CellStop Systems Inc.

August 31, 2014 and 2013

Consolidated Financial Statements

(Stated in Canadian Dollars)

- Independent Auditors' Report
- Consolidated Statements of Financial Position
- Consolidated Statements of Operations
- Consolidated Statements of Changes in Deficit
- Consolidated Statements of Comprehensive Loss
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- Notes to the Consolidated Financial Statements

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
CellStop Systems Inc.

We have audited the accompanying consolidated financial statements of CellStop Systems Inc., which comprise the consolidated statements of financial position as at August 31, 2014 and 2013, and the consolidated statements of operations, changes in (deficiency) equity, comprehensive loss 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.

Auditors' 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 auditors' 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.

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Opinion

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of CellStop Systems Inc. as at August 31, 2014 and 2013, 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 conditions and matters that indicate the existence of a material uncertainty that may cast significant doubt about CellStop Systems Inc.'s ability to continue as a going concern.

"DAVIDSON & COMPANY LLP"

Vancouver, Canada | Chartered Accountants

December 12, 2014

CELLSTOP SYSTEMS INC.

Consolidated Statements of Financial Position

(Expressed in Canadian dollars)

As at August 31,

	2014 $	2013 $
ASSETS		
CURRENT		
Cash	938	3,421
Term deposit	-	70,492
GST/HST recoverable	1,722	1,756
Prepaid expenses	1,381	5,250
	4,041	80,919
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	69,954	16,404
Loan (Note 5)	20,000	-
	89,954	16,404
SHAREHOLDERS' (DEFICIENCY) / EQUITY		
Share capital (Note 6)	7,792,497	7,792,497
Deficit	(7,878,410)	(7,727,982)
	(85,913)	64,515
	4,041	80,919

Nature and Continuance of operations (Note 1)
Commitment (Note 8)

Approved on behalf of the Board and authorized for issue on December 12, 2014:

"Michelle Gahagan"
M. Gahagan, Director

"Gerald Tuskey"
G. Tuskey, Director

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

CELLSTOP SYSTEMS INC.

Consolidated Statements of Operations
(Expressed in Canadian dollars)

For the Years Ended August 31,

	2014 $	2013 $
EXPENSES		
Administration and management fees	30,000	30,000
Auditing and legal	18,126	10,371
Consulting fees	24,000	24,000
Filing and transfer agent fees	11,119	16,312
Office	1,862	3,506
Rent	65,500	60,000
	(150,607)	(144,189)
Interest income	179	1,335
LOSS FOR THE YEAR	(150,428)	(142,854)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	25,058,196	25,058,196
BASIC AND DILUTED LOSS PER COMMON SHARE	(0.006)	(0.006)

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

CELLSTOP SYSTEMS INC.

Consolidated Statements of Changes in (Deficiency) Equity

(Expressed in Canadian dollars)

For the Years Ended August 31,

	Number of Common Shares	Share Capital	Deficit	Total
		$	$	$
Balance, August 31, 2012	**25,058,196**	**$7,792,497**	**$(7,585,128)**	**$207,369**
Loss for the year	-	-	(142,854)	(142,854)
Balance, August 31, 2013	**25,058,196**	**$7,792,497**	**$(7,727,982)**	**$64,515**
Loss for the year	-	-	(150,428)	(150,428)
Balance, August 31, 2014	**25,058,196**	**$7,792,497**	**$(7,878,410)**	**($85,913)**

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

CELLSTOP SYSTEMS INC.

Consolidated Statements of Comprehensive Loss

(Expressed in Canadian dollars)

For the Years Ended August 31,

	2014 $	2013 $
LOSS FOR THE YEAR	(150,428)	(142,854)
Other Comprehensive Income for the year	-	-
COMPREHENSIVE LOSS FOR THE YEAR	(150,428)	(142,854)

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

CELLSTOP SYSTEMS INC.

Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

For the Years Ended August 31,

	2014 $	2013 $
CASH WAS PROVIDED FROM, (UTILIZED FOR):		
OPERATING ACTIVITIES		
Loss for the year	(150,428)	(142,854)
Changes in non-cash working capital accounts:		
GST/HST recoverable	34	2,934
Prepaid expenses	3,869	428
Accounts payable and accrued liabilities	53,550	(8,029)
	(92,975)	(147,521)
INVESTING ACTIVITY		
Net term deposit	70,492	144,110
FINANCING ACTIVITY		
Proceeds of loan	20,000	-
DECREASE IN CASH FOR THE YEAR	(2,483)	(3,411)
CASH, BEGINNING OF THE YEAR	3,421	6,832
CASH, END OF THE YEAR	938	3,421

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

NOTE 1 - NATURE AND CONTINUANCE OF OPERATIONS

CellStop Systems Inc. (the "Company") was incorporated on April 29, 1982, under the laws of the Province of British Columbia. The Company currently has no active operations and is analyzing project opportunities.

The address of the Company's registered office is Suite 302, 1620 West 8th Avenue, Vancouver, British Columbia, V6J 1V4, Canada.

The Company is a publicly traded company and the Company's listing on the TSX Venture Exchange ("Exchange") was transferred to the NEX board of the Exchange effective July 02, 2010 due to the Company's lack of operations. The NEX board allows the Company's shares to continue trading while it analyzes project opportunities and resume active business. The Company is subject to restrictions on share issuances and certain types of payments as set out in NEX policies.

The Company was previously in the business of providing wireless telemetry solutions utilizing the GSM network. On September 01, 2007, the Company ceased its operations, being the development and marketing of automotive security using wireless GSM technology, upon the sale of its subsidiary, CellStop International Limited.

These consolidated financial statements have been prepared on a "going concern" basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of operations. Currently, the Company has no active operations and no source of operating cash flows. The Company incurred a loss of $150,428 for the year ended August 31, 2014, and, as of that date, had accumulated losses of $7,878,410 since inception.

The Company has relied mainly upon the issuance of share capital to finance its activities. Future capital requirements will depend on many factors including the Company's ability to execute its business plan. The Company intends to continue to rely upon the issuance of share capital to finance its future activities but there can be no assurance that such financing will be available to the Company. Inability to secure future financing would have a material adverse effect on the Company's business, results of operations, and financial condition.

These material uncertainties may cast significant doubt on the Company's ability to continue as a going concern. Failure to continue as a going concern may require restatement of assets and liabilities on a liquidation basis, which could differ materially from the going concern basis. These consolidated financial statements do not include the adjustments that would be necessary should the Company be unable to continue as a going concern.

NOTE 2 - BASIS OF PREPARATION

These consolidated financial statements, including comparatives, are prepared using International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC).

The consolidated financial statements were authorized for issue by the Board of Directors on December 12, 2014.

a) Basis of Measurement

These consolidated financial statements have been prepared on the historical cost basis, except for financial instruments classified as held for trading that have been measured at fair value. Cost is the fair value of consideration given in exchange for net assets.

NOTE 2 - BASIS OF PREPARATION (Continued)

b) Significant Accounting Judgments, Estimates and Assumptions

In the application of the Company's accounting policies which are described in Note 3, management is required to make judgments, estimates, and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, revenue and expenses and are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and management's assessment of current events and other factors that are considered to be relevant. 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 revision affects both current and future periods.

Significant judgments, estimates and assumptions that have the most significant effect on the amounts recognized in these consolidated financial statements include:

Deferred Tax Assets

Deferred tax assets, including those arising from un-utilized tax losses, require management to assess the likelihood that the Company will generate sufficient taxable earnings in future periods in order to utilize recognized deferred tax assets. Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. In addition, future changes in tax laws could limit the ability of the Company to obtain tax deductions in future periods. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the reporting date could be impacted.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned inactive subsidiaries: Palm Coast Solutions Inc., and Group West Systems (Massachusetts) Ltd. (Collectively the "Company"). All significant intercompany transactions and balances have been eliminated.

b) Foreign Currency Translation

The Company's functional and reporting currency is the Canadian dollar.

Foreign currency transactions are translated into Canadian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at year-end exchange rates are recognized in profit or loss.

Non-monetary items measured at historical cost are translated using the exchange rates at the date of the transaction and are not retranslated. Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Continued)

c) Financial Instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities classified at fair value through profit or loss) are added to, or deducted from, the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities classified at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets and financial liabilities are measured subsequently as described below. The Company does not have any derivative financial instruments.

i) Financial Assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- Financial assets at fair value through profit or loss;
- Loans and receivables;
- Held-to-maturity investments; and
- Available-for-sale financial assets.

The category determines subsequent measurement and whether any resulting income and expense is recognized in profit or loss or in other comprehensive income.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

- ***Financial assets at fair value through profit or loss*** – Financial assets at fair value through profit or loss include financial assets that are either classified as held for trading or that meet certain conditions and are designated at fair value through profit or loss upon initial recognition. All derivative financial instruments fall into this category. Assets in this category are measured at fair value with gains or losses recognized in profit or loss. The Company's cash and term deposit fall into this category of financial instruments.

- ***Loans and receivables*** – Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortized cost using the effective interest method less any provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The Company currently does not hold financial assets in this category.

- ***Held-to-maturity investments*** – Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity, other than loans and receivables. Investments are classified as held-to-maturity if the Company has the intention and ability to hold them until maturity. The Company currently does not hold financial assets in this category.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Continued)

c) Financial Instruments (Continued)

- ***Available-for-sale financial assets*** – Available-for-sale financial assets are non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets. The Company currently does not hold financial assets in this category.

For financial assets measured at amortized cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire or when the financial asset and all substantial risks and rewards are transferred.

ii) Financial Liabilities

For the purpose of subsequent measurement, financial liabilities are classified as either financial liabilities at fair value through profit or loss, or other financial liabilities upon initial recognition.

- ***Financial liabilities at fair value through profit or loss*** – Financial liabilities at fair value through profit or loss include financial liabilities that are either classified as held for trading or that meet certain conditions and are designated at fair value through profit or loss upon initial recognition. Liabilities in this category are measured at fair value with gains or losses recognized in profit or loss. The Company currently does not hold financial liabilities in this category.

- ***Other financial liabilities*** – Other financial liabilities are measured at amortized cost using the effective interest method. Gains and losses are recognized in the income statement when the liabilities are derecognized as well as through the effective interest rate method amortization process. The Company's accounts payable, accrued liabilities and loans fall into this category of financial instruments.

A financial liability is derecognized when it is extinguished, discharged, cancelled, or expired.

(d) Share Capital

The Company records proceeds from share issuances, net of commissions and issuance costs, as share capital.

(e) Share-Based Payments

The Company has a stock option plan for its directors, officers and employees. Under this plan, stock options are not issued at less than their fair market value.

The Company recognizes compensation cost for options and other share-based compensatory awards under the fair value-based method. Compensation cost is measured using the Black-Scholes option pricing model at the date of the grant and is expensed over the vesting period of the equity instrument awarded, with the offsetting amounts credited to share-based payment reserve. Consideration received on the exercise of stock options is recorded as share capital and the related share-based payment reserve amount is transferred to share capital. As at August 31, 2014 and 2013, the Company had no stock options outstanding.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES (Continued)

(f) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(g) Loss Per Share

Basic loss per share is calculated using the weighted average number of shares issued and outstanding during the period. Diluted loss per share is the same as basic loss per share as the issuance of shares on the exercise of share purchase options and warrants is anti-dilutive.

h) Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity.

i) Current Income Tax

Current income tax assets and/or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting periods that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

ii) Deferred Income Tax

Deferred income taxes are calculated based on temporary differences between the carrying amounts of assets and liabilities and their tax bases. Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period. Deferred tax liabilities are always provided for in full.

Deferred tax assets are recognized to the extent that it is probable that they will be able to be utilized against future taxable income. Deferred tax assets and liabilities are offset only when the Company has a right and intention to offset current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as a component of tax income or expense in profit or loss, except where they relate to items that are recognized in other comprehensive income or directly in equity, in which case the related deferred tax is also recognized in other comprehensive income or equity, respectively.

NOTE 4 - ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

Standards issued but not yet effective up to the date of issuance of the Company's consolidated financial statements are listed below. This listing is of standards and interpretations issued, which the Company reasonably expects to be applicable at a future date. The Company intends to adopt these standards when they become effective. The pronouncements are being assessed to determine their impact on the Company's results and financial position.

NOTE 4 - ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE (Continued)

(a) IFRS 9, Financial Instruments - Classification and Measurement ("IFRS 9"):

IFRS 9 – Financial Instruments is intended to replace IAS 39 - Financial Instruments: Recognition and Measurement (“IAS 39”) in three main phases. IFRS 9 will be the new standard for the financial reporting of financial instruments, and is effective for annual periods beginning on or after January 1, 2015, with earlier adoption permitted. In November 2009 and October 2010, IFRS 9 (2009) and IFRS 9 (2010) were issued, respectively, which address the classification and measurement of financial assets and financial liabilities. IFRS 9 (2009) requires that all financial assets be classified as subsequently measured at amortized cost or at fair value based on the Company’s business model for managing financial assets and the contractual cash flow characteristics of the financial assets. IFRS 9 (2010) requires that financial liabilities are classified as subsequently measured at amortized cost except for financial liabilities classified as fair value through profit or loss, financial guarantees and certain other exceptions.

(b) IFRS 15, Revenue from contracts with customers (“IFRS 15”)

IFRS 15, Revenue from contracts with customers, was issued in May 2014. This standard establishes the principles that an entity shall apply to report useful information to users of financial statements about the nature, amount, timing, and uncertainty of revenue and cash flows arising from a contract with a customer. It specifies how and when a Company will recognise revenue as well as requiring the entity to provide users of financial statements with more informative, relevant disclosures. It further provides a principles based five-step model to be applied to all contracts with customers. This standard is effective for annual periods beginning on or after January 1, 2017. Earlier application is permitted.

(c) IAS 24 Related Party Disclosures

The amendments to IAS 24 clarify that a management entity, or any member of a group of which it is a part, that provides key management services to a reporting entity, or its parent, is a related party of the reporting entity. The amendments also require an entity to disclose amounts incurred for key management personnel services provided by a separate management entity. This replaces the more detailed disclosure by category required for other key management personnel compensation. The amendments will only affect disclosure and are effective for annual periods beginning on or after January 1, 2014.

(d) IAS 32 – Financial Instruments: Presentation (“IAS 32”)

IAS 32 was amended by the IASB in December 2011 to clarify certain aspects of the requirements on offsetting. The amendments focus on the criterion that an entity currently has a legally enforceable right to set off the recognized amounts and the criterion that an entity intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. The amendments to IAS 32 are effective for annual periods beginning on or after January 1, 2014.

(e) IAS 36 – Impairments of Assets (“IAS 36”)

IAS 36 was amended by the IASB in May 2013 to clarify the requirements to disclose the recoverable amounts of impaired assets and require additional disclosures about the measurement of impaired assets when the recoverable amount is based on fair value less costs of disposal, including the discount rate when a present value technique is used to measure the recoverable amount. The amendments to IAS 36 are effective for annual periods beginning on or after January 1, 2014.

NOTE 4 - ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE (Continued)

(f) IFRIC 21 – Levies

IFRIC 21 – Levies clarifies the timing for the accounting of a liability that is imposed by governments should be based on the activity in the legislation that triggers the payment. This standard is required to be applied retrospectively for annual periods beginning on or after January 1, 2014, with earlier adoption permitted. The adoption of this standard is not expected to have an impact on the consolidated financial statements.

NOTE 5 –LOAN

During the year ended August 31, 2014, the Company has received two $10,000 unsecured loans from a company controlled by a director of the Company. The loans are due on April 28, 2015 and July 11, 2015 respectively and accrue interest at 10% per annum, payable quarterly. As at August 31, 2014, there was $487 interest accrued included in accounts payable and accrued liabilities.

NOTE 6 - RELATED PARTY TRANSACTIONS

The value of transactions and outstanding balances relating to key management personnel were as follows:

a) The Company paid $24,000 (2013 – $24,000) to an officer of the Company for consulting services provided, of which $6,300 (2013 – $2,100) remained outstanding in accounts payable and accrued liabilities as at August 31, 2014.

b) The Company paid $6,417 (2013 – $361) to an officer of the Company for legal services provided of which $4,009 (2013 – $1,609) remained outstanding in accounts payable and accrued liabilities as at August 31, 2014.

NOTE 7 – SHARE CAPITAL

a) Authorized Share Capital

Unlimited number of common shares without par value.

b) Issued and Outstanding Share Capital

No shares were issued during the years ended August 31, 2014 and 2013.

NOTE 8 – COMMITMENT

The Company has an office rental agreement of $5,500 per month expiring on July 31, 2015.

(Expressed in Canadian dollars)

NOTE 9 – INCOME TAXES

a) Deferred Income Taxes

The Company's unrecognized deductible temporary differences and unused tax losses for which no deferred tax asset is recognized consists of the following amounts:

	2014 $	2013 $
Non-capital losses carry-forward	4,215,887	4,113,004
Capital losses carry-forward	4,055,880	2,519,622
Share issuance costs	1,742	4,400
Intangible asset	52,593	52,571
	8,326,102	6,689,597

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	2014 $	Expiry Date Range
Temporary Differences		
Canadian eligible capital	52,593	No Expiry date
Share issue costs	1,742	2034 to 2035
Allowable capital losses	2,027,940	No expiry date
Non-capital losses available for future period	4,215,887	2015 to 2034
Taxation jurisdiction		
Canada	4,215,887	2015 to 2034

Tax attributes are subject to review, and potential adjustment, by tax authorities.

b) Provision for Income Taxes

A reconciliation of the combined Canadian federal and provincial income taxes at statutory rates and the Company's effective income tax expense is as follows:

	2014 $	2013 $
Expected income tax recovery	(39,111)	(36,309)
Tax deductible costs	691	5,924
Items not deductible for tax	5,686	4,992
Adjustment to provision per taxation assessment	(189,511)	-
Effect of change in tax rates	-	(54,285)
Unrecognized tax benefits of non-capital losses	222,245	79,678
Income tax expense	-	-

NOTE 10 – FINANCIAL INSTRUMENTS

The Company's financial instruments are exposed to certain financial risks:

a) Fair value

The Company uses the following hierarchy for determining fair value measurements:

Level 1: Quoted prices in active markets for identical assets or liabilities.

Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Cash and term deposits are measured using level one of the fair value hierarchy.

The carrying values of accounts payable, accrued liabilities and loan approximate its respective fair value due to the short-term nature of these instruments.

b) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet liabilities when due. To the extent that the Company does not believe it has sufficient liquidity to meet obligations, it will consider securing additional equity funding. The ability of the Company to arrange such financing will depend in part upon prevailing capital market conditions as well as the business performance of the Company. There can be no assurance that the Company will be successful in its efforts to arrange additional financing on terms acceptable to the Company.

If additional financing is raised by the issuance of shares from treasury, control of the Company may change and shareholders may suffer dilution. If adequate funds are not available or are not available on acceptable terms, the Company may not be able to take advantage of opportunities or otherwise respond to competitive pressures and remain in business.

c) Foreign Exchange Risk

Foreign exchange risk arises because of fluctuations in exchange rates. The Company has no active operations and has minimum cash denominated in United States dollar. The Company has not entered into any forward exchange contracts or other derivative instrument to hedge against foreign exchange risk.

d) Credit Risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash and term deposit balances. The Company manages its credit risk on bank deposits by holding deposits in high credit quality banking institutions in Canada. Management believes that the credit risk with respect to receivables is remote.

NOTE 10 – FINANCIAL INSTRUMENTS (CONTINUED)

e) Interest Rate Risk

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

NOTE 11 – CAPITAL MANAGEMENT

The Company considers items included in shareholders' equity as capital. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to pursue project opportunities for the benefit of its shareholders. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. The Company may attempt to issue new shares or debt, or adjust the amount of cash. There can be no assurance that the Company will be able to obtain debt or equity capital in the case of operating cash deficits.

The Company is not subject to any externally imposed capital requirements. The Company prepares annual expenditure budgets and updates these as required throughout the year which it uses as the primary tool for assessing its capital requirements.

NOTE 12 – SEGMENTED INFORMATION

The Company is currently evaluating its future business opportunities. All of the Company's assets are located in Canada.