

# **MAPLE LEAF GREEN WORLD INC.**

## **CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**For the 3 Months ended March 31, 2018 and 2017**

(Unaudited - Expressed in Canadian dollars, unless otherwise stated)

**Notice to Reader of the Unaudited Condensed Consolidated Interim Financial Statements  
For the three months ended March 31, 2018 and 2017**

The unaudited condensed consolidated interim financial statements of Maple Leaf Green World Inc. (the “Company”) for the three months ended March 31, 2018 and 2017 (“Financial Statements”) have been prepared by management and have not been reviewed by the Company’s independent auditor. The Financial Statements should be read in conjunction with the Company’s audited financial statements for the year ended December 31, 2017 which are available on the SEDAR website at [www.sedar.com](http://www.sedar.com).

**MAPLE LEAF GREEN WORLD INC.**  
**Condensed Consolidated Interim Statements of Financial Position**  
[Unaudited - Expressed in Canadian dollars]

	Notes	3 Months Ended March 31, 2018	December 31, 2017
<b>ASSETS</b>		<b>Unaudited</b>	<b>Audited</b>
<b>Current assets</b>			
Cash and cash equivalents		\$ 909,701	\$ 3,411,778
Other receivables	8	195,161	133,776
Deposits	4	2,554,940	1,577,401
Prepays		40,659	27,119
		<b>3,700,461</b>	<b>5,150,074</b>
<b>Long term prepaids</b>		<b>26,771</b>	<b>26,771</b>
<b>Property, plant and equipment</b>	5	<b>5,444,376</b>	<b>3,208,121</b>
<b>Total assets</b>		<b>\$ 9,171,608</b>	<b>\$ 8,384,966</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities		\$ 603,722	\$ 213,422
Current portion of finance leases	8	127,874	123,252
Other payables		17,588	-
		<b>749,184</b>	<b>336,674</b>
<b>Finance Leases</b>	8	<b>666,114</b>	<b>699,868</b>
<b>Note Payable</b>	6 and 8	<b>135,387</b>	<b>131,723</b>
<b>Total liabilities</b>		<b>1,550,685</b>	<b>1,168,265</b>
<b>Equity</b>			
Share capital	7	20,225,365	19,361,733
Other reserves	7	11,193,614	5,496,464
Accumulated other comprehensive income		58,158	(25,217)
Deficit		(23,856,214)	(17,616,279)
		<b>7,620,923</b>	<b>7,216,701</b>
<b>Total liabilities and equity</b>		<b>\$ 9,171,608</b>	<b>\$ 8,384,966</b>
Commitments and contingencies (Note 13)			

APPROVED ON BEHALF OF THE BOARD

(signed) Raymond Lai  
Director

(signed) Daniel Chu  
Director

**MAPLE LEAF GREEN WORLD INC.**  
**Condensed Consolidated Interim Statements of Loss and Comprehensive Loss**  
[Unaudited - Expressed in Canadian dollars except share data]

		<b>3 Months Ended March 31,</b>	
	Notes	<b>2018</b>	<b>2017</b>
<b>Revenue</b>			
Consulting fees	8	\$ -	\$ 99,825
Leasing fees	8	-	119,790
		-	219,615
<b>Operating expenses</b>			
Share-based compensation	7 and 8	5,829,947	80,664
Personnel costs	8	54,938	30,000
Professional fees		74,642	24,986
Consulting fees	8	74,264	66,717
Office		66,116	58,051
Advertising and promotion		35,628	98,158
Rent	13	17,417	12,872
Repairs and maintenance		2,628	-
Regulatory and transfer agent		55,755	12,683
Travel		9,492	5,360
Research and development		3,869	-
Foreign exchange expense		(5,191)	(1,611)
Gain on recovery of bad debt		(13,912)	-
Depreciation and amortization	5	4,516	4,684
		6,210,109	392,564
<b>Loss before other items</b>		<b>(6,210,109)</b>	<b>(172,949)</b>
Finance income		362	-
Finance expense	6 and 8	(32,859)	(2,056)
Net finance expense		(32,497)	(2,056)
<b>Other items</b>			
Other income	13	2,670	9,296
<b>Loss for the period</b>		<b>\$ (6,239,936)</b>	<b>\$ (165,709)</b>
<b>Items that may be reclassified subsequently to profit or loss</b>			
Foreign currency translation adjustment, net of tax of \$nil		83,375	(3,687)
<b>Total comprehensive loss</b>		<b>\$ (6,156,561)</b>	<b>\$ (169,396)</b>
<b>Loss per share attributable to the equity holders of the Company</b>			
<b>Loss per share - basic and diluted</b>		<b>\$ (0.05)</b>	<b>\$ (0.00)</b>
<b>Weighted average number of shares outstanding - basic and diluted</b>		<b>136,254,168</b>	<b>113,596,834</b>

The accompanying notes are an integral part of these condensed consolidated interim financial statements. Page 2

**MAPLE LEAF GREEN WORLD INC.**  
**Condensed Consolidated Interim Statements of Changes in Equity (Deficit)**  
(Unaudited - Expressed in Canadian dollars)

	Note	Share capital		#	Other Reserves					Total equity
		Number of common shares	Amounts		Share-based payments reserve	Warrant reserve	Total - other reserves	Accumulated other comprehensive income	Deficit	
At December 31, 2017		147,073,331	19,361,733	#	5,351,464	145,000	5,496,464	(25,217)	(17,616,278)	7,216,702
Other comprehensive income		-	-		-	-	-	83,375	-	83,375
Loss for the period		-	-		-	-	-	-	(6,239,936)	(6,239,936)
Options granted	7	-	-		5,829,947	-	5,829,947	-	-	5,829,947
Options granted for services	7	-	-		23,256	-	23,256	-	-	23,256
Shares issued upon option exercised	7	800,000	203,953		(109,953)	-	(109,953)	-	-	94,000
Shares issued upon warrant exercised	7	2,291,272	659,679		-	(46,100)	(46,100)	-	-	613,579
At March 31, 2018		150,164,603	\$ 20,225,365		\$ 11,094,714	\$ 98,900	\$ 11,193,614	\$ 58,158	\$ (23,856,214)	\$ 7,620,923

		Share capital		#	Other Reserves					Total equity
		Number of common shares	Amounts		Share-based payments reserve	Warrant reserve	Total - other reserves	Accumulated other comprehensive income	Deficit	
At December 31, 2016		121,447,261	11,135,578	#	5,242,614	338,800	5,581,414	39,177	(15,810,440)	945,728
Other comprehensive income		-	-		-	-	-	(64,394)	-	(64,394)
Loss for the period		-	-		-	-	-	-	(1,805,838)	(1,805,838)
Options granted	7	-	-		85,324	-	85,324	-	-	85,324
Options granted for services	7	-	-		23,526	-	23,526	-	-	23,526
Shares issued upon warrant exercised	7	12,410,000	1,197,300		-	(193,800)	(193,800)	-	-	1,003,500
Shares issuance expense	7	-	(239,984)		-	-	-	-	-	(239,984)
Private placement	7	13,216,070	7,268,839		-	-	-	-	-	7,268,839
At December 31, 2017		147,073,331	\$ 19,361,733		\$ 5,351,464	\$ 145,000	\$ 5,496,464	\$ (25,217)	\$ (17,616,278)	\$ 7,216,701

**MAPLE LEAF GREEN WORLD INC.**  
**Condensed Consolidated Interim Statements of Cash Flows**  
[Unaudited - Expressed in Canadian dollars]

	<b>3 Months Ended March 31,</b>	
	<b>2018</b>	<b>2017</b>
<b>OPERATING ACTIVITIES</b>		
Loss for the period	\$ (6,239,936)	\$ (165,709)
Items not affecting cash:		
Depreciation and amortization	4,516	4,684
Interest expenses	-	2,056
Interest paid	-	(4,170)
Share based compensation	5,829,947	80,664
	<b>(405,473)</b>	<b>(82,475)</b>
Changes in non cash working capital		
Other receivables	(61,385)	(240,591)
Prepays	(13,540)	-
Accounts payable and accrued liabilities	407,888	(68,201)
	<b>332,963</b>	<b>(308,792)</b>
<b>Cash flows from (used in) operating activities</b>	<b>(72,510)</b>	<b>(391,267)</b>
<b>INVESTING ACTIVITY</b>		
Payment on finance land lease	(29,132)	-
Deposits	(962,673)	(1,167,417)
Additions to property, plant and equipment	(2,160,532)	(2,770)
<b>Cash flows used in investing activity</b>	<b>(3,152,337)</b>	<b>(1,170,187)</b>
<b>FINANCING ACTIVITIES</b>		
Issuance of common share units	-	3,860,110
Proceeds from option exercised	94,000	-
Proceeds from warrant exercised	613,579	381,000
<b>Cash flows from financing activities</b>	<b>707,579</b>	<b>4,241,110</b>
<b>Foreign exchange effect on cash</b>	<b>15,191</b>	<b>(20)</b>
<b>Net increase (decrease) in cash</b>	<b>(2,502,077)</b>	<b>2,679,636</b>
Cash, beginning of period	3,411,778	666,463
<b>Cash, end of period</b>	<b>\$ 909,701</b>	<b>\$ 3,346,099</b>

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended March 31, 2018

*(Unaudited - Expressed in Canadian dollars, unless otherwise stated)*

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### 1. NATURE OF OPERATIONS

Maple Leaf Green World Inc. ("Maple Leaf" or the "Company") is incorporated in Alberta, Canada, with common shares listed on the Aequitas NEO Exchange under the ticker symbol MGW. The corporate office is located at 500, 1716 – 16 Ave NW, Calgary, Alberta, T2M 0L7. In October 2012, Maple Leaf changed its name to Maple Leaf Green World Inc. from Maple Leaf Reforestation Inc.

In order to develop its medical marijuana/cannabis business in the United States of America ("USA"), the Company incorporated a wholly-owned subsidiary, Golden State Green World LLC ("Golden State"), in California, USA in 2015. In March 2017, the Company incorporated another wholly-owned subsidiary, SSGW LLC ("SSGW"), in Nevada, USA.

Maple Leaf and its subsidiaries focus on the cannabis industry in North America. The Company operates or funds three cannabis projects, in British Columbia, California, and Nevada. To date, the Company has not yet generated material revenue to cover expenditures, and therefore it has incurred losses since inception.

These unaudited condensed consolidated interim financial statements were approved and authorized for issue by the Board of Directors of the Company on May 30, 2018.

### 2. GOING CONCERN

These unaudited condensed consolidated interim financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. As of March 31, 2018, The Company had an accumulated deficit of \$23,856,214 (December 31, 2017 - \$17,616,278), incurred losses of \$6,156,561 (2016 - \$169,396), and negative cash flows from operations of \$72,510, (2016 - \$391,267) for the period then ended. As such, there is a material uncertainty related to these events and conditions that may cast significant doubt on the Company's ability to continue as a going concern and therefore, it may be unable to realize its assets and discharge its liabilities in the normal course of business.

Management recognizes that the ability of the Company to carry out its planned business obligations depends on its ability to raise adequate financing from shareholders and other investors, obtaining an Access to Cannabis for Medical Purposes ("ACMPR") license, and achieving profitable operations in the future. If the Company is not able to raise additional funds, there would be significant doubt that the Company would be able to continue as a going concern and operations may have to be curtailed. The Company is actively trying to raise other sources of financing.

These consolidated financial statements do not reflect adjustments, which could be material, to the carrying values of assets and liabilities that may be required should the Company be unable to continue as a going concern. Such adjustments will be material.

### 3. BASIS OF PREPARATION

#### a) Statement of Compliance

These unaudited condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 – Interim Financial Reporting ("IAS 34") of the International

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements Three and nine months ended March 31, 2018

*(Unaudited - Expressed in Canadian dollars, unless otherwise stated)*

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Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain disclosures included in annual consolidated financial statements prepared in accordance with IFRS as issued by the IASB have been condensed or omitted and these unaudited condensed consolidated interim financial statements should be read in conjunction with the Company's audited consolidated financial statements for the year ended December 31, 2017. These unaudited condensed consolidated interim financial statements follow the same significant accounting policies set out in note 4 to the audited consolidated financial statements for the year ended December 31, 2017 except for the following:

- (i) Effective January 1, 2018, the Company has adopted IFRS 9 Financial Instruments ("IFRS 9") which replaces the provisions of IAS 39 Financial Instruments: Recognition and Measurement ("IFRS 39") that relate to the recognition, classification and measurement of financial assets and financial liabilities, de-recognition of financial instruments, impairment of financial assets and hedge accounting. IFRS 9 contains three principle classification categories for financial instruments: measured at amortized cost, fair value through other comprehensive income ("FVOCI") and fair value through profit or loss ("FVTPL"). The previous IAS 39 categories of held to maturity, loans and receivables and available for sale are eliminated. IFRS 9 bases the classification of financial instruments on the contractual cash flow characteristics and the company's business model for managing the financial asset. The adoption of IFRS 9 on January 1, 2018 resulted in changes to accounting policies which have been applied retrospectively, however this did not result in any financial statement adjustments.
- (ii) IFRS 15 Revenue from Contracts with Customers which establishes a five-step model to account for revenue arising from contracts with customers, was adopted by the Company on January 1, 2018. Adoption of this standard does not have any impact on the Company's financial statements.
- (iii) IFRS 2 Share-based Payments amendment clarifies how to account for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments, shared-based payment transactions with a net settlement feature and a modification to the terms and conditions that changes the classification of the transactions. The Company has adopted this amendment on January 1, 2018. The adoption of this amendment has no impact on the Company's financial statements.

### **b) Basic of Consolidation and comparative figures**

These unaudited condensed consolidated interim statements include the accounts of Maple Leaf and its wholly-owned subsidiaries: Golden State Green World LLC of California, and SSGW LLC of Nevada.

Balances, transactions, revenues and expenses between the Company and its subsidiaries are eliminated on consolidation.

Certain comparative figures have been reclassified to conform to the financial statement presentation adopted for the current year.



# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended March 31, 2018

*(Unaudited - Expressed in Canadian dollars, unless otherwise stated)*

### 4. DEPOSITS

Company	Project	March 31, 2018	December 31, 2017
BioNeva Innovations of Henderson LLC	Purchase of Company	\$ 635,359	\$ 68,270
Deposit 1	Telkwa, BC	1,102,500	1,102,500
Deposit 2	Telkwa, BC	330,634	330,634
Deposit 3	Henderson, NV	477,106	81,542
Foreign exchange effect		9,341	(5,545)
Balance March 31, 2018		\$ 2,554,940	\$ 1,577,401

In November 2016, the Company entered into a letter of intent ("LOI") with BioNeva Innovations of Henderson LLC ("BioNeva") to purchase 100% of its Nevada Medical Marijuana Registration Certificate C115 ("Permit 115"), for \$500,000 USD cash. Upon execution of the LOI, a deposit of \$68,270 (\$50,000 USD) was paid to BioNeva. The remaining \$450,000 USD was payable to BioNeva when the "Transfer of Application" process (to Maple Leaf) was completed by the State of Nevada. On June 15, 2017, the LOI was updated to allow for the acquisition of all outstanding equity shares of BioNeva on the same terms, instead of just acquiring Permit 115.

On January 23, 2018, the Company completed the purchase of all of the ownership interests in BioNeva and all of the ownership interest in the Nevada Medical Marijuana Registration Certificate C115 for \$635,359 (\$500,000 USD). In accordance with the terms of the transaction, the previous holders of the ownership interest of BioNeva assigned their interest to a Director of Maple Leaf, who in turn will transfer one hundred percent of the ownership interest and related licenses to SSGW in accordance with the terms of a Confession of Judgment upon direction of the Company. The license cannot be transferred until the Nevada facility is operational, therefore, the purchase price is included in deposits.

On May 24, 2017, the Company announced it engaged an independent contractor as the procurement, engineering, and construction manager for its cannabis cultivation facilities at Telkwa, British Columbia (the "BC Facility") and Henderson, Nevada. In June of 2017, Maple Leaf provided a deposit of \$1,102,500 for this work so that it could contract with construction partners and move the projects forward. In September of 2017, a dispute arose between the contractor and Maple Leaf which is still being resolved. Management feels that the deposit amounts are collectible and therefore no allowance has been provided against this balance.

On October 24, 2017, the Company contracted an engineering company to guide the projects in Nevada and Telkwa to completion; no deposit was paid to the engineering company. Deposits of \$330,634 have been paid to order products for the BC Facility.

On August 17, 2017, the Company entered into an agreement with Thompson Global Partners Ltd ("TPG") of Tampa, Florida to construct its cannabis cultivation facility in Henderson, Nevada for \$2,995,000 USD. Maple Leaf has provided deposits of \$900,000 USD, of which \$535,000 USD (\$696,018 CAD) had been used towards development of the project as at March 31, 2018, and \$365,000 USD (\$477,106 CAD) was still in deposit.

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements Three and nine months ended March 31, 2018 (Unaudited - Expressed in Canadian dollars, unless otherwise stated)

### 5. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consist of the following:

Cost	Furniture and equipment	Project development costs	Greenhouse and land improvement	Land on finance lease	Land	Total
As at December 31, 2016	\$ 33,590	\$ -	\$ 149,778	\$ -	\$ 161,124	\$ 344,492
Additions	4,945	951,790	-	874,726	1,100,913	2,932,374
Disposals	(4,185)	-	-	-	-	(4,185)
Foreign translation impact	(660)	-	(9,838)	-	(10,586)	(21,084)
As at December 31, 2017	\$ 33,690	\$ 951,790	\$ 139,940	\$ 874,726	\$ 1,251,451	\$ 3,251,597
Additions	3,154	2,157,378	-	23,256	-	2,183,788
Disposals	-	-	-	-	-	-
Foreign translation impact	261	18,671	3,893	-	34,815	57,640
<b>As at March 31, 2018</b>	<b>\$ 37,105</b>	<b>\$ 3,127,839</b>	<b>\$ 143,833</b>	<b>\$ 897,982</b>	<b>\$ 1,286,266</b>	<b>\$ 5,493,025</b>

Accumulated depreciation	Furniture and equipment	Project development costs	Greenhouse and land improvement	Land on finance lease	Land	Total
As at December 31, 2016	\$ 23,176	\$ -	\$ 3,745	\$ -	\$ -	\$ 26,921
Depreciation and amortization	7,092	-	14,309	-	-	21,401
Disposal	(4,185)	-	-	-	-	(4,185)
Foreign translation impact	(100)	-	(561)	-	-	(661)
As at December 31, 2017	\$ 25,983	\$ -	\$ 17,493	\$ -	\$ -	\$ 43,476
Depreciation and amortization	988	-	3,527	-	-	4,515
Disposal	-	-	-	-	-	-
Foreign translation impact	102	-	556	-	-	658
<b>As at March 31, 2018</b>	<b>\$ 27,073</b>	<b>\$ -</b>	<b>\$ 21,576</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 48,649</b>

Net book value	Furniture and equipment	Project development costs	Greenhouse and land improvement	Land on finance lease	Land	Total
As at December 31, 2017	\$ 7,707	\$ 951,790	\$ 122,447	\$ 874,726	\$ 1,251,451	\$ 3,208,121
<b>As at March 31, 2018</b>	<b>\$ 10,032</b>	<b>\$ 3,127,839</b>	<b>\$ 122,257</b>	<b>\$ 897,982</b>	<b>\$ 1,286,266</b>	<b>\$ 5,444,376</b>

### 6. NOTES PAYABLE

In 2015, the Company's wholly-owned subsidiary, Golden State, entered into an agreement to purchase approximately 20 acres of land in southern California for an aggregate purchase price of US\$120,000. The Company paid US\$15,000 in cash and issued a promissory note in the amount of US\$105,000 secured by a Deed of Trust to an unrelated party and a member of key management with each individual having an undivided 50% interest in the notes payable. The note bears interest at the rate of 6% per annum and matures on March 1, 2020.

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements Three and nine months ended March 31, 2018

*(Unaudited - Expressed in Canadian dollars, unless otherwise stated)*

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As at March 31, 2018, the carrying value of the note payable is \$135,387 (US\$105,000) (December 31, 2017 - \$131,723 (US\$105,000)), and interest of \$1,992 (US\$1,575) (December 31, 2017 - \$10,101 (US\$7,875)) on the note payable had been paid. A summary of the notes payable is as follows:

Balance, December 31, 2016	140,984
Interest incurred	10,101
Interest paid	(10,101)
Foreign exchange	(9,261)
<b>Balance, December 31, 2017</b>	<b>\$ 131,723</b>
<b>Interest incurred</b>	<b>1,992</b>
<b>Interest paid</b>	<b>(1,992)</b>
<b>Foreign exchange</b>	<b>3,664</b>
<b>Balance, March 31, 2018</b>	<b>\$ 135,387</b>

### 7. SHARE CAPITAL

#### (a) Authorized

Unlimited number of common shares without par value.

#### (b) Stock options

In the first quarter of 2018, the Company granted 7,200,000 options to employees, directors and consultants at \$0.60, of which 300,000 were forfeited during the quarter. A total of \$5,829,947 (2016 - \$80,664) share-based compensation expenses were recorded. The Black Scholes valuation method was used with the following parameters:

	3 months ended March 31,	
	2018	2017
Weighted average risk-free interest rate	1.91%	NA
Weighted average expected life of options (years)	3.10	NA
Weighted average volatility	143%	NA
Dividend	Nil	NA
Estimated forfeiture rate	Nil	NA
Weighted average share price at the date of estimate	\$ 1.03	NA

In October 2017, the Company granted a total of 500,000 options to a company owned by a related party of the Company for as part of the land lease at Telkwa at an exercise price of \$0.55 per share. The options vest in twelve months from the grant date and the expiry date of the options granted is September 5, 2019. Share based compensation of \$23,256 (2016 - &Nil) was added to Land under Finance Lease.

There were 800,000 options exercised during the period for gross proceeds of \$94,000, \$109,953 was transferred from contributed surplus to share capital on exercise of these options.

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended March 31, 2018

(Unaudited - Expressed in Canadian dollars, unless otherwise stated)

The following is a summary of option transactions:

	Number of options	Weighted average exercise price per option
Balance, December 31, 2016	6,920,000	\$ 0.13
Options granted	500,000	0.55
Balance, December 31, 2017	7,420,000	\$ 0.16
Options granted	7,200,000	0.60
Options forfeited	(300,000)	0.60
Options exercised	(800,000)	0.12
Balance, March 31, 2018	13,520,000	\$ 0.39

As at March 31, 2018, the following stock options remained outstanding:

Expiry Date	Exercise Price	Number of options outstanding	Number of options exercisable	Weighted average years to expiry
January 31, 2023	\$ 0.60	5,050,000	4,850,000	4.84
January 31, 2021	\$ 0.60	1,850,000	1,250,000	2.84
April 10, 2021	\$ 0.10	5,700,000	5,700,000	3.03
September 27, 2021	\$ 0.24	100,000	100,000	3.50
November 6, 2019	\$ 0.80	320,000	320,000	1.60
September 5, 2019	\$ 0.55	500,000	-	1.43
	\$ 0.39	13,520,000	12,220,000	3.59

### (c) Warrants

The following is a summary of warrant transactions:

Number of warrants outstanding as at January 1, 2018	Issued	Exercised	Expired	Number of warrants outstanding as at March 31, 2018	Exercise price per warrant	Expiry date
1,150,000	-	(500,000)	-	650,000	\$ 0.100	April 8, 2018
4,450,000	-	(1,370,000)	-	3,080,000	\$ 0.150	May 24, 2018
13,216,070	-	(421,272)	-	12,794,798	\$ 0.850	May 4, 2020
18,816,070	-	(2,291,272)	-	16,524,798		

  

Number of warrants outstanding as at January 1, 2017	Issued	Exercised	Expired	Number of warrants outstanding as at December 31, 2017	Exercise price per warrant	Expiry date
360,000	-	(360,000)	-	-	\$ 0.100	February 24, 2017
1,150,000	-	-	-	1,150,000	\$ 0.100	April 8, 2018
1,900,000	-	(1,900,000)	-	-	\$ 0.075	April 9, 2017
9,300,000	-	(9,300,000)	-	-	\$ 0.075	November 16, 2017
5,300,000	-	(850,000)	-	4,450,000	\$ 0.150	May 24, 2018
	13,216,070	-	-	13,216,070	\$ 0.850	May 4, 2020
18,010,000	13,216,070	(12,410,000)	-	18,816,070		

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended March 31, 2018

*(Unaudited - Expressed in Canadian dollars, unless otherwise stated)*

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In 2017, a total of 12,410,000 warrants were exercised for gross proceeds of \$1,003,500. During the three months ended March 31, 2018, a total of 2,291,272 warrants were exercised for gross proceeds of \$613,581 (2017 – 4,210,000 warrants, \$381,000). \$46,100 (2017 - \$62,700) was transferred from warrant reserve to share capital on exercise of these warrants.

Subsequent to March 31, 2018, a total of 3,730,000 warrants have been exercised for proceeds of \$527,000.

### 8. RELATED PARTY TRANSACTIONS

Related party transactions are in the normal course of operations and are measured at the fair value of consideration paid. Related party transactions are also disclosed in note 6.

The Company has identified its directors and executive staff as key management personnel. Compensation to key management, including fees paid to companies controlled by directors and officers for their services provided, is follows:

		<b>3 Months Ended March 31,</b>	
		<b>2018</b>	<b>2017</b>
Management remuneration	\$	<b>30,000</b>	\$ 30,000
Consulting fee		<b>15,000</b>	15,000
Land lease		<b>60,000</b>	-
Stock based compensation		<b>2,263,630</b>	-
Total	\$	<b>2,368,630</b>	\$ 45,000

As at March 31, 2018, an amount of \$15,113 (December 31, 2017 - \$Nil) due from key management remained outstanding and is included in other receivables.

As at March 31, 2018, an amount of \$793,988 (December 31, 2017 - \$Nil) for a finance lease for land in Telkwa, BC is due to an entity, owned by a Director of the Company. The lease is for a term of 5 years at \$20,000 per month. The Company has the option to purchase the land after one year for a minimum of \$500,000.

As at March 31, 2018, an amount of \$135,387 (December 31, 2017 - \$131,723) in notes payable is due to a director and a member of key management with each individual having an undivided 50% interest in the notes payable.

Amounts are non-interest-bearing and are due on demand. The Company did not pay any long-term or termination benefits to its key management. The Company's employment agreement with one Officer would entitle that Officer to compensation of \$120,000 upon termination.

### 9. CAPITAL MANAGEMENT

The Company's objectives of capital management are to provide returns for shareholders and to comply with externally imposed capital requirements, if any, to safeguard the entity's ability to support the Company's

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended March 31, 2018

*(Unaudited - Expressed in Canadian dollars, unless otherwise stated)*

normal operating requirements on an ongoing basis and continue to develop and expand its projects. As at March 31, 2018 and 2017. The Company has no externally imposed capital requirements.

The capital of the Company consists of notes payable and the items included in equity (deficiency). The Board of Directors does not establish a quantitative return on capital criteria for management but promotes year-over-year sustainable earnings growth targets. 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. There have been no changes in the way the Company manages its capital during the three months ended March 31, 2018.

### 10. FAIR VALUE MEASUREMENTS AND FINANCIAL INSTRUMENTS

The Company manages its exposure to key financial risk in accordance with the Company's financial risk management framework. The objective of the framework is to protect the Company's future financial security. The main risks that could adversely affect the Company's financial assets, liabilities or future cash flows are liquidity risk, credit risk and market risk, which comprise foreign exchange rate risk, interest rate risk and other price risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework and reviews the Company's policies on an ongoing basis. Currently, the Company does not apply any form of hedge accounting.

#### (a) Fair value

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instrument. These estimates are subjective in nature and involve uncertainties and matters of significant judgment, and therefore, cannot be determined with precision. Changes in assumptions could significantly affect estimates. Management assessed that the fair values of cash and cash equivalents, other receivables, accounts payable and accrued liabilities, and interest payable approximate their carrying amounts largely due to the short-term maturities of these instruments, and the fair value of the notes payable approximates its face value, as any interest arising from the notes payable is required to be paid to the security holder monthly.

The following table provides the quantitative disclosures of fair value measurement hierarchy of the Company's financial assets and liabilities measured on recurring basis.

	3 Months Ended March 31, 2018			December 31, 2017		
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Assets and liabilities measured at fair value</b>						
Cash	\$ 909,701	\$ -	\$ -	\$ 3,411,778	\$ -	\$ -
Other receivables	\$ 195,161			\$ 133,776		
Notes payable	-	135,387	-	-	131,723	-

There was no transfer between fair value levels during the reporting period.

#### (b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company is exposed to credit risk primarily associated to other

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receivables and cash and cash equivalents. The carrying value of the financial assets represents the maximum credit exposure.

The Company undertakes credit evaluations on counterparties as necessary and has monitoring processes intended to mitigate credit risks. There was no amount in trade receivables at March 31, 2018 or 2017 for which a provision for doubtful debts is recognized or which were past due.

### (c) Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will have sufficient liquid funds to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. As at March 31, 2018, the Company has \$909,701 cash on hand (December 31, 2017 - \$3,411,778) and working capital of \$2,992,447 (December 31, 2017 - \$4,813,400).

Based on the contractual obligations of the Company as at March 31, 2018, cash outflows of those obligations are estimated and summarized as follows:

	Payment Due by Year			
	2018	2019 and 2020	2021 and beyond	Total
Accounts payable and accrued liabilities	\$ 603,722	\$ -	\$ -	\$ 603,722
Notes payable	-	135,387	-	135,387
Operating lease obligations	72,914	155,290	185,938	414,142
Finance land lease obligations	180,000	480,000	420,000	1,080,000
	<b>\$ 856,636</b>	<b>\$ 770,677</b>	<b>\$ 605,938</b>	<b>\$ 2,233,251</b>

### (d) Market risk

The significant market risks to which the Company is exposed are interest rate risk and currency risk.

#### (i) Interest rate risk

Interest rate risk consists of two components:

- (a) To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
- (b) To the extent that changes in prevailing market rates differ from the interest rates in the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

As the note payable bears a fixed coupon rate of 6% per annum, the Company does not have interest rate risk at year-end.

# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements Three and nine months ended March 31, 2018

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### (ii) Currency risk

The Company is exposed foreign currency risk when the Company undertakes transactions and holds assets or liabilities denominated in foreign currencies other than its functional currency.

The Company currently does not manage currency risk through hedging or other currency management tools. As at December 31, 2017, the Company's exposure to currency risk is summarized as follows:

Expressed in Canadian dollar equivalents	3 Months Ended March 31, 2018	December 31, 2017
Financial assets denominated in US dollars		
Cash	\$ 733,764	\$ 839,915
Receivables	-	-
	<b>\$ 733,764</b>	<b>\$ 839,915</b>
Financial liabilities denominated in US dollars		
Interest payable	\$ -	\$ -
Notes payable	135,387	131,723
	<b>\$ 135,387</b>	<b>\$ 131,723</b>

As at March 31, 2018, with other variables unchanged, a 10% change in the USD against the CAD would have increased/decreased comprehensive loss by \$59,838 (December 31, 2017 – \$70,819).

### (iii) Other price risk

Other price risk is the risk that the future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or currency risk. The Company is not exposed to other price risk.

## 11. ECONOMIC DEPENDENCE

Maple Leaf is not currently receiving material revenues from any one source.

## 12. SEGMENT INFORMATION

Operating segments are components of the Company where separate financial information is available that is evaluated and determined regularly by management. As at December 31, 2017, the Company has one reportable segment, being eco- agriculture and two geographical segments, being Canada and United States.



# MAPLE LEAF GREEN WORLD INC.

## Notes to the Unaudited Condensed Consolidated Interim Financial Statements Three and nine months ended March 31, 2018 (Unaudited - Expressed in Canadian dollars, unless otherwise stated)

Segment information is summarized as follows:

	3 Months Ended March 31, 2018			December 31, 2017		
	Canada	US	Consolidated	Canada	US	Consolidated
Current assets	\$ 2,384,322	\$ 1,316,139	\$ 3,700,461	\$ 4,323,218	\$ 826,856	\$ 5,150,074
Other long term assets	26,771	-	26,771	26,771	-	26,771
Property, plant and equipment	3,334,227	2,110,149	5,444,376	1,827,966	1,380,155	3,208,121
Total assets	\$ 5,745,320	\$ 3,426,288	\$ 9,171,608	\$ 6,177,955	\$ 2,207,011	\$ 8,384,966
Current liabilities	\$ 749,184	\$ -	\$ 749,184	\$ 213,422	\$ -	\$ 213,422
Long term liabilities	666,114	135,387	801,501	-	131,723	131,723
Total liabilities	\$ 1,415,298	\$ 135,387	\$ 1,550,685	\$ 213,422	\$ 131,723	\$ 345,145

  

	3 Months Ended March 31, 2018			Year ended December 31, 2017		
	Canada	US	Consolidated	Canada	US	Consolidated
Revenues	\$ -	\$ -	\$ -	\$ -	\$ 211,645	\$ 211,645
Operating expenses	6,158,806	51,303	6,210,109	1,471,457	546,025	2,017,482
Net loss	\$ (6,158,806)	\$ (51,303)	\$ (6,210,109)	\$ (1,471,457)	\$ (334,380)	\$ (1,805,837)

### 13. COMMITMENTS AND CONTINGENCIES

On December 11, 2017, the Company entered an office lease until December 31, 2022. The basic annual rent is as follows:

2018	\$72,914
2019	\$72,914
2020	\$82,376
2021	\$89,438
2022	\$96,500

During the 3 months ended March 31, 2018, the Company recorded rent expenses of \$17,417 (2017 - \$12,872).

In August of 2017, Maple Leaf signed an agreement for the design and construction of the cannabis cultivation facility in Henderson, NV for \$2,995,000 USD. As at March 31, 2018, \$3,004,528 (\$2,095,000 USD) remained outstanding. The project is expected to be completed in late 2018.

At March 31, 2018, \$1,498,140 had been committed for costs related to the Telkwa cannabis cultivation facility which is expected to be completed in the summer of 2018.

### 14. SUBSEQUENT EVENTS

On April 17, 2018, the Board of Directors of Maple Leaf (the "Board") approved the grant of 600,000 stock options to purchase common shares of the Company to a Director and to an employee of the Company, subject to regulatory approvals. The options were issued at an exercise price of \$0.70 per share.

## **MAPLE LEAF GREEN WORLD INC.**

### **Notes to the Unaudited Condensed Consolidated Interim Financial Statements Three and nine months ended March 31, 2018**

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Effective April 19, 2018, the Common Shares of the Company were delisted from the TSX Venture Exchange ("TSXV") and began trading on the Aequitas NEO Exchange (the "NEO Exchange") under the symbol "MGW" on April 20, 2018.

On May 03, 2018 the Company entered into an engagement letter with Emerging Equities Inc. ("EEI") with respect to a proposed brokered private placement financing for gross proceeds of a minimum of \$1,000,000 and a maximum of \$20,000,000 (the "Offering"). The Offering will consist of units of the Company (the "Units") at an offering price of \$0.65 per Unit. Each Unit will be comprised of one common share in the capital of the Company (each, a "Common Share") and one Common Share purchase warrant (each, a "Warrant"). Each whole Warrant will entitle the holder to acquire one Common Share at an exercise price of \$1.00 up until and including May 1, 2020.