO of the Company.

As at September 30, 2016, \$Nil (2015 - \$1,260) was owing to a Company controlled by a former CFO.

As at September 30, 2016, \$Nil (2015 - \$300) was owing to a company controlled by the CFO of the Company.

All amounts due to related parties are unsecured, non-interest bearing and due on demand.

## 8. Income taxes

A reconciliation of the expected income tax recovery to the actual income tax recovery is as follows:

	2016	2015
Net loss	\$ (115,015)	\$ (104,991)
Statutory tax rate	26%	26%
Expected income tax recovery	(29,904)	(27,297)
Effect of change in tax rates	-	(2,838)
Expired losses carry forward	-	37,920
Other	1,105	
Change in valuation allowance	28,799	(7,785)
Total income tax recovery	\$ -	\$ -

The Company has the following deductible temporary differences for which no deferred tax has been recognized:

	2016	2015
Non-capital losses	\$ 1,237,971	\$ 1,209,217
Capital losses carry-forward	1,855,342	1,855,342
Mineral properties	126,622	126,622
Cumulative eligible capital	66,786	66,786
Equipment	261	261
Others	106,154	106,154
Less: Valuation allowance	(3,393,136)	(3,364,382)
Net deferred income tax assets	\$ -	\$ -

As at September 30, 2016, the Company's has \$4,951,882 in non-capital losses which expire as follows:

Year	Amount
2026	\$ 610,913
2027	677,234
2028	1,352,301
2029	1,203,313
2030	571,354
2031	73,625
2032	124,322
2033	69,272
2034	76,536
2035	77,998
2036	115,015
Total	\$ 4,951,882

### 9. Financial instruments and risk management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counter party limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

#### Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligation. The Company's primary exposure to credit risk is on its cash held at the banks.

As most of the Company's cash is held by one bank, there is a concentration of credit risk. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with a high quality financial institute. The risk is determined to be low.

## Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash and cash equivalents.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. The risk is determined to be high.

## Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company is not exposed to significant foreign exchange risk.

#### Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk.

#### Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of cash and share capital.

There were no changes in the Company's approach to capital management during the year. The Company is not subject to any externally imposed capital requirements.

## 9. Financial instruments and risk management (continued)

## Classification of financial instruments

Financial assets included in the statement of financial position are as follows:

	September 30, 2016	September 30, 2015
FVTPL		
Cash	\$ 269,261	\$ 15,005
Other receivable	649	618
	\$ 269,910	\$ 15,623

Financial liabilities included in the statement of financial position are as follows:

	September 30,		September 30,	
		2016		2015
Non-derivative financial liabilities:				
Accounts payable	\$	9,525	\$	963
Due to related parties		-		29,260
	\$	9,525	\$	30,223

#### Fair value

The fair value of the Company's financial assets and liabilities approximates their carrying amount.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly;
- Level 3 Inputs that are not based on observable market data.

The Company's financial asset measured at fair value is as follows:

	As at September 30, 2016					
	Level 1	Level 2	Level 3			
Cash	\$ 269,261 \$	- \$	-			
	As at September 30, 2015					
	 Level 1	Level 2	Level 3			
Cash	\$ 15,005 \$	- \$	_			