DANAVATION TECHNOLOGIES CORP.

CSE FORM 2A - LISTING STATEMENT

January 11, 2021

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GLOSSARY OF TERMS

"Agency Agreement" means the agency agreement dated December 10, 2020 between Danavation, Wolf's Den, Beacon and the Agents whereby the Concurrent Financing was completed for gross proceeds of $4,122,500.

"Agents" means the syndicate of agents in connection with the Concurrent Financing led by Beacon and Echelon.

"Amending Agreement No. 1" means the amending agreement entered into on July 30, 2020 between Danavation, Wolf's Den and the Danavation Shareholders, whereby the parties thereto increased the amount of the allowable private placements to be completed by Danavation.

"Amending Agreement No. 2" means the amending agreement entered into on September 29, 2020 between Danavation, Wolf's Den and the Danavation Shareholders, whereby the parties thereto changed the Concurrent Financing from a financing to be completed in Wolf's Den to a financing completed in Danavation.

"Amending Agreement No. 3" means the amending agreement entered into on November 30, 2020 between Danavation, Wolf's Den and the Danavation Shareholders, whereby the parties thereto agreed that each common share and warrant held by securityholders of Danavation in connection with the Concurrent Financing will be exchanged for Issuer common shares and Issuer warrants, both on a one for one basis.

"Articles of Amendment" means the articles of amendment of Danavation filed under the OBCA: (A) on February 26, 2020, pursuant to which Danavation (i) created an unlimited number of Danavation Shares; (ii) created an unlimited number of special shares, issuable in series; (iii) exchanged the 100 issued and outstanding Class A Common Shares into 100 Danavation Shares; (iv) exchanged the outstanding 100 issued and outstanding Class B Common Shares into 100 Danavation Shares; (iv) removed the authorized but unissued class A preference shares; and (v) removed the authorized but unissued class B preference shares; and (B) on December 2, 2020, pursuant to which private company restrictions were removed from the articles.

"ASC" means the Alberta Securities Commission.

"BCBCA" means the *Business Corporations Act* (British Columbia), as amended, including the regulations promulgated thereunder.

"BCSC" means the British Columbia Securities Commission.

"Beacon" means Beacon Securities Limited.

"Board of Directors" or **"Board"** means the board of directors of the Company as it may be comprised from time to time.

"Borges Agreement" means the employment agreement entered into between Frank Borges and the Issuer on or around the completion date of the Transaction.

"Bonus" means the $60,000 one-time non-refundable fee that Danavation paid to FCCC in connection with the execution of the Share Exchange Agreement**.**

"Broker Warrant" means a Danavation Share purchase warrant issued to the Agents in connection with the Concurrent Financing, each Broker Warrant entitling the holder to purchase one Broker Warrant Share (as hereinafter defined) at a price of $0.35 per Broker Warrant Share for a period of 24 months from the satisfaction or waiver (to the extent such waiver is permitted) of the escrow release conditions.

"Broker Warrant Shares" means the Danavation Shares issuable upon exercise of the Broker Warrants.

"Capital Restructuring Private Placement" means the Wolf's Den private placement settling an aggregate of $502,500 of indebtedness owed to certain non-arm's length creditors of Wolf's Den through the issuance of 100,500,000 Common Shares at a deemed price per share of $0.005 as set forth in its Material Change Report dated

August 21, 2019.

"CEO" means Chief Executive Officer.

"CFO" means Chief Financial Officer.

"Class A Common Shares" means the class A common shares of Danavation, which were exchanged for Danavation Shares in connection with the Articles of Amendment filed on February 26, 2020.

"Class B Common Shares" means the class B common shares of Danavation, which were exchanged for Danavation Shares in connection with the Articles of Amendment filed on February 26, 2020.

"Closing Date" means the closing date of the Transaction, being January 8, 2021.

"Common Shares" means the common shares in the capital of the Company.

"Company" or **"Wolf's Den"** means Wolf's Den Capital Corp. prior to the Transaction.

"Computershare" means Computershare Trust Company of Canada.

"Concurrent Financing" means the brokered private placement led by Beacon and Echelon of 16,490,000 Subscription Receipts at a price of $0.25 per Subscription Receipt for gross proceeds of $4,122,500 completed on December 10, 2020, whereby each Subscription Receipt will be automatically converted into one (1) Danavation Share and one half of a Warrant upon the satisfaction or waiver of certain escrow release conditions.

"Consolidation" means the 30:1 consolidation of the issued and outstanding Common Shares, which Wolf's Den intends to complete prior to completion of the Share Exchange.

"COVID-19" means the novel strain of coronavirus, the outbreak of which began in 2019. See Section 3.3 "*Trends, Commitments Events or Uncertainties*" and Section 17 "*Risk Factors – COVID-19*".

"CSE" or **"Exchange"** means the Canadian Securities Exchange.

"CTOs" means the cease trade orders issued in May of 2015 against Josephine Mining Corp. (as predecessor by name change to the Company) by the BCSC, the ASC and the OSC.

"Danavation" means Danavation Technologies Inc., the private entity prior to the completion of the Transaction, incorporated pursuant to articles of incorporation under the *Business Corporations Act* (Ontario) on October 24, 2018.

"**Danavation Shares**" means common shares in the capital of Danavation.

"Digital Smart Label" means Danavation Technologies Inc. platform, that enables organizations to automate their pricing, product and promotions inclusive of the hardware and software that make up the "system". Unless otherwise noted, this term refers to version 1.0.

"Danavation Private Placements" means the non-brokered private placements completed by Danavation prior to completion of the Transaction, as described below:

- March 16, 2020: Danavation completed a non-brokered Private Placement and issued 15,000,000 Danavation Shares at a price of $0.02 per Danavation Share for gross proceeds of $300,000.

- April 15, 2020: Danavation completed a non-brokered Private Placement and issued 14,700,000 Danavation Shares at a price of $0.05 per Danavation Share for gross proceeds of $735,000.

- April 16, 2020: Danavation completed a non-brokered Private Placement and issued 1,400,000 Danavation

Shares at a price of $0.05 per Danavation Share for gross proceeds of $70,000.

- April 17, 2020: Danavation completed a non-brokered Private Placement and issued 500,000 Danavation Shares at a price of $0.05 per Danavation Share for gross proceeds of $25,000.

- May 19, 2020: Danavation completed a non-brokered Private Placement and issued 5,081,662 Danavation Shares at a price of $0.15 per Danavation Share for gross proceeds of $762,249.30.

- July 22, 2020: Danavation completed a non-brokered Private Placement and issued 1,270,000 Danavation Shares at a price of $0.15 per Danavation Share for gross proceeds of $190,500.

"Danavation Shareholders" means the shareholders of Danavation.

"Debt Settlement Private Placement" means the Wolf's Den private placement issuing an aggregate of 60,600,000 Common Shares at a price of $0.02 per Common Share, settling an aggregate of $1,212,000 of indebtedness owed to certain arm's length and non-arm's length creditors of Wolf's Den, as set forth in Wolf's Den's Material Change Report dated August 21, 2019.

"Echelon" means Echelon Wealth Partners Inc.

"Escrow" means the escrow conditions prohibiting the transfer of certain Common Shares for up to a three-year period following the Listing.

"Escrow Agreement" means the agreement to be entered into on or prior to the date of listing on the CSE that stipulates which securities of the Issuer are subject to Escrow.

"Escrow Shares" means the Common Shares held by the new directors and officers of the Issuer that are subject to Escrow.

"FCCC" means First Canadian Capital Corp., a corporation incorporated under the OBCA on November 27, 1997.

"FCCC Consulting Agreement" means the consulting agreement dated February 1, 2019 between Danavation and FCCC.

"FCCC Subscription Agreement" means the subscription agreement dated March 16, 2020 between Danavation and FCCC, pursuant to which FCCC purchased an aggregate of 15,000,000 Danavation Shares at a price of $0.02 per Danavation Share for aggregate gross proceeds of $300,000.

"FCCC Term" means the eighteen (18) month term of the FCCC Consulting Agreement.

"Issuer" means Danavation Technologies Corp. (formerly Wolf’s Den Capital Corp.), the entity following the completion of the Transaction.

"Listing" means the listing of the Issuer on the CSE.

"Listing Date" means the date the Issuer is listed on the CSE.

"Listing Statement" means this CSE Form 2A Listing Statement of the Issuer, including all schedules attached hereto, prepared in support of the listing of the Issuer's securities on the CSE, as may be amended, restated or supplemented from time to time.

"MD&A" means management discussion and analysis.

"Monthly Fee" means the consulting fee of $12,667 per month that Danavation has agreed to pay FCCC pursuant to the terms of the FCCC Consulting Agreement.

"NEO" means Named Executive Officers.

"OBCA" means the *Business Corporations Act* (Ontario) as amended, including the regulations promulgated thereunder.

"Option Plan" means the Issuer's incentive stock option plan.

"Options" means all outstanding options granted pursuant to the Option Plan.

"OSC" means the Ontario Securities Commission.

"Person" means any corporation, partnership, limited liability company or partnership, joint venture, trust, unincorporated association or organization, business, enterprise or other entity; any individual; and any Government.

"Principal" means all persons that, on completion of the Listing, fall into one of the following categories:

a) directors and senior officers of the Issuer or a material operating subsidiary of the Issuer, at the time of the Listing;

b) promoters of the Issuer during the two years preceding the Listing;

c) those who own and/or control, directly or indirectly, more than 10% of the Issuer's voting securities (on a fully diluted basis) immediately before and immediately after completion of the Listing and if they also have elected or appointed or have the right to elect or appoint a director or senior officer of the Issuer or of a material operating subsidiary of the Issuer;

d) those who own and/or control more than 20% of the Issuer's voting securities (on a fully diluted basis) immediately before and immediately after completion of the Listing; and

e) the spouse(s) and relative(s) that live at the same address as any of the above.

"Reorganization" means the series of organizational transactions undertaken by Wolfpack Brands Corporation in July of 2019 intended to reduce the Company's debt, remediate its financial position and reorganize the company's capital structure.

"Ricci Agreement" means the employment agreement entered into between Frank Borges and the Issuer on or around the completion date of the Transaction.

"September Private Placement" means the Wolf's Den non-brokered private placement of an aggregate of 46,200,200 Common Shares at a price of $0.05 per Common Share for gross proceeds of $2,310,010, which closed in two tranches, with the first tranche closing on September 9, 2019 and the second tranche closing on September 16, 2019. See Section 3.1(a) – "*General Development of Wolf's Den's Business*".

"Share Exchange Agreement" refers collectively to the share exchange agreement dated March 30, 2020 between Wolf's Den and Danavation and the Danavation Shareholders, Amending Agreement No. 1, Amending Agreement No. 2 and Amending Agreement No. 3.

"Share Exchange" means the share exchange between Wolf's Den and Danavation, pursuant to which Wolf's Den will acquire all of the issued and outstanding Danavation Shares in exchange for Common Shares.

"Subscription Receipts" means the subscription receipts issued pursuant to the Concurrent Financing at a price of $0.25 per Subscription Receipt.

"Subscription Receipt Agreement" means the subscription receipt agreement dated December 10, 2020, entered into between Danavation, Wolf's Den, Beacon Securities Limited, Echelon Wealth Partners Inc. and Computershare, as subscription receipt agent, in connection with the Concurrent Financing.

"Termination Payment" means the lump sum severance payment equal to twenty-four months salary given to either John Ricci or Frank Borges by the Issuer upon termination without cause of the Ricci Agreement or Borges Agreement, respectively.

"Transaction" means the reverse takeover of the Company by Danavation and the Danavation Shareholders.

"TSXV" means the TSX Venture Exchange.

"Warrant" means a Danavation Share purchase warrant entitling the holder to purchase one additional Danavation Share (a "**Warrant Share**") at a price of $0.35 per Warrant Share for a period of 24 months from the satisfaction or waiver (to the extent such waiver is permitted) of the escrow release conditions.

"**Warrant Indenture**" means the warrant indenture dated December 10, 2020, entered into between Danavation and Computershare, as warrant agent, in connection with the Concurrent Financing.

"Wolfpack Consolidation" means the 100:1 consolidation of the Common Shares, which was completed on July 18, 2019.

FORWARD-LOOKING STATEMENTS

Unless otherwise indicated, use of the term "**Wolf's Den**" or the "**Company**" refers to Wolf's Den Capital Corp. prior to the Transaction (as defined below). Unless otherwise indicated, use of the term "**Issuer**" refers to the resulting issuer following the Transaction to be renamed Danavation Technologies Corp. (formerly Wolf Den's Capital Corp.). The information provided in this listing statement (the "**Listing Statement**") may contain "forward-looking statements" about Wolf's Den, Danavation and the Issuer. In addition, the Issuer may make or approve certain statements in future filings with Canadian securities regulatory authorities, in press releases, or in oral or written presentations by representatives of the Issuer that are not statements of historical fact and may also constitute forward-looking statements. All statements, other than statements of historical fact, made by the Issuer that address activities, events or developments that the Issuer expects or anticipates will or may occur in the future are forward-looking statements, including, but not limited to, statements preceded by, followed by or that include words such as "may", "will", "would", "could", "should", "believes", "estimates", "projects", "potential", "expects", "plans", "intends", "anticipates", "targeted", "continues", "forecasts", "designed", "goal", or the negative of those words or other similar or comparable words.

Forward-looking statements may relate to future financial conditions, results of operations, plans, objectives, performance or business developments. These statements speak only as at the date they are made and are based on information currently available and on the then current expectations of the Issuer and assumptions concerning future events, which are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from that which was expressed or implied by such forward-looking statements, including, but not limited to, risks and uncertainties related to:

- the availability of financing opportunities, risks associated with economic conditions, dependence on management and conflicts of interest; and

- other risks described in this Listing Statement and described from time to time in documents filed by the Issuer with Canadian securities regulatory authorities.

Consequently, all forward-looking statements made in this Listing Statement and other documents of the Issuer are qualified by such cautionary statements and there can be no assurance that the anticipated results or developments will actually be realized or, even if realized, that they will have the expected consequences to or effects on the Issuer. The cautionary statements contained or referred to in this section should be considered in connection with any subsequent written or oral forward-looking statements that the Issuer and/or persons acting on its behalf may issue. The Issuer undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, other than as required under securities legislation (see *Section 17 – Risk Factors*).

Market and Industry Data

This Listing Statement includes market and industry data that has been obtained from third party sources, including industry publications. The Issuer believes that its industry data is accurate and that its estimates and assumptions are reasonable, but there is no assurance as to the accuracy or completeness of this data. Third party sources generally state that the information contained therein has been obtained from sources believed to be reliable, but there is no assurance as to the accuracy or completeness of included information. Although the data is believed to be reliable, neither Wolf's Den nor Danavation have independently verified any of the data from third party sources referred to in this Listing Statement or ascertained the underlying economic assumptions relied upon by such sources.

Currency

All dollar amounts in this Listing Statement are in Canadian dollars unless otherwise indicated, and all references to $ in this Listing Statement are to Canadian dollars unless otherwise indicated.

2. CORPORATE STRUCTURE

2.1(a) – Corporate Name and Head and Registered Office – Wolf's Den

Wolf's Den Capital Corp. was incorporated as "Green Park Capital Corp." under the laws of the Province of British Columbia on June 4, 2007. The Company subsequently changed its name to "Josephine Mining Corp." on March 24, 2011. The Company changed its name a further time to "Wolfpack Brands Corporation" on July 18, 2019. The Company further changed its name to its current name, "Wolf's Den Capital Corp." on March 6, 2020. On January 6, 2021, the Issuer filed article of amendment to change its name to its current name, "Danavation Technologies Corp.".

The Issuer's head office and registered office is located at 700-595 Burrard Street, Vancouver, British Columbia V7X 1S8.

2.1(b) – Corporate Name and Head and Registered Office – Danavation

Danavation Technologies Inc. was incorporated under the laws of the Province of Ontario on October 24, 2018. Danavation's head office and registered office is located at 109 Woodbine Downs Boulevard, Unit No. 1, Toronto, Ontario M9W 6Y1.

On February 26, 2020, Danavation filed Articles of Amendment under the OBCA pursuant to which Danavation: (i) created an unlimited number of Danavation Shares; (ii) created an unlimited number of special shares, issuable in series; (iii) exchanged the 100 issued and outstanding class A common shares (the "**Class A Common Shares**") into 100 Danavation Shares; (iv) exchanged the outstanding 100 issued and outstanding class B common shares (the "**Class B Common Shares**") into 100 Danavation Shares; (iv) removed the authorized but unissued class A preference shares; and (v) removed the authorized but unissued class B preference shares.

On December 2, 2020, Danavation filed Articles of Amendment under the OBCA pursuant to which Danavation removed certain private company restrictions from its articles.

2.2(a) – Jurisdiction of Incorporation – Wolf's Den

Wolf's Den was formed pursuant to articles of incorporation under the BCBCA. On July 18, 2019, the Company amended its articles to enable the Company, by way of resolution of its board of directors and subject to the provisions of the BCBCA, to alter its authorized share structure by way of a consolidation or subdivision of its unissued, or fully paid issued shares. The Company subsequently completed a consolidation of its common shares on a one hundred to one basis on July 18, 2019 (the "**Wolfpack Consolidation**").

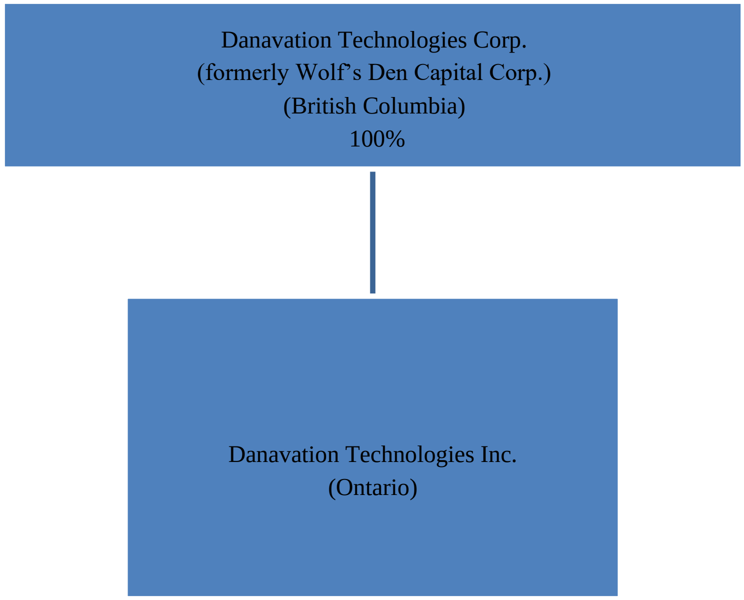
2.2(b) – Jurisdiction of Incorporation – Danavation

Danavation Technologies Inc. was formed pursuant to articles of incorporation under the OBCA on October 24, 2018.

2.3 – Inter-corporate Relationships

Wolf's Den previously held a 21% interest in a company named Gold Coast Mining, Inc. (Oregon), which was dissolved by the State of Washington as of February 2016. Danavation does not have any subsidiaries.

Following completion of the Transaction described below in *Section 3 – General Development of the Business*, Danavation became a wholly-owned subsidiary of Wolf's Den. The corporate structure of the Issuer following completion of the Transaction is set out below:



<u>2.4 – Fundamental Change</u>

The Issuer is not re-qualifying following a fundamental change and is not proposing an acquisition, amalgamation, merger, reorganization or arrangement. Following completion of the Transaction (as defined herein) the business of Danavation became the business of the Issuer.

3. GENERAL DEVELOPMENT OF THE BUSINESS

<u>3.1(a) – General Development of Wolf's Den's Business</u>

Wolf's Den was formed as "Green Park Capital Corp." pursuant to articles of incorporation under the laws of the Province of British Columbia on June 4, 2007.

The primary office of Wolf's Den is located at 700-595 Burrard Street, Vancouver, British Columbia V7X 1S8.

Since March 24, 2008, the common shares (the "**Common Shares**") of Wolf's Den (then known as Josephine Mining Corp.) were listed and posted for trading on the TSX Venture Exchange (the "**TSXV**") under the trading symbol "JMC". Josephine Mining Corp. (as predecessor by name change to the Company) was a junior mineral exploration Company focused on mineral resource properties located in Canada and the United States. On May 11, 2015, the Common Shares of the Company were halted from trading on the TSXV as a result of cease trade orders being issued by the BCSC, the ASC and the OSC (the "**CTOs**"). Through a series of corporate transactions permitted under the BCBCA and disclosed pursuant to applicable Canadian securities laws, in early 2019, a group of arm's length investors acquired the outstanding debt of the Company, privately funded the applications in connection with the revocation of the CTOs, and re-constituted the board of directors and management for the purpose of evaluating and ultimately carrying on an active business.

During the first half of 2019, the Company, under the supervision of the newly constituted board and management, made applications to the BCSC, the ASC and the OSC to have the CTOs revoked. On May 28, 2019, the CTOs were revoked by the BCSC, the ASC and the OSC, and the Company was subsequently removed from the defaulting issuers list (or equivalent) in the Provinces of Alberta, British Columbia and Ontario.

Following the revocation of the CTO's, in June 2019, the Company held its first annual general and special meeting since 2015, where shareholders approved and confirmed the election of the new board of directors and certain amendments to the articles of the Company, following which the board of directors approved and authorized a change of name of the Issuer from "Josephine Mining Corp." to "Wolfpack Brands Corporation" and the Wolfpack Consolidation.

Under the guidance of its new Board and management, in July 2019, Wolfpack Brands Corporation completed a series of organizational transactions intended to reduce the Company's debt, remediate its financial position and reorganize the Company's capital structure (the "**Reorganization**") all as disclosed in the Company's regulatory filings and associated news releases. In connection with the Reorganization and the Wolfpack Consolidation, the Board and management began the process of deliberating on the Company's prospects regarding its legacy and potential future business opportunities and current market conditions. After consultation with management and market analysis, it was determined by the board of directors that it would be prudent to divest the Company of its legacy mining assets.

On August 21, 2019, Wolf's Den settled an aggregate of $502,500 of indebtedness owed to certain non-arm's length creditors through the issuance of an aggregate of 100,500,000 Common Shares at a price of $0.005 per Common Share as disclosed in the Company's Material Change Report dated August 21, 2019 (the "**Capital Restructuring Private Placement**"). The debt settled pursuant to the Capital Restructuring Private Placement was acquired by the non-arm's length creditors prior to their involvement with the Company from certain third-party creditors in late 2018.

On August 22, 2019, Wolf's Den settled an aggregate of $1,212,000 of indebtedness owed to certain arm's length and non-arm's length creditors through the issuance of an aggregate of 60,600,000 Common Shares at a price of $0.02 per Common Share as disclosed in the Company's Material Change Report dated August 22, 2019 (the "**Debt Settlement Private Placement**").

On October 2, 2019, Wolf's Den announced the completion of a non-brokered private placement (the "**September Private Placement**") of Common Shares at a price of $0.05 per Common Share for gross proceeds of $2,310,010 through the issuance of 46,200,200 Common Shares. The September Private Placement closed in two tranches, with the first tranche closing on September 9, 2019 (34,550,200 Common Shares for gross proceeds of $1,727,510) and the second tranche closing on September 16, 2019 (11,650,000 Common Shares for gross proceeds of $582,500).

On December 20, 2019, Wolf's Den announced the resignation of Koby Smutylo as Chief Executive Officer, and the appointment of Richard Buzbuzian as Chief Executive Officer in his stead. In connection with the resignation of Mr. Smutylo, Wolf's Den entered into certain ancillary agreements providing for, among other things, the surrender of 30,000,000 Common Shares held by Mr. Smutylo to treasury, the termination of a consulting agreement between Wolf's Den and a company controlled by Mr. Smutylo in accordance with its terms and the disposition of certain nil value intellectual property rights of the Company to Mr. Smutylo for no additional consideration.

On March 6, 2020, Wolf's Den announced that it had changed its name to its current name, "Wolf's Den Capital Corp.". The Company also announced that in connection with the name change, the Company intended to pursue a corporate strategy as a diversified investment-holding company focused on making active investments and participating in the management of high-potential growth companies in various industry sectors including technology, life sciences, fintech, digital media and other information and communications technology sectors.

On March 30, 2020, Wolf's Den announced that it had executed the Share Exchange Agreement with Danavation and Danavation Shareholders pursuant to which, among other things, Wolf's Den will acquire all of the issued and outstanding shares of Danavation in exchange for Common Shares of Wolf's Den (the "**Share Exchange**"). The transactions contemplated by the Share Exchange Agreement will constitute a "Reverse Takeover" of the Company by Danavation and the Danavation Shareholders (the "**Transaction**"). In connection with the Transaction, Wolf's Den also announced that immediately prior to completion of the Share Exchange it intends to complete a consolidation of its issued and outstanding Common Shares (the "**Consolidation**") on the basis of one (1) post-Consolidation Common Share for every thirty (30) outstanding Common Shares. Following completion of the Transaction, the Company intends to change its name from Wolf's Den Capital Corp. to Danavation Technologies Corp. On March 30, 2020, Wolf's Den also announced that it would complete a private placement of common shares, subscription receipts, or other securities convertible into Common Shares, for aggregate gross proceeds of up to $6,000,000 (the "**Concurrent Financing**").

Danavation and Wolf's Den entered into Amending Agreement No. 1 on July 30, 2020 whereby the allowable financing of Danavation under the terms of the Share Exchange Agreement was increased to allow a maximum of 23,300,000 Danavation Shares to be issued under the terms of the Share Exchange Agreement.

Danavation and Wolf's Den entered into Amending Agreement No. 2 on September 29, 2020 whereby the Concurrent Financing was changed from a financing of Wolf's Den to a financing of Danavation.

Danavation and Wolf's Den entered into Amending Agreement No. 3 on November 30, 2020 whereby the Concurrent Financing was changed from a financing of Wolf's Den to a financing of Danavation.

3.1(b) – General Development of Danavation and Danavation's Business

Period from Incorporation to date of Listing Statement

On October 24, 2018, Danavation was incorporated under the provisions of the OBCA.

On January 10, 2019, Danavation installed the Digital Smart Label System at Norwich Deli & Bakery.

On February 1, 2019, Danavation entered into the FCCC Consulting Agreement with First Canadian Capital Corp., pursuant to which FCCC was engaged as an independent contractor to provide financial, strategic and marketing advisory services to Danavation. The FCCC Consulting Agreement had an eighteen (18) month term, which expired on August 1, 2020 (the "**FCCC Term**"). The parties did not extend the FCCC Consulting Agreement for another term. Pursuant to the FCCC Consulting Agreement, Danavation agreed to pay FCCC a consulting fee of $12,667 per month (the "**Monthly Fee**"), plus applicable taxes. In addition to the Monthly Fee, Danavation agreed to pay FCCC a one-time non-refundable fee of $60,000 (the "**Bonus**") in connection with the execution of the Share Exchange Agreement.

On February 20, 2019, Danavation installed the Digital Smart Label System at Unattended Markets.

On May 23, 2019, Danavation entered into a letter agreement with the Business Development Bank of Canada ("**BDC**") whereby BDC loaned Danavation $250,000 primarily for the expansion of Danavation's products.

On August 10, 2019, Danavation installed the Digital Smart Label System at Cataldi's Fresh Markets. Danavation plans to deploy the system at a further location by early 2021.

On September 17, 2019, Danavation installed the Digital Smart Label System (pilot) at Global Pet Foods.

On October 15, 2019, Danavation entered into a letter agreement with the BDC whereby BDC agreed to loan Danavation up to a further $90,000 primarily for working capital purposes.

On October 27, 2019, Danavation signed a (pilot) agreement with Burlington Coat Factory. The installation was scheduled for April 2020 but has been delayed due to COVID. The new installation date has been set for early 2021.

On March 16, 2020, Danavation entered into the FCCC Subscription Agreement with FCCC, pursuant to which FCCC purchased an aggregate of 15,000,0000 Danavation Shares at a price of $0.02 per Danavation Share for aggregate gross proceeds of $300,000.

On March 30, 2020, Danavation and the Danavation Shareholders entered into the Share Exchange Agreement with Wolf's Den.

On March 23, 2020, Danavation installed the Digital Smart Label System (pilot) at an LCBO store located in Kitchener, Ontario, as part of phase 1 of the pilot. Due to the success of the pilot, LCBO has signed a letter of intent to move to phase 2 of the pilot with plans to deploy the Digital Smart Label system at the flagship store located at 2 Cooper Street, Toronto, Ontario with the installation date set for October 2020.

On April 15, 2020, Danavation completed a non-brokered private placement of an aggregate of 14,700,000 Danavation Shares at a price of $0.05 per Danavation Share, for aggregate gross proceeds of $735,000.

On April 16, 2020, Danavation completed a non-brokered private placement of an aggregate of 1,400,000 Danavation Shares at a price of $0.05 per Danavation Share, for aggregate gross proceeds of $70,000.

On April 17, 2020, Danavation completed a non-brokered private placement of an aggregate of 500,000 Danavation Shares at a price of $0.05 per Danavation Share, for aggregate gross proceeds of $25,000.

On May 19, 2020, Danavation completed a non-brokered private placement of an aggregate of 5,081,662 Danavation Shares at a price of $0.15 per Danavation Share, for aggregate gross proceeds of $762,250.

On July 22, 2020, Danavation completed a non-brokered private placement of an aggregate of 1,270,000 Danavation Shares at a price of $0.15 per Danavation Share, for aggregate gross proceeds of $190,500.

On August 24, 2020 Danavation entered into an engagement letter with Beacon and Echelon with respect to the engagement of the Agents to assist with a best-efforts financing of up to $6,000,000. On December 10, 2020 Danavation, Wolf's Den and the Agents entered into the Agency Agreement which superseded the engagement letter.

On December 10, 2020, Danavation entered into the Agency Agreement whereby Danavation completed the Concurrent Financing and issued 16,490,000 Subscription Receipts at a price per Subscription Receipt of $0.25 for aggregate gross proceeds of $4,122,500 as detailed and noted below.

On December 10, 2020, Danavation closed the Concurrent Financing and Danavation issued 16,490,000 Subscription Receipts at a price of $0.25 per Subscription Receipt for aggregate gross proceeds of $4,122,500. The Subscription Receipts were deemed converted into Danavation Shares and Warrants upon the satisfaction of the escrow release conditions on January 8, 2021 and were exchanged for Issuer common shares and warrants pursuant to the terms of a Subscription Receipt Agreement and the terms of the Concurrent Financing.

The warrants issued in connection with the Concurrent Financing are subject to the terms and conditions of the Warrant Indenture entered into on December 10, 2020 between Danavation and Computershare.

3.1(c) – Proposed General Development of Issuer's Business

Upon completion of the Transaction, the business of Danavation as noted above and below became the business of the Issuer, and the Issuer will continue to develop Danavation's business plans and operations. The combined funds of Wolf's Den and Danavation will be utilized for additional advancement of Danavation's business plan, further acquisitions and for general working capital purposes all as further detailed below.

3.2 – Significant Acquisitions and Dispositions

The Transaction with Wolf's Den

Wolf's Den, Danavation and the Danavation Shareholders entered into the Share Exchange Agreement on March 30, 2020, pursuant to which Wolf's Den agreed to purchase all of the issued and outstanding Danavation Shares from the Danavation Shareholders in exchange for Common Shares of Wolf's Den. On January 8, 2021, the parties completed the Transaction.

Pursuant to the Share Exchange Agreement, and as a condition of completion of the Transaction, the following transactions occurred concurrent with or before the completion of the Transaction:

(a) Consolidation

On January 6, 2021, Wolf's Den completed a consolidation of its outstanding Common Shares on the basis of one (1) post-consolidation Common Share for each thirty (30) outstanding Common Shares (the "**Consolidation**").

(b) Concurrent Financing

Pursuant to the Share Exchange Agreement, and as condition to the completion of the Transaction, on December 10, 2020, Danavation completed the Concurrent Financing of an aggregate of 16,490,000 Subscription Receipts at a price of $0.25 per Subscription Receipt for aggregate gross proceeds of $4,122,500. Immediately prior to completion of the Transaction the Subscription Receipts were deemed automatically converted into 16,490,000 Danavation Shares and 8,245,000 Warrants, for no additional consideration, and subsequently exchanged for Issuer common shares and warrants of the Issuer on substantially similar terms.

(c) Danavation Private Placements

Prior to the completion of the Transaction, and not including the Concurrent Transaction noted above, Danavation completed Danavation Private Placements of: (i) 15,000,000 Danavation Shares at a price of $0.02 for gross proceeds of $300,000; (ii) an aggregate of 16,600,000 Danavation Shares at a price of $0.05 for gross proceeds of $830,000; and (iii) an aggregate of 6,351,662 Danavation Shares at a price of $0.15 per Danavation Share, for aggregate gross proceeds of $952,750.

(d) Share Issuances upon Completion of the Transaction and Listing

Pursuant to the terms of the Share Exchange Agreement, the Issuer issued from treasury to the Danavation Shareholders, an aggregate of 79,651,662 post-Consolidation Common Shares to the Danavation Shareholders in exchange for 96,141,662 Danavation Shares, representing all of the issued and outstanding Danavation Shares as at the date of the Share Exchange Agreement, 22,951,662 Danavation Shares issued pursuant to part of the Danavation Private Placements, and 16,490,000 Common Shares in connection with the automatic exchange of the Subscription Receipts pursuant to the Concurrent Financing and the terms of the Subscription Receipts. In the aggregate the Issuer issued: (i) 96,141,662 common shares to the former holders of Danavation Shares in exchange for such Danavation Shares; (ii) 8,245,000 common share purchase warrants on the same terms as the Warrants in exchange for such Warrants; and (iii) 1,272,000 broker warrants in exchange for the Broker Warrants issued to the Agents in connection with the Concurrent Financing.

Conditions to Closing the Transaction and Required Approvals

The Transaction was subject to a number of approvals, which were obtained, and conditions, which were met, prior to its implementation, including, but not limited to the following:

(a) completion of the Consolidation;

(b) the approval of the Transaction by the Danavation Shareholders, evidenced by the delivery of the Danavation shareholder consent agreements;

(c) completion of the Concurrent Financing;

(d) completion of the Danavation Private Placements;

(e) the election and appointment of certain directors and officers of the Issuer;

(f) all conditions precedent set forth in the Share Exchange Agreement, having to be satisfied or waived by the appropriate party; and

(g) the receipt of all necessary corporate, regulatory and third-party approvals and compliance with all applicable regulatory requirements and conditions in connection with the Transaction.

Upon the completion of the conversion of the Subscription Receipts for Danavation Shares pursuant to the terms of the Concurrent Financing and the issuance of the post-Consolidation Common Shares pursuant to the terms of the Share Exchange Agreement, the Issuer has 102,183,387 Common Shares issued and outstanding, with former Danavation Shareholders holding 96,141,662 Common Shares or approximately 94% of the total number of Common Shares and 9,517,000 Warrants, which includes 1,272,000 Broker Warrants issued to the Agents in connection with the Concurrent Financing.

The board of directors of Wolf's Den was reconstituted in conjunction with the completion of the Transaction such that it now consists of five (5) directors: John Ricci, Frank Borges, Michael Della Fortuna, Tom Loberto and Mark Di

Vito. In addition, management of Wolf's Den was reconstituted such that it now consists of John Ricci, President and CEO, Rob Suttie as CFO, and Tom Loberto as Corporate Secretary.

3.3 – Trends, Commitments, Events or Uncertainties

In December 2019, an outbreak of a novel strain of coronavirus ("**COVID-19**") was reported in China and subsequently spread to numerous other countries, including Canada. The extent to which the coronavirus impacts the business of the Issuer is highly uncertain and cannot be accurately predicted and will depend on future developments that are highly uncertain and cannot be accurately predicted, including new information which may emerge concerning the severity of COVID-19 and the actions required to contain COVID-19 or remedy its impact, among others. As a result of COVID-19, unfavourable global conditions could adversely affect the Issuer's business, financial condition or results of operations. Results of operations could be adversely affected by general conditions in the global economy and in the global financial markets. The most recent global financial crisis caused extreme volatility and disruptions in the capital and credit markets. A severe or prolonged economic downturn, such as the most recent global financial crisis, could result in a variety of risks to the Issuer's business, including weakened demand for the Issuer's product candidates and ability to raise additional capital when needed on acceptable terms, if at all. A weak or declining economy could strain the Issuer's suppliers, possibly resulting in supply disruption, or cause delays in payments for the Issuer's services by third-party payors or the Issuer's collaborators. Any of the foregoing could harm the Issuer's business and we cannot anticipate all of the ways in which the current economic climate and financial market conditions could adversely impact the Issuer's business.

Other than as stated above, there are no trends, commitments, events or uncertainties known to management which could reasonably be expected to have a material effect on the Issuer's business, financial condition or results of operations. Further, there are significant risks associated with the business of the Issuer (see *Section 17 – Risk Factors*).

4. NARRATIVE DESCRIPTION OF THE BUSINESS

4.1(a) – Narrative Description of the Issuer's Business

The business of Danavation became the business of the Issuer following the Closing Date (see *Section 4.1(b) – Narrative Description of Danavation's Business*).

4.1(b) – Narrative Description of Danavation's Business

4.1 General

The Issuer is a Canadian-based Internet of Things (IoT) technology company, providing micro e-paper displays to organizations across North America. The Issuer's Digital Smart Labels™, powered by leading IoT automation technology and software platform as a service (PaaS), enables retailers, grocers, healthcare providers, manufacturing, and logistics companies to automate labelling, price, product, and promotions in real-time. This solves real pain points such as high labour costs, data accuracy, and low productivity associated with traditional labour-intensive workflows.

Since launching in November 2018, the Issuer has successfully commercialized the Digital Smart Label System 1.0 acquiring revenue generating customers with grocery stores, convenience and big box stores across the USA and Canada, such as Cataldi's Fresh Markets, Unattended Markets, Iqbal Halal Markets, and Tractor Supply.

The Issuer is actively developing proprietary products and services for the retail and grocery industry, including a central command center for 24/7 monitoring, private cloud infrastructure for quick deployment and enterprise scalability, and artificial intelligence and analytics to provide inventory optimization, forecasting, marketing management, and dynamic pricing.

In addition to its Digital Smart Label™ business, the Issuer plans to actively develop and commercialize new proprietary products beginning in Q1 2021 including Radio Frequency ID/Near Frequency Communication tags, IoT sensors for compliance, video analytics, and biometric systems. Once developed and commercialized, the Issuer will be uniquely positioned to meet the growing demands for products and solutions that empower the adoption of smart retail, smart industry, smart buildings, and smart cities.

The Issuer expects to accomplish the following business objectives and milestones over the 12-month period following the date of this Listing Statement:

Business Objective	Action	By When	Estimated Costs
Business Development, Marketing & Promotions - Continuing to enter and expand market presence in the United States and Canada by establishing product sales and brand recognition with large retailers	Attend 3 trade exhibitions over the next 12-month period: 1. NGA Show- March 7, 2021 2. NRF Show - June 2021 3. NextPoint- October 7, 2021 Marketing tools, software advertising and promotions	Ongoing for next 12 months following date of Listing Statement	• $25,000 •$50,000 •$25,000 •$150,000
Expansion of Team Sales, Marketing and Customer Support Team - Expand management and operational team	Hire an additional 3 employees in sales, marketing, customer service and support within the next 12-month period	Ongoing for next 12 months following date of Listing Statement	$280,000
Enter into Distribution Agreements and Expand relationships with suppliers and manufacturers - Sign multiple distribution agreements and geographical exclusivity arrangements beginning in Q1 2021 with channel partners increasing marketing leverage and operational competency and expertise in new markets	Identify and meet with channel partners to negotiate and enter into exclusive contractual agreements with channel partners within the next 12-month period. Meet with current and potential suppliers and manufacturers to negotiate and enter into exclusive contractual agreements within the next 6-month period.	Ongoing for next 12 months following date of Listing Statement. 6 months following date of this Listing Statement	$10,000 (travel & expenses) $20,000 (travel & expenses)
Engineering & Software Development - Launch the Digital Smart label 2.0 system- Added features include advanced analytics and artificial intelligence software, streamlining back office operations such as inventory optimization/forecasting, promotions management,	Hire additional 2 engineering, software development, big data & analytics, and technical support staff within the next 6 months	6 months following date of this Listing Statement	$200,000

and dynamic pricing strategies			
Research and Development - Design and develop additional propriety and differentiated products for commercialization such as NFC/RFID, IoT sensors, video analytics, and biometric systems	Research, design and develop new products within the next 12-month period.	Ongoing for next 12 months following date of Listing Statement	$50,000
IT/Network Infrastructure & Tech Support - Further enhance systems integration and on-site installation capabilities to seamlessly manage all operating activities and continue to create competitive advantages through best in class after sales service, support and customer service	Expand network infrastructure and hire additional tech support staff	Ongoing for next 12 months following date of Listing Statement	$135,000

As of the date of this Listing Statement, the Issuer has approximately $4.5 million in available funds, including the proceeds of the Concurrent Financing. As of the most recent month's end prior to the date of this Listing Statement the Issuer had $1,059,236 in working capital.

The Issuer does not require additional funds to meet its short-term requirements outlined above and to complete its objectives and expansion plans for the next 12 months. If necessary, the Issuer expects it will fund its on-going expansion plans from future financing activities and revenues generated from the Issuer's operations.

As of the date of this Listing Statement, the Issuer had working capital of approximately $4.5 million available for the principal purposes of supporting ongoing mergers and acquisitions activities, capital expenditures and general corporate purposes. Notwithstanding the foregoing, there may be circumstances where, for sound business reasons, a reallocation of funds may be necessary for the Issuer to achieve its objectives. The Issuer may also require additional funds in order to fulfill its expenditure requirements to meet existing and any new business objectives and expects to either issue additional securities or incur debt to do so. There can be no assurance that additional funding required by the Issuer will be available, if required. It is anticipated that the available funds will be sufficient to satisfy the Issuer's objectives for the forthcoming 12-month period. The amounts shown in the table below are estimates only and are based on the information available to the Issuer as of the date of this Listing Statement.

The Board of Directors of the Issuer anticipates using the available funds in the following manner over the next 12 months. The following table sets forth the estimated working capital and amounts and sources of other funds as at the date of this Listing Statement:

Source of Funds	Amount
Company Working Capital	$1,059,236
Concurrent Financing (less expenses and fees)[(1)]	$3,666,771
Less estimated expenses of the Transaction	$250,000
TOTAL AVAILABLE FUNDS	**$4,476,007**

Note:

(1) Expenses and fees in connection with the Concurrent Financing were $456,311, which mainly consisted of $306,200 payable to the Agents in connection with their fee and $137,100 for legal fees of Agent's counsel.

Estimated Outlay from date of Listing Statement and 12 Months thereafter	
Use of Funds	**Anticipated Cost ($)**
Business development, marketing & promotions	Trade shows - $100,000 Software - $50,000 Advertising - $75,000 Promotions - $25,000 **Total: $250,000**
Engineering & Software Development	**$200,000**
Research & development	**$75,000**
IT/Network Infrastructure and Tech Support	IT equipment - $15,000 Network infrastructure - $20,000 Outsourcing - $100,000 **Total: $135,000**
Salaries & Commissions	Management / employees = $550,000 Sales 3 employees = $180,000 Commission = $100,000 Marketing 3 employees = $200,000 Operations 1 employee = $75,000 Engineers 2 x employees = $200,000 Administration & accounting 2 employees = $110,000 **Total: $1,415,000**
G&A	Utilities - $30,000 Internet, phone, security - $5,000 Accounting & Legal - $60,000 Insurance - $12,000 Office supplies- $45,000 Office furniture - $100,000 Advisory board - $24,000 Depreciation - $5,000 Benefits - $55,000 Travel & expenses - $30,000 Debt - $290,000(1) **Total: $656,000**
Office Rent	**$281,250**
Unallocated	**$1,463,757**

TOTAL	**$4,476,007**

Notes:

(1) *Danavation entered into letter agreements with BDC whereby BDC agreed to loan $290,000 to Danavation for working capital purposes. The interest under the loan is 6.05% and will be repaid shortly following completion of the listing on the Exchange.*

There may be circumstances where, for sound business reasons, a reallocation of the net proceeds may be necessary. The actual amount that the Issuer spends in connection with each of the intended uses of proceeds may vary significantly from the amounts specified above, and will depend on a number of factors, including those referred to under Risk Factors. However, it is anticipated that the available funds will be sufficient to satisfy the Issuer's objectives over the next 12 months. The Issuer's inability to raise financing to fund capital expenditures or acquisitions could limit its growth and may have a material adverse effect upon future profitability.

Principal Products or Services

The Issuer has commercialized the Digital Smart Label system and has deployed, or plans to deploy the system, with retailers, grocery stores, and industrial organizations. The issuer intends to partner with channel partners in Q1/Q2 of 2021 to further commercialize the platform as a service product and expand sales and marketing operations. In addition to direct B2B strategies, the Issuer intends to market the product through anticipated distribution agreements with potential channel partners in select markets and verticals across Canada, and the United States, in an effort to access already established customer bases through such partners.

The Issuer has allocated $250,000 for business development, marketing, promotions and to subsidize initial pilots or proof of concepts (POC's) for targeted customers. The marketing expenditures will include large trade shows across North America, developing branded content, collateral, video content, and broad online promotional activities on platforms such as YouTube, LinkedIn, Google, Instagram, Twitter and Facebook. To date, the Issuer has recognized a sales amount relating to commercialization of the Digital Smart Label system and additional costs will be incurred to continue researching and developing the product as noted above.

The market for digital e-paper displays has been gaining North American momentum, which is best characterized as a broader cultural movement towards digital transformation and automation. The significant impacting factors in the micro e-paper display market include rise in automation in the retail industry, increase in need for cost-efficient and less time-consuming alternative to paper labels, increased operational efficiency with real-time product positioning. However, high installation and infrastructure cost impede the market growth globally. Key drivers of growth in the market include the following:

1. Increase in adoption of automation in the retail sector

Retail automation is a set of automated processes that integrates software and hardware solutions to manage the retail activities such as inventory management, product management, workforce management, store audit, and others. Technological revolution of automation across the retail sector has proven effectively beneficial for the retailer. Also, trending retail automation is fuelling the adoption of digital e-paper displays across all types of retail stores, including supermarkets, hypermarkets, specialty stores, and non-food retail stores. Moreover, establishment of this system in the retail store offers dynamic pricing solutions, and also helps to reduce labour input by removing manual operations.[1]

2. Rise in demand for business process optimization

Retailers operating across North America are continuously searching for strategies to help them drive profitable growth. Until the advent of automation, retailers faced pressure to outmaneuver the competition, surpass customer expectations, increase revenue opportunities, and improve organizational efficiency. This has proliferated the adoption of automation in the retail industry due to its ability to overcome many of these challenges faced by retailers. Automation of multiple processes and workflows also simplify retail operations such as inventory and warehouse management, physical store effectiveness, omni-channel efficiency, and others.

[1] https://www.mckinsey.com/industries/retail/our-insights/automation-in-retail-an-executive-overview-for-getting-ready

Furthermore, omni-channel retailing activities are creating new operational opportunities that retailers are adopting at a significant rate to offer customers a hassle-free and simple payment experience. At the same time, retailers are opting for automation solutions to save cost and time by implementing automated operational improvements such as service scheduling and delivery functionalities, product information and attributes management, consistent process execution with high employee turnover, and others. These factors are expected to fuel the adoption of digital e-paper displays.[2]

3. Surge in purchasing power of customers and economic growth

A rise in digital transformation among various industries globally has a positive impact on the nation's economic growth, as the increase in these transformations bring revolutionary changes in business operations. In addition, automation in retail is expected to play a major role in transforming the economic growth owing to factors such as a rise in consumers' purchasing power, increase in efficiency of retailing supply chain, and smart logistic management among others. Also, the need to improve customer experience is driving the adoption of technological advancements in the retail industry. These factors are expected to drive the market for the Digital Smart Label system.[3]

Based on these drivers, the market for digital e-paper displays according to Verified Market Research, the global market was valued at USD $700M in 2019 and is projected to reach USD $3.15 billion by 2027, growing at a compound annual growth rate of 22.4% from 2020 to 2027.[4]

Production and Sales

Products are manufactured as available for sale and the Issuer does not carry any unfinished goods. The Issuer designs and engineers the Digital Smart Label system utilizing its in-house expertise and consultants and secures the products from suppliers and manufacturers providing the most competitive pricing for the various components. Due to the extensive number of relationships the Issuer has established, it does not have contractual or operational dependence on any one specific manufacturer. Due to the emerging nature of the industry and the nature of sales, the Issuer does not receive trade terms from suppliers. All purchase agreements are paid for over the period of the contract.

The only lease obligation for the Issuer is with respect to its head office space, which is based on general commercial terms that are typical for office leases and which will commence on December 1, 2020. The general terms of the lease consist of a term of 10 years commencing on December 1, 2020 with rent per annum starting at $281,250.

The Issuer's business currently requires general knowledge of business management, corporate finance and corporate retail expertise, all of which is satisfied through the expertise and skill of management and the Issuer's employees. In the future, the Issuer may require specialized skills in embedded systems, software engineering, data analytics, AI, cloud computing, and in general, the IoT industry, in order to fulfil its growth potential. The Issuer will use its available funds to seek and retain individuals who have expertise in this industry which will be complemented by the current board of directors and management.

The Issuer utilizes its engineering expertise to design and develop many aspects of the Digital Smart Label system and the current version of the product was fine-tuned using both in-house teams and external consultants and also working with a Chinese manufacturer to establish a manufacturing process for the Digital Smart Label system hardware and components, which resulted in a competitive cost per unit landed in Canada. For competitive and confidential reasons, the Issuer has decided not to disclose the pricing of its raw materials from its manufacturing partner.

Although the Issuer does not anticipate any material reliance on trademarks, licenses, patents and brand names, the Issuer's competitive advantage will be dependent on its software and platform as a service (PaaS) features and capabilities. The Issuer has applied for certain patents with respect to proprietary software products for the retail and grocery industry, including an IoT command center for 24/7 monitoring, private cloud infrastructure for quick deployment and enterprise scalability, and artificial intelligence and analytics to provide inventory optimization, forecasting, marketing management, and dynamic pricing. The patents are in the application and examination phase and the Issuer does not anticipate receiving any patents until late 2021.

[2] https://finance.yahoo.com/news/retail-automation-market-reach-23-133000394.html
[3] https://www.researchgate.net/publication/322586683_Digital_Transformation_and_Its_Influence_on_GDP
[4] https://www.verifiedmarketresearch.com/product/global-electronic-shelf-label-market-size-and-forecast-to-2025/

The Issuer's business is not seasonal or cyclical.

The Issuer does not expect any aspect of its business to be affected in the 12 months following the date of the Listing Statement by renegotiation or termination of contracts or sub-contracts.

There are no environmental protection requirements that would require specific capital expenditure commitments from the Issuer.

As of the date of writing, the Issuer's staff consists of approximately 8 people including full and part time employees and consultants. The Issuer's future success will depend, in part, on its ability to continue to attract, retain and motivate highly qualified technical and management personnel.

The majority of the Issuer's sales will be in the North American markets, with the United States expected to account for upwards of 80% of sales from 2021 to 2026. Exposure to foreign markets creates additional risks and uncertainties associated with the sales, marketing, and operations of the Digital Smart Label system.

The Issuer's business is not substantially dependent on any one contract.

There is potential that the Issuer will face intense competition from other companies, some of which can be expected to have longer operating histories, more financial resources and longer history of production and marketing than the Issuer. These competitors offer digital e-paper products that are widely used in grocery and retail across Canada and the United States, however, they do not exploit the technology that is being deployed by the Issuer. The Issuer considers itself in direct competition with SES-Imagotag, Pricer, and Solum, all of which have been in business for several years, achieved sizable market share and expanded globally. Each has benefited from first and early-to-market brand recognition.

New competition may arise from the emerging opportunity. Because of the early stage of the industry in which the Issuer operates, the Issuer also expects to face additional competition from new entrants. As the number of organizations adopt this technology grows across North America, Europe, and Asia, the demand for products will increase and the Issuer expects that competition will become more intense, as current and future competitors begin to offer an increasing number of diversified products and pricing strategies.

The Issuer is confident that its digital e-paper and software products will be highly competitive, if not superior to its competitors. The Issuer intends to seek a competitive advantage by offering quality products with a focus on advanced engineering, sophisticated enterprise software features, product design, branding, and superior scalability. To remain competitive, the Issuer will require a continued investment in its engineering, software development, product design, branding, distribution, research and development, marketing, sales and client support.

The Issuer has no lending operations.

There has been no bankruptcy, or receivership or similar proceedings against the Issuer or any of its subsidiaries or any voluntary bankruptcy, receivership or similar proceedings by the Issuer or any of its subsidiaries.

There have been no material restructuring transactions in past three years or proposed during the current financial year.

The Issuer does not have any social or environmental policies.

5. SELECTED CONSOLIDATED FINANCIAL INFORMATION

<u>5.1 – Annual Information – Issuer</u>

The following table provides a brief summary of Danavation's financial operations for the year ended July 31, 2020. Refer to Schedule "C" for the complete set of the Issuer's pro forma financial statements as at October 31, 2020.

Selected Information

Description	**July 31, 2020 (audited)**	**From period of incorporation to July 30, 2019 (audited)**
Revenue	$102,740	$102,903
Net income (loss)	($1,414,897)	($613,684)
Net loss per share (basic and diluted)	($0.05)	($3,068)
Total Assets	$1,310,503	$209,210
Total liabilities	$1,312,840	$822,874

The Issuer has not paid dividends on its shares nor does it intend to do so in the foreseeable future. The future payment of dividends will be dependent upon the financial requirements of the Issuer to fund future growth, the financial condition of the Issuer and other factors that the board of directors of the Issuer may consider appropriate in the circumstances.

5.2 – Quarterly Information – Danavation

Quarter	**10/31/20**	**7/31/20**	**4/30/20**	**1/31/20**	**10/31/19**	**7/31/19**	**4/30/19**	**1/31/19**
Revenue	13,000	13,000	4,179	85,561	-	7,977	N/A	N/A
Net income from continuing operations	(630,520)	(593,460)	(349,052)	(256,907)	(215,478)	(550,883)	N/A	N/A
Net income/loss in total and on per share basis	(0.01)	(0.01)	(0.01)	(1,285)	(1,077)	(2,754)	N/A	N/A

5.3 – Dividends

The Issuer has not paid dividends in the past and it has no present intention of paying dividends. Future dividends, if any, will be determined by the board on the basis of earnings, financial requirements and other conditions existing at the time.

5.4 – Foreign GAAP

This section is not applicable to the Issuer.

6. MANAGEMENT'S DISCUSSION AND ANALYSIS

6.1 – Management's Discussion and Analysis – Danavation

Please refer to Schedule "A" for Wolf's Den's Management's Discussion and Analysis ("**MD&A**") for the period ended December 31, 2019 and the nine-month period ended September 30, 2020. Please refer to Schedule "B" for Danavation's MD&A for the period ended July 31, 2020 and the three-month period ended October 31, 2020.

7. MARKET FOR SECURITIES

7.1 – Listings

The securities of the Issuer are not currently listed on an exchange or quotation and trade reporting system. Prior to the Transaction, since March 24, 2008 the common shares of Wolf's Den were previously listed and traded on the TSXV under the name "Josephine Mining Corporation" under the symbol "JMC.". See section 3.1(a) – *General Development of Wolf's Den's Business*.

8. CONSOLIDATED CAPITALIZATION

8.1(a) – Consolidated Capitalization – Issuer

The following table sets forth the pro forma share and loan capital of the Issuer, on a consolidated basis, after giving effect to the Transaction and listing on the CSE:

Designation of Security	Amount Authorized or to be Authorized	Amount Outstanding as of November 30, 2020	Amount Outstanding as of date of Listing Statement
Common Shares	Unlimited	181,251,726(1)	102,183,387
Options	10% of issued and outstanding shares	Nil	Nil
Warrants	N/A	Nil	8,245,000
Broker Warrants	N/A	Nil	1,272,000

Notes:

(1) *Prior to giving affect to the consolidation of Wolf's Den common shares on a 30 for 1 basis.*

Fully Diluted Share Capital

The following table states the number and percentage of securities of the Issuer outstanding on a fully diluted basis after giving effect to the Transaction, assuming the exercise or conversion of all convertible securities into Common Shares.

Securities	Number	Approximate % - Fully Diluted
Common Shares issued to former Danavation Shareholders	79,651,662	71.31%
Common Shares issuable upon conversion of the Subscription Receipts issued under the Concurrent Financing	16,490,000	14.76%
Common Shares held by the	6,041,725	5.41%

Wolf's Den Shareholders		
Total Common Shares	**102,183,387**	**91.48%**
Warrants	8,245,000	7.38%
Broker Warrants	1,272,000	1.14%
TOTAL	**111,700,387**	**100%**

9. OPTIONS TO PURCHASE SECURITIES

9.1 – Stock Option Plan – Issuer

The Issuer currently has an incentive stock option plan (the "**Option Plan**"). The Issuer has no equity compensation plans other than the Option Plan.

Stock Option Plan

Pursuant to the Option Plan, the Issuer may grant incentive stock options to directors, officers, employees and consultants of the Issuer or any subsidiary thereof. The total number of shares issuable pursuant to the Option Plan is up to a maximum of 10% of the issued and outstanding Common Shares of the Issuer at the time of the grant of the options. As at the date hereof, there are nil options to purchase Common Shares outstanding under the Option Plan. Any Common Shares subject to an option which is exercised, or for any reason is cancelled or terminated prior to exercise, will be available for a subsequent grant under the Option Plan. The exercise price of each stock option is to be determined in the discretion of the board of directors of the Issuer at the time of the granting of the stock option, as is the term and vesting policies, provided that the exercise price shall not be lower than the market price or such discounted market price as may be permitted by the stock exchange on which the Common Shares are listed and provided that no stock option shall have a term exceeding five years (or such longer period as is permitted by the stock exchange on which the Common Shares are listed), subject to earlier termination upon the termination of the optionee's employment, upon the optionee ceasing to be an employee, officer, director or consultant of the Issuer or any of its subsidiaries or ceasing to have a designated relationship with the Issuer, as applicable, or upon the optionee retiring, becoming permanently disabled or dying.

There may not be issued to insiders within a one-year period, a number of Common Shares exceeding 10% of the issued and outstanding Common Shares and no one eligible optionee can receive stock options entitling the eligible optionee to purchase more than 5% of the total Common Shares. Finally, there may not be issued to any one insider and such insider's associates, within a one-year period, a number of Common Shares of the Issuer exceeding 5% of the issued and outstanding Common Shares.

The options are non-transferable. The Option Plan contains provisions for adjustment in the number of Common Shares issuable thereunder in the event of a subdivision, consolidation, reclassification or change of the Common Shares, a merger or other relevant changes in the Company's capitalization. Subject to shareholder approval in certain circumstances, the Board may from time to time amend or revise the terms of the Option Plan or may terminate the Option Plan at any time. The Option Plan does not contain any provision for financial assistance by the Issuer in respect of options granted under the Option Plan. As of the date of this Listing Statement, the Issuer has no incentive stock options outstanding.

10. DESCRIPTION OF THE SECURITIES

10.1 – Description of the Issuer's Securities

The Issuer is authorized to issue an unlimited number of Common shares without par value. All of the Common Shares of the Issuer are of the same class and, once issued, rank equally as to entitlement to dividends, voting powers (one vote per Common Share) and participation in assets upon dissolution or winding up. No Common Shares of the Issuer have been issued subject to call or assessment.

There are no pre-emptive rights, no conversion or exchange rights, no redemption, retraction, purchase for cancellation or surrender provisions. There are no sinking or purchase fund provisions, no provisions permitting or restricting the issuance of additional securities or any other material restrictions, and there are no provisions which are capable of requiring a securityholder to contribute additional capital.

There are no other pre-emptive rights attached to the Issuer's securities.

Following listing on the CSE, there will be a total of 102,183,387 Common Shares outstanding, 8,245,000 Warrants outstanding and nil stock options outstanding.

10.2 – 10.6 – Miscellaneous Securities Provisions

None of the matters set out in sections 10.2 to 10.6 of CSE - Form 2A are applicable to the Common Shares.

10.7 – Prior Sales of Wolf's Den Shares

As at the date of this Listing Statement, there are 102,183,387 Common Shares issued and outstanding. Other than described below, there were no Common Shares or securities of Wolf's Den issued within 18 months of the date of this Listing Statement:

Date of Issuance	Type of Security Issued	Number of Wolf's Den Securities Issued	Price Per Security	Value Received ($)	Type of Transaction
August 21, 2019	Common Shares	100,500,000(2)	$0.005	502,500	Debt Settlement
August 22, 2019	Common Shares(1)	60,600,000(2)	$0.02	1,212,000	Debt Settlement
September 9, 2019	Common Shares	34,550,200(2)	$0.05	1,727,510	Private Placement
September 16, 2019	Common Shares	11,650,000(2)	$0.05	582,500	Private Placement
December 19, 2019	Return to(1) Treasury	30,000,000(2)	$0.02	(600,000)	Issued in error
January 8, 2021	Common Shares	96,141,662	N/A	N/A	Share Exchange Agreement
January 8, 2021	Warrants	8,245,000	N/A	N/A	Share Exchange Agreement
January 8, 2021	Broker Warrants	1,272,000	$0.35 (Exercise Price)	N/A	Share Exchange Agreement

Note:

(1) On August 22, 2019, 30,000,000 Common Shares were issued in error to Koby Smutylo and were cancelled and returned to treasury in accordance with the terms of his resignation.
(2) Reflects the number of Common Shares issued on a pre Consolidation basis.

All of the Danavation Shares were exchanged for Common Shares on a 1-for-1 basis following completion of the Consolidation and the Transaction on January 8, 2021.

Prior Sales of Danavation Shares

Date of Issuance	Type of Security Issued	Number of Danavation Securities Issued	Price Per Security	Value Received ($)	Type of Transaction
February 26, 2020	Danavation Shares(1)	41,700,000	$0.10	20	Re-Issuance of Founder's Shares
March 16, 2020	Danavation Shares	15,000,000	$0.02	300,000	Private Placement
April 15, 2020	Danavation Shares	14,700,000	$0.05	735,000	Private Placement
April 16, 2020	Danavation Shares	1,400,000	$0.05	70,000	Private Placement
April 17, 2020	Danavation Shares	500,000	$0.05	25,000	Private Placement
May 19, 2020	Danavation Shares	5,081,662	$0.15	762,250	Private Placement
Jul 22, 2020	Danavation Shares	1,270,000	$0.15	190,500	Private Placement
December 10, 2020	Subscription Receipts(2)	16,490,000	$0.25	$4,122,500	Private Placement
December 10, 2020	Broker Warrants(2)	1,272,000	$0.25 (Exercise Price)	**N/A**	Private Placement
December 10, 2020	Danavation Shares(2)	16,490,000	N/A	No additional consideration	Private Placement
December 10, 2020	Warrants(2)	8,245,000	$0.35 (Exercise Price)	No additional consideration	Private Placement

Notes*:*

(1) *100 Class A Common Shares were cancelled and returned to treasury as a result of Danavation filing the Articles of Amendment on February 26, 2020. 100 Class B Common Shares were cancelled and called in as a result of Danavation filing the Articles of Amendment on February 26, 2020. The 100 Class A Common Shares and the 100 Class B Common Shares that were cancelled and called in were re-issued to the holders thereof as Danavation Shares on February 26, 2020.*

(2) *Upon receipt of conditional approval to list the Common Shares on the CSE, and immediately prior to closing of the Transaction, the Subscription Receipts automatically converted to Danavation Shares on a 1:1 basis.*

10.8 – Stock Exchange Price

The Common Shares of Wolf's Den were previously listed on the TSXV under the symbol JMC as a Mining Issuer and were subsequently transferred to the NEX board of the TSXV on August 21, 2015, and ultimately delisted from trading on March 23, 2016. Other than the foregoing, the Common Shares have not been listed on any other stock exchange. The Common Shares are not currently listed and posted for trading on any other stock exchange or market in Canada or elsewhere.

11. ESCROWED SECURITIES AND SECURITIES SUBJECT TO RESALE RESTRICTIONS

11.1 – Escrowed Securities

In accordance with NP 46-201, all common shares of an "emerging issuer" (as such term is defined in NP 46-201) which are owned or controlled by its Principal (as such term is defined below) will be escrowed at the time of the issuer's initial public offering, unless the shares held by the Principal or issuable to the Principal upon conversion of convertible securities held by the Principal, represent less than 1% of the total issued and outstanding shares of the issuer after giving effect to the initial public offering. It was determined upon completion of the Transaction, that the Issuer is classified as an emerging issuer.

Certain of the Common Shares (the "**Escrow Shares**") held by the new directors and officers of the Issuer will be subject to escrow conditions (the "**Escrow**") that prohibits transfer for up to a three-year period following the listing of the Issuer on the CSE (the "**Listing**") pursuant to the policies of the CSE and Form 46-201 Escrow Agreement. Notwithstanding the Escrow the shareholders holding the Escrow Shares will otherwise have all of the normal rights associated with Common Shares, such as entitlement to dividends, voting powers and participation in assets upon dissolution or winding up, until they are released from escrow as per the below schedule.

Pursuant to an agreement to be dated on or before the date of listing (the "**Escrow Agreement**"), the following securities of the Issuer are subject to escrow:

Name of Holder	Designation of class held in escrow	Number and Type of Securities	Percentage of Class(1)
K Iccir Holdings Inc.(2)	20,400,000	Common Shares	20%
Segrob Holdings Inc.(3)	20,400,000	Common Shares	20%

Notes*:*

(1) Based on 102,183,387 common shares outstanding.
(2) A company owned and controlled by John Ricci.
(3) A company owned and controlled by Frank Borges.

The Escrow Shares will be released according to the following schedule:

On the Listing Date	$^1/_{10}$ of the escrow securities
6 months after the Listing Date	$^1/_6$ of the remaining escrow securities
12 months after the Listing Date	$^1/_5$ of the remaining escrow securities
18 months after the Listing Date	$^1/_4$ of the remaining escrow securities
24 months after the Listing Date	$^1/_3$ of the remaining escrow securities
30 months after the Listing Date	$^1/_2$ of the remaining escrow securities
36 months after the Listing Date	The remaining escrow securities

Assuming there are no changes to the escrow securities initially deposited and no additional escrow securities are deposited, this will result in a 10% release on the date of listing (the "**Listing Date**"), with the remaining escrow securities being released in 15% tranches every six months thereafter.

Pursuant to the terms of the Escrow Agreement, the Escrow Shares may be transferred within escrow to an individual who is a director or senior officer of the Issuer or of material operating subsidiary of the Issuer, subject to the approval of the Issuer's board of directors, or to a person or Issuer that before the proposed transfer holds more than 20% of the voting rights attached to the Issuer's outstanding securities, or to a person or Issuer that after the proposed transfer will hold more than 10% of the voting rights attached to the Issuer's outstanding securities and that has the right to elect or appoint one or more directors or senior officers of the Issuer or any of its material operating subsidiaries. Pursuant to the terms of the Escrow Agreement, upon the bankruptcy of a holder of Escrow Shares, the Escrow Shares may be transferred within escrow to the trustee in bankruptcy or other person legally entitled to such securities. Upon the death of a holder of Escrow Shares, all securities of the deceased holder will be released from escrow to the deceased holder's legal representative.

For the purposes of NP 46-201 "Principals" includes all persons or companies that, on the completion of the initial public offering, fall into one of the following categories:

(a) directors and senior officers of the Issuer or a material operating subsidiary of the Issuer, at the time of the initial public offering;

(b) promoters of the Issuer during the two years preceding the initial public offering;

(c) those who own and/or control, directly or indirectly, more than 10% of the Issuer's voting securities (on a fully diluted basis) immediately before and immediately after completion of the initial public offering and if they also have elected or appointed or have the right to elect or appoint a director or senior officer of the Issuer or of a material operating subsidiary of the Issuer;

(d) those who own and/or control more than 20% of the Issuer's voting securities (on a fully diluted basis) immediately before and immediately after completion of the initial public offering; and

(e) the spouse(s) and relative(s) that live at the same address as any of the above.

12. PRINCIPAL SHAREHOLDERS

12.1 and 12.2 – Principal Shareholders

As at the date of this Listing Statement, to the knowledge of the directors and officers of the Issuer, no person or corporation beneficially owns, directly or indirectly, or exercises control or direction over, voting securities of the Issuer carrying more than 10% of the voting rights attached to the Common Shares, other than:

Name	Type of Ownership	Number and Percentage of Common Shares
K Iccir Holdings Inc.(1)	Beneficial	20,400,000 (20%)
Segrob Holdings Inc.(2)	Beneficial	20,400,000 (20%)

Notes:

(1) *A company owned and controlled by John Ricci.*
(2) *A company owned and controlled by Frank Borges.*

12.3 – Voting Trusts

To the knowledge of the Issuer, no voting trust exists such that more than 10% of any class of voting securities of the Issuer are held, or are to be held, subject to any voting trust or other similar agreement.

13. DIRECTORS AND OFFICERS

13.1 – 13.3, 13.5, 13.11 – Directors and Officers

The following table sets forth the name of all current directors and officers of the Issuer, their municipalities of residence, their current positions with the Issuer, their principal occupations during the past five years and the number and percentage of Common Shares beneficially owned, directly or indirectly, or over which control or direction is exercised as at the date of this Listing Statement:

Name, Address, Occupation and Security Holdings

Name, Municipality of Residence[(1)], Position(s) with Issuer	Principal Occupation or Employment During the Past Five Years	Period served in position with Issuer and expiry of term	Number[(2)] and Percentage of Shares of the Issuer Held as at the date of the Listing Statement [(3)]
John Ricci Kleinberg, Ontario President, Chief Executive Officer and Director	President and CEO of Dana Industries Incorporated (1993 to Present); President and CEO, Danavation Technologies Inc. (2018 to Present)	October 24, 2018	20,400,000 (20%)
Frank Borges[(4)] Toronto, Ontario Vice President and Director	Vice President Sale, Dana Industries Incorporated (1993 to Present); Vice-President, Danavation Technologies Inc. (2018 to Present)	October 24, 2018	20,400,000 (20%)
Michael Della Fortuna[(4)] Woodbridge, Ontario Director	CEO, Nexeya Canada Incorporated (2015 to Present); Global Business Unit Manager for Test & Integration Solutions, Nexeya Finance (2015 – 2016); VP Operations, Mircom Group of Companies (2009 to 2015)	To be appointed on Closing Date	Nil
Tom Loberto[(4)] Unionville, Ontario Corporate Secretary and Director	Management Executive of L&A Consulting (2018 to Present); former Vice-President & General Manager of TeleTech Holdings (formerly Atelka Enterprises) (2015 to 2018); various roles at Sykes Enterprises and Bell Canada (2005 to 2015)	To be appointed on Closing Date	Nil
Mark Di Vito Woodbridge, Ontario Director	Partner and General Manager, Vision Profile Extrusions (2016 to Present); CFO of Villa Charities Inc. (2013 to 2016)	To be appointed on Closing Date	Nil
Rob Suttie Nepean, Ontario Chief Financial Officer	President of Marrelli Support Services Inc., a firm providing accounting, financial reporting and part-time CFO services to Canadian companies, which is currently active and carrying on business	To be appointed on Closing Date	Nil

Notes:

(1) *The information as to municipality of residence and principal occupation, not being within the knowledge of the Issuer, has been furnished by the respective directors and officers individually.*

(2) *The information as to shares beneficially owned or over which a director or officer exercises control or direction, not being within the knowledge of the Issuer, has been furnished by the respective directors and officers individually.*

(3) *On an issued and undiluted basis.*

(4) *Members of the Audit Committee. Frank Borges is the Chair of the Audit Committee. Each member is financially literate as is defined under National Instrument 52-110 - Audit Committees.*

As at the date of this Listing Statement, the directors and officers of the Issuer as a group beneficially own, directly or indirectly, an aggregate of 40,800,000 Common Shares, representing 40% of the issued and outstanding Common Shares on a non-diluted basis.

Management and Directors and Officers

The following are brief biographical descriptions of the management and directors of the Issuer.

John Ricci (Age: 59) –President & Chief Executive Officer, Director - Mr. Ricci is the co-founder, President and CEO of Dana Industries Inc. and Danavation Technologies Inc. Mr. Ricci studied International Business at Seneca College and York University. Mr. Ricci is the design and creative force behind the company's products and services. His experience in manufacturing, sales, and design has allowed him to be the driving force by keeping the needs of his retailers at the forefront, as together they collaborate to produce a unique shopping experience. Mr. Ricci obtaining a diploma in International Business from Seneca College (1993) and a diploma in International Business Studies from Atkinson College (York) in 1986. Mr. Ricci intends to devote 90% of his time to the Issuer.

Rob Suttie (Age: 51) – Chief Financial Officer - Mr. Suttie possesses more than twenty years of experience in public company accounting. Mr. Suttie specializes in management advisory services, accounting and the financial disclosure needs for various group of public companies. He is regularly involved in initial public offerings, business combinations and asset carve-outs and spin-out transactions. In addition to managing the group's financial-statement team, Mr. Suttie also serves as Chief Financial Officer to a number of junior mining companies listed on the TSX and TSX Venture exchanges, leveraging his skills and experience to become integral to the reporting issuers. Mr. Suttie has a focus on building strong relationships with clients and on developing the skill set of the financial statement team. Mr. Suttie received a B.A. degree from the University of Western Ontario (1993). Mr. Suttie intends to devote 10% of his time to the Issuer.

Frank Borges (Age: 58) – Vice President, Director - Mr. Borges is the co-founder and Vice President of Dana Industries Inc. and Danavation Technologies Inc. Inspired by his clients' needs and perspectives, Mr. Borges is a visionary focused on relationships, innovation, and being a leader in the shelf signage industry. Driven by his passion and perseverance, Mr. Borges' 27+ years in the industry helps him connect and build trusted relationships with many of the world's largest retailers. Mr. Borges received a Business Administration degree from Humber College (1984). Mr. Borges intends to devote 80% of his time to the Issuer.

Michael Della Fortuna (Age: 49) –Director – Mr. Della Fortuna is the Chief Executive Officer of Nexeya Canada – a provider of mission critical products and solutions for space, aviation and transportation applications. Prior to joining Nexeya Mr. Della Fortuna held VP and Director level roles in engineering, operations and sales and marketing for General Electric, SPAR Aerospace, Husky Injection Molding and Mircom. He was also a partner in Compass Capital which launched and supported a number of ventures including PowerSure Technologies, Platinum Coachworks, ShipForLess and EnviroBlue / ZipBinz. A licensed Professional Engineer and Accredited Risk Manager Mr. Della Fortuna received his degree from the Royal Military College of Canada in Kingston, Ontario and served in the Royal Canadian Air Force as an Aerospace Engineering Officer. Mr. Della Fortuna received a Bachelor of Engineering degree from Royal Military Colege of Canada in 1994**.** Mr. Della Fortuna intends to devote 10% of his time to the Issuer.

Tom Loberto (Age: 60) – Corporate Secretary, Director – Mr. Loberto is an accomplished senior executive with expertise in building and leading world class organizations through the development and delivery of superior customer experience strategies. With over 20 years of international experience in contact center operations, strategy and consulting, Mr. Loberto has a proven track record in assisting customer focused organizations. He has served in numerous leadership positions, supporting both Fortune 500 companies, as well as, small to mid-size organizations in Retail, Telecommunications, Financial Services, Entertainment, Technology, Government and the Automotive industry. Mr. Loberto obtained a BA, Arts Degree from Ryerson University (1981) and a diploma in the Executive Business Program from Queen's University (1996**).** Mr. Loberto intends to devote 15% of his time to the Issuer.

Mark Di Vito (Age: 55) – Director – Mr. Di Vito, a Chartered Accountant, is an experienced executive with a demonstrated history of working in the management consulting industry. Mr. Divito has extensive experience in negotiation, business planning, operations management, pricing strategy and team building. He is a graduate of the University of Toronto, and holds a Bachelor of Commerce (1988) with a focus in finance. Mr. Di Vito intends to devote 10% of his time to the Issuer.

13.4 – Board Committees of the Issuer

The Company will have an Audit Committee consisting of the following members: Frank Borges (Chair), Tom Loberto and Michael Della Fortuna.

The Board will adopt a written charter setting forth the responsibilities, powers and operations of the Audit Committee consistent with NI 52-110. The principal duties and responsibilities of the Issuer's Audit Committee will be to assist the Board in discharging the oversight of:

- the integrity of the Issuer's consolidated financial statements and accounting and financial processes and the audits of our consolidated financial statements;
- the Issuer's compliance with legal and regulatory requirements;
- the Issuer's external auditors' qualifications and independence;
- the work and performance of the Issuer's financial management and its external auditors; and
- the Issuer's system of disclosure controls and procedures and system of internal controls regarding finance, accounting, legal compliance, and risk management established by management and the Board;

It is anticipated that the Audit Committee will have access to all books, records, facilities and personnel and may request any information about the Issuer as it may deem appropriate. It will also have the authority to retain and compensate special legal, accounting, financial and other consultants or advisors to advise the Audit Committee. The Audit Committee is also expected to review and approve all related-party transactions and prepare reports for the Company Board on such related-party transactions as well as be responsible for the pre-approval of all non-audit services to be provided by our auditors.

The Issuer is a "venture issuer" as defined in NI 52-110 and is relying upon the exemption in section 6.1 of NI 52-110 in respect of the composition of its Audit Committee and in respect of its reporting obligations under NI 52-110.

13.5 – Other Reporting Issuers

The following table sets out the directors and officers of the Issuer that are, or have been directors or officers of other issuers that are or were reporting issuers within the last 5 years:

Name	Name of Reporting Issuer	Name of Trading Market	Position	From	To
Michael Della Fortuna	Drone Delivery Canada Corp.	TSXV	Director	June 2016	Present
Rob Suttie	Great Lakes Graphite Inc.	TSXV	Chief Financial Officer	2015	2019
Rob Suttie	Noble Mineral Exploration Inc., Ontario	TSXV	Chief Financial Officer	2016	Present
Rob Suttie	Rupert Resources Ltd.	TSX Venture, Frankfurt	Director	2017	2020
Rob Suttie	ATEX Resources Inc.	TSXV	Director	2018	Present
Rob Suttie	BE Resources Inc.	NEX	Director	2018	Present
Rob Suttie	ScoZinc Mining Ltd.	TSXV	Chief Financial Officer	2013	Present
Rob Suttie	Drone Delivery Canada Corp.	TSXV: FLT	Chief Financial Officer	2016	2020
Rob Suttie	Galway Gold Inc.	TSXV	Chief Financial Officer	2012	Present

Rob Suttie	Galway Metals Inc.	TSXV	Chief Financial Officer	2012	Present
Rob Suttie	Gossan Resources Limited	TSXV, Frankfurt	Chief Financial Officer	2014	Present
Rob Suttie	Canoe Mining Ventures Corp.	TSXV	Chief Financial Officer	2016	Present
Rob Suttie	BuzBuz Capital Corp.	TSXV	Chief Financial Officer	2019	Present
Rob Suttie	Outdoor Partner Media Corporation	Reporting Issuer	President and Chief Executive Officer	2014	Present
Rob Suttie	American Aires Inc.	CSE	Chief Financial Officer	2018	Present
Rob Suttie	Chilean Metals Inc.	TSXV	Chief Financial Officer	2019	Present
Rob Suttie	North Peak Resources Ltd.	TSXV	Director and Chief Financial Officer	2016	Present

13.6 – Corporate Cease Trade Orders or Bankruptcies

Since March 24, 2008, the common shares (the "**Common Shares**") of Wolf's Den (then known as Josephine Mining Corp.) were listed and posted for trading on the TSX Venture Exchange (the "**TSXV**") under the trading symbol "JMC". Josephine Mining Corp. (as predecessor by name change to the Company) was a junior mineral exploration Company focused on mineral resource properties located in Canada and the United States. On May 11, 2015, the Common Shares of the Company were halted from trading on the TSXV as a result of cease trade orders being issued by the BCSC, the ASC and the OSC (the "**CTOs**"). Through a series of corporate transactions permitted under the BCBCA and disclosed pursuant to applicable Canadian securities laws, in early 2019, a group of arm's length investors acquired the outstanding debt of the Company, privately funded the applications in connection with the revocation of the CTOs, and re-constituted the board of directors and management for the purpose of evaluating and ultimately carrying on an active business.

During the first half of 2019, the Company, under the supervision of the newly constituted board and management, made applications to the BCSC, the ASC and the OSC to have the CTOs revoked. On May 28, 2019, the CTOs were revoked by the BCSC, the ASC and the OSC, and the Company was subsequently removed from the defaulting issuers list (or equivalent) in the Provinces of Alberta, British Columbia and Ontario.

Other than as set out below, no director, officer or promoter of the Issuer has, within the last ten years, been a director, officer or promoter of any reporting issuer that, while such person was acting in that capacity, or within a period of one year thereafter, was the subject of a cease trade or similar order or an order that denied the Issuer access to any statutory exemption for a period of more than 30 consecutive days or was declared a bankrupt or made a voluntary assignment in bankruptcy, made a proposal under any legislation relating to bankruptcy or been subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver-manager or trustee appointed to hold the assets of that person.

From March 10, 2011 to October 17, 2013, Mr. Suttie served as the Chief Financial Officer of Strike Minerals Inc. ("**Strike**"), a reporting issuer in the Provinces of British Columbia, Alberta and Ontario. Strike was subject to a management cease trade order issued by the OSC on September 19, 2013 for failure to file its annual financial statements and accompanying MD&A for the financial year ended April 30, 2013 within the prescribed time period under applicable securities laws. A full cease trade order was subsequently issued by the OSC and the BCSC on February 12, 2014 restricting all trading in the securities of Strike until Strike becomes current with its filings. The ASC issued a similar order on May 24, 2017. These cease trade orders issued against Strike remain in effect as of the date of this Listing Statement.

Mr. Suttie served as the Chief Financial Officer of Engine Media Holdings Inc. (formerly Torque Esports Corp.) ("**Engine**"), a reporting issuer in the provinces of Alberta and Ontario. Engine was subject to a cease trade order issued by the OSC on January 7, 2019 for failure to file its annual financial statements and accompanying management's discussion and analysis for the financial year ended August 31, 2018, within the prescribed time period under applicable securities laws. A delay in closing a financing delayed the commencement of Engine's annual audit. On April 8, 2019, Engine filed its audited annual consolidated financial statements, and the cease trade order was revoked. On January 7, 2020 Engine was subject to a cease trade order issued by the OSC for failure to file its annual financial statements and accompanying management's discussion and analysis for the financial year ended August 31, 2019, within the prescribed time period under applicable securities laws. A delay in financing delayed the commencement of certain independent valuations required of Engine's annual audit. On April 8, 2019, Engine filed its audited annual consolidated financial statements, and the cease trade order was revoked. On February 17, 2020, Engine filed its audited annual consolidated financial statements, and the cease trade order was revoked. Effective May 11, 2020 Mr. Suttie resigned from Engine and is no longer associated with this issuer.

Mr. Suttie serves as the Chief Financial Officer of Wolf’s Den, a reporting issuer in the provinces of Alberta, British Columbia and Ontario. Mr. Suttie was brought on in late 2019 to assist with the restructuring of the Company. Wolf’s Den was subject to a cease trade order issued by the OSC on December 5, 2019 for failure to file its condensed interim financial statements and accompanying management's discussion and analysis for the period ended September 30, 2019, within the prescribed time period under applicable securities laws. Finalizing restructuring initiatives delayed the filing. On January 6, 2020, Wolf’s Den filed its condensed interim financial statements, and the cease trade order was revoked.

13.7, 13.8 – Penalties or Sanctions

No director, officer, or promoter of the Issuer, or any shareholder anticipated to hold a sufficient amount of securities of the Issuer to materially affect control of the Issuer, has been subject to any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority or has been subject to any other penalties or sanctions imposed by a court or regulatory body or self-regulatory authority that would be likely to be considered important to a reasonable investor making an investment decision.

13.9 – Personal Bankruptcies

No director, officer or promoter of the Issuer, or a shareholder anticipated to hold a sufficient amount of securities of the Issuer to affect materially the control of the Issuer, or a personal holding Issuer of any such persons, has, within the 10 years preceding the date of this Listing Statement, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of the individual.

13.10 – Conflicts of Interest

To the best knowledge of the Issuer, and other than as disclosed below, there are no known existing or potential material conflicts of interest between the Issuer or a subsidiary of the Issuer and a director, officer or promoter of the Issuer except that certain of the directors, officers and promoters of the Issuer serve as directors, officers and promoters of other companies and therefore it is possible that a conflict may arise between their duties as a director, officer or promoter of the Issuer and their duties as a director, officer and promoter of such other companies. See *Section 17 – Risk Factors*.

The directors, officers and promoters of the Issuer are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosure by directors of conflicts of interest and the Issuer will rely upon such laws in respect of any directors’ and officers’ conflict of interest or in respect of any breaches of duty by any of its directors or officers. All such conflicts will be disclosed by such directors or officers in accordance with the BCBCA, and they will govern themselves in respect thereof to the best of their ability in accordance with the obligation imposed upon them by law.

13.11 – Management Contracts

Other than the contracts entered into with certain officers of Danavation as described under Section 15.1(B) below there are no other management contracts of the Issuer as at the date of this Listing Statement.

14. CAPITALIZATION

<u>14.1 – Issued Capital (Post-Transaction)</u>

As at the date of this Listing Statement, the Issuer has the following issued and outstanding securities according to the below table:

	Number of Securities (non-diluted)	**Number of Securities (fully-diluted)**	**% of Issued (non-diluted)**	**% of Issued (fully diluted)**
Public Float				
Total outstanding (A)	102,183,387	111,700,387	100%	100%
Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons or companies who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B)	40,800,000	40,800,000	40%	37%
Total Public Float (A-B)	61,383,387	70,900,387	60%	63%
Freely-Tradable Float				
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C)	40,800,000	40,800,000	40%	37%
Total Tradable Float (A-C)	**61,383,387**	**70,900,387**	**60%**	**63%**

Public Securityholders (Registered)

Class of Security – Common Shares

Size of Holding	**Number of holders**	**Total number of securities**
1 – 99 securities	4	61
100 – 499 securities	Nil	Nil

500 – 999 securities	Nil	Nil
1,000 – 1,999 securities	11	11,000
2,000 – 2,999 securities	Nil	Nil
3,000 – 3,999 securities	1	3,500
4,000 – 4,999 securities	1	4,000
5,000 or more securities	179	99,265,002
Total	196	99,283,563

Public Securityholders (Beneficial)

Class of Security – Common Shares

Size of Holding	**Number of holders**	**Total number of securities**
1 – 99 securities	172	1,763
100 – 499 securities	9	1,937
500 – 999 securities	0	0
1,000 – 1,999 securities	11	11,000
2,000 – 2,999 securities	0	0
3,000 – 3,999 securities	1	3,500
4,000 – 4,999 securities	1	4,000
5,000 or more securities	200	102,159,869
Total	329	102,182,069

Non-Public Securityholders (Registered)

Class of Security

Size of Holding (Post-Transaction)	**Number of holders**	**Total number of securities**
Size of Holding	**Number of holders**	**Total number of securities**
100 – 499 securities	Nil	Nil
500 – 999 securities	Nil	Nil
1,000 – 1,999 securities	Nil	Nil
2,000 – 2,999 securities	Nil	Nil
3,000 – 3,999 securities	Nil	Nil
4,000 – 4,999 securities	Nil	Nil
5,000 or more securities	2	40,800,000
Total	2	40,800,000

14.2 – Convertible Securities

The following table sets out information with respect to securities outstanding that are convertible or exchangeable into Common Shares:

Description of Security	Number of convertible/exchangeable securities outstanding	Number of listed securities issuable upon conversion/exercise
Warrants(1)	8,245,000	8,245,000
Broker Warrants(2)	1,272,000	1,272,000

Notes:

(1) 8,245,000 of such Warrants exercisable at an exercise price of $0.35 per Common Share until January 8, 2023.
(2) 1,272,000 of such Broker Warrants that are exercisable until December 10, 2022.

14.3 – Other Securities reserved for Issuance

There are no other securities of the Issuer reserved for issuance that are not included in Section 14.2.

15. EXECUTIVE COMPENSATION

15.1 Compensation of Executive Officers

A. Named Executive Officers

The Issuer currently has the following two Named Executive Officers ("**NEO**"): John Ricci as CEO and Rob Suttie as CFO.

Summary Compensation Table

The following table provides a summary of compensation paid, directly or indirectly, for each of the most recently completed financial year, and the proposed compensation for the 2021 fiscal year, to the Named Executive Officers and the directors of the Issuer:

TABLE OF COMPENSATION EXCLUDING COMPENSATION SECURITIES							
Name and position	**Year**	**Salary, consulting fee, retainer or commission ($)**	**Bonus ($)**	**Committee or meeting fees(2) ($)**	**Value of perquisites ($)**	**Value of all other compensation ($)**	**Total compensation ($)**
John Ricci, CEO	2021 2020	235,000 Nil	41,225 Nil	Nil Nil	Nil Nil	N/A Nil	276,225 Nil
Rob Suttie, CFO	2021 2020	35,000 N/A	Nil Nil	Nil Nil	Nil Nil	N/A Nil	35,000 N/A
Frank Borges, Secretary	2021 2020	235,000 Nil	41,225 Nil	Nil Nil	Nil Nil	N/A Nil	276,225 Nil

Stock Options and Other Compensation Securities

No compensation securities were granted or issued to each Named Executive Officer or to each director of the Issuer during the most recently completed financial year of the Issuer for services provided or to be provided, directly or indirectly, to the Issuer or any of its subsidiaries. No compensation securities were exercised by any Named Executive Officer or any director of the Issuer during the most recently completed financial year of the Issuer.

The Issuer has no equity compensation plans other than the Stock Option Plan.

B. Employment, Consulting and Management Agreements

Other than as set forth below, the Issuer does not have any agreement or arrangement under which compensation was provided during the most recently completed financial year or is payable in respect of services provided to the Issuer that were: (a) performed by a NEO or director of the Issuer; or (b) performed by any other party which provided services that are typically provided by a NEO or a director of the Issuer.

Effective on or around the closing of the Transaction, John Ricci entered into an employment agreement with the Issuer (the "**Ricci Agreement**"), that provides that the Issuer may: (i) terminate his employment at any time for just cause without notice or payment in lieu of notice; and (ii) at any time and without cause upon giving him any accrued but unpaid bonuses, reimbursement for business related expenses and an additional lump sum severance payment equal to twenty-four months base salary and continuation in the Issuer's group benefit plan, if any, for 24 months ("**Termination Payment**"). In the event of a change of control Mr. Ricci has the right for a period of thirty days to elect to terminate the Ricci Agreement by providing appropriate notice in accordance with the Ricci Agreement, following which notice period the Issuer shall pay to Mr. Ricci the 24 month lump sum payment as noted above within fifteen days.

Effective on or around the closing of the Transaction, Frank Borges entered into an employment agreement with the Issuer (the "**Borges Agreement**"), that provides that the Issuer may: (i) terminate his employment at any time for just cause without notice or payment in lieu of notice; and (ii) at any time and without cause upon giving him any accrued but unpaid bonuses, reimbursement for business related expenses and an additional lump sum severance payment equal to twenty-four months base salary and continuation in the Issuer's group benefit plan, if any, for 24 months ("**Termination Payment**"). In the event of a change of control Mr. Borges has the right for a period of thirty days to elect to terminate the Borges Agreement by providing appropriate notice in accordance with the Borges Agreement, following which notice period the Issuer shall pay to Mr. Borges the 24 month lump sum payment as noted above within fifteen days.

Oversight and Description of Director and Named Executive Officer Compensation

Compensation of Directors

Compensation to be paid to the officers and directors of the Issuer will be determined by the board of directors of the Issuer once its operations have been established following completion of the Transaction. It is expected that compensation that will be paid by the Issuer to the executive officers in the twelve months period after the date of this Listing Statement will be based on, and consistent with, recommendations of the Board. In addition, the Board will recommend the compensation, if any, to be paid to directors for services rendered in that capacity. Directors will be entitled to participate in the stock option plan of the Issuer.

Compensation of Named Executive Officers

The board of directors of the Issuer will be responsible for reviewing compensation paid to the NEOs of the Issuer in determining compensation for the Issuer's executive officers relative to the performance of the Issuer in executing on its objectives once its operations have been established.

It is expected that compensation that will be paid by the Issuer to the executive officers in the twelve months period after the date of this Listing Statement will be based on, and consistent with, recommendations of the Compensation and Nominating Committee. In addition, the Compensation and Nominating Committee may recommend the compensation, if any, to be paid to directors for services rendered in that capacity. Directors will be entitled to participate in the stock option plan of the Issuer. As of the date of this Listing Statement the Issuer has not granted any stock options to its directors and officers for services provided or to be provided, directly or indirectly, to the Issuer.

Pension and Retirement Plans

Danavation does not operate a pension or retirement plan.

Termination and Change of Control Benefits

The Issuer has not provided any compensation to any person who now acts or has previously acted as a Named Executive Officer or director of the Issuer as a result of a change of control of the Issuer, its subsidiaries or affiliates. The Issuer is not party to any compensation plan or arrangement with Named Executive Officers or directors of the Issuer resulting from the resignation or the termination of employment of such person other than as noted above with respect to the Ricci Agreement and the Borges Agreement.

16. INDEBTEDNESS OF DIRECTORS AND EXECUTIVE OFFICERS

No director or officer of the Issuer or person who acted in such capacity in the last financial year of the Issuer, or any other individual who at any time during the most recently completed financial year of the Issuer was a director of the Issuer or any associate of the Issuer, is indebted to the Issuer, nor is any indebtedness of any such person to another entity the subject of a guarantee, support agreement, letter of credit or other similar arrangement or understanding provided by the Issuer.

17. RISK FACTORS

17.1 – Description of Risk Factors

The following are certain risk factors relating to the business carried on by the Issuer which prospective investors should carefully consider before deciding whether to purchase Common Shares. The Issuer will face a number of challenges in the development of its technology and in building its business. Due to the nature of the Issuer and/or the Issuer's business and present stage of the business, the Issuer may be subject to significant risks. Readers should carefully consider all such risks, including those set out in the discussion below. The following is a description of the principal risk factors affecting the Issuer.

General Business Risks

Operational Risks

The Issuer will be affected by a number of operational risks and the Issuer may not be adequately insured for certain risks, including: labour disputes; catastrophic accidents; fires; blockades or other acts of social activism; changes in the regulatory environment; impact of non-compliance with laws and regulations; natural phenomena, such as inclement weather conditions, floods, earthquakes and ground movements. There is no assurance that the foregoing risks and hazards will not result in damage to, or destruction of, the Issuer's technologies, personal injury or death, environmental damage, adverse impacts on the Issuer's operation, costs, monetary losses, potential legal liability and adverse governmental action, any of which could have an adverse impact on the Issuer's future cash flows, earnings and financial condition. Also, the Issuer may be subject to or affected by liability or sustain loss for certain risks and hazards against which the Issuer cannot insure or which the Issuer may elect not to insure because of the cost. This lack of insurance coverage could have an adverse impact on the Issuer's future cash flows, earnings, results of operations and financial condition.

Work environment, health and safety

There is a risk that the Issuer will not achieve its targets regarding diversity and zero-tolerance with regard to discrimination and harassment. There is also a risk that the company may be negatively impacted by accidents or incidents in connection with installations on a customer's premises that are carried out by the company or its partners.

IT & information security

The Issuers operations are highly dependent on a well-functioning IT environment. Interruptions and disruptions in IT system can have an impact on these operations. Furthermore, intrusions into the IT environment or deficiencies in the processing of customer or employee information or business-critical data handled in the IT environment can lead to lower confidence in the company and have a negative impact on the issuers bottom line.

Competitors

Today there are a few large companies and smaller regional businesses that have similar products and compete with the Issuer. If the sector were to undergo a restructuring, for example if one or more competitors were to enter into an alliance with a strong partner, this could constitute a threat to other players in the market.

Development projects

There is a risk that newly developed products will not fulfill the technical functionality requirements or meet expectations, which could lead to a risk of impairment of capitalized development projects and higher warranty costs.

Foreign Currencies

Changes in exchange rates can have a negative impact on profit, the balance sheet and cash flow. The Issuer may be exposed to currency risk primarily through sales in USD.

Interest Rates

Changes in market rates can have a negative impact on the income statement, balance sheet and cash flows. Exposure to interest rate risk arises mainly from outstanding external loans.

Resale of Shares

There can be no assurance that the publicly-traded market price of the Common Shares will be high enough to create a positive return for the existing investors. Further, there can be no assurance that the Common Shares will be sufficiently liquid so as to permit investors to sell their position in the Issuer without adversely affecting the stock price. In such event, the probability of resale of the Common Shares would be diminished.

As well, the continued operation of the Issuer may be dependent upon its ability to procure additional financing in the short term and to generate operating revenues in the longer term. There can be no assurance that any such financing can be obtained or that revenues can be generated. If the Issuer is unable to obtain such additional financing or generate such revenues, investors may be unable to sell their Common Shares and any investment in the Issuer may be lost.

Market for Securities

In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continuing fluctuations in price will not occur. It may be anticipated that any quoted market for the Common Shares will be subject to market trends generally, notwithstanding any potential success of the Issuer in creating revenues, cash flows or earnings. The value of the Common Shares will be affected by such volatility. An active public market for the Common Shares might not develop or be sustained after the completion of the Listing. If an active public market for the Common Shares does not develop, the liquidity of a shareholder's investment may be limited and the share price may decline.

Global Financial Conditions

Current global financial conditions have been subject to increased volatility and access to financial markets has been severely restricted. These factors may impact the ability of the Issuer to obtain equity or debt financing in the future and, if obtained, on terms favourable to the Issuer. If these increased levels of volatility and market turmoil continue, the Issuer's operations could be adversely impacted and the value and the price of the Common Shares could continue to be adversely affected.

Limited operating history

The Issuer has a limited operating history on which to base an evaluation of its respective business, financial performance and prospects. As such, the Issuer's business and prospects must be considered in light of the risks, expenses and difficulties frequently encountered by companies in the early stage of development. As the Issuer is in an early stage, its revenues may be materially affected by the decisions, including timing decisions, of a relatively consolidated customer base. In addition, it is also difficult to evaluate the viability of the Issuer's technology because the Issuer has had limited experience to address the risks, expenses and difficulties frequently encountered by companies in their early stage of development, particularly companies in new and rapidly evolving markets. There can be no assurance that the Issuer will be successful in addressing these risks, and the failure to do so in any one area could have a material adverse effect on the Issuer's business, prospects, financial condition and results of operations.

The Issuer operates in new and evolving markets, which makes it difficult to evaluate the Issuer's business and future prospects.

The Issuer's services are sold in new and rapidly evolving markets. The retail automation industry is in the early stages of its life cycle. Accordingly, the Issuer's business and future prospects may be difficult to evaluate. The Issuer cannot accurately predict the extent to which demand for its services or products will increase, or if at all. The challenges, risks and uncertainties frequently encountered by companies in rapidly evolving markets could impact the Issuer's ability to do the following:

- generate sufficient revenue to maintain profitability;
- acquire and maintain market share;
- achieve or manage growth in operations;
- develop and renew contracts;
- attract and retain highly-qualified personnel;
- adapt to new or changing policies and spending priorities of governments and government agencies; and
- access additional capital when required and on reasonable terms.

If the Issuer fails to address these and other challenges, risks and uncertainties successfully, its business, results of operations and financial condition would be materially harmed.

Substantial Capital Requirements

Management of the Issuer anticipates that they may make substantial capital expenditures for acquisitions, research and development and production of its business in the future. They may have limited ability to raise the capital necessary to undertake or complete future development work. There can be no assurance that debt or equity financing will be available or sufficient to meet these requirements or for other corporate purposes or, if debt or equity financing is available, that it will be on terms acceptable to the Issuer. Moreover, future activities may require the Issuer to alter its capitalization significantly. The inability of the Issuer to access sufficient capital for its operations could have a material adverse effect on its financial condition, results of operations or prospects. In particular, failure to obtain such financing on a timely basis could cause the Issuer to forfeit its interest in certain business opportunities, miss certain acquisition opportunities and reduce or terminate operations.

Dividends

To date, the Issuer has not paid any dividends on its outstanding shares. Any decision to pay dividends on the shares of the Issuer will be made by its board of directors on the basis of its earnings, financial requirements and other conditions.

Reliance on Management and Key Employees

The Issuer's future success depends substantially on the continued services of its executive officers and its key development personnel. If one or more of its executive officers or key development personnel were unable or unwilling to continue in their present positions, the Issuer might not be able to replace them easily or at all. In addition, if any of its executive officers or key employees joins a competitor or forms a competing company, the Issuer may lose know-how, key professionals and staff members as well as partners. These executive officers and key employees could provide the Issuer's services that could compete with and take customers and market share away from the Issuer.

Management of Growth

The Issuer may experience a period of significant growth in the number of personnel that will place a strain upon its management systems and resources. Its future will depend in part on the ability of its officers and other key employees to implement and improve financial and management controls, reporting systems and procedures on a timely basis and to expand, train, motivate and manage the workforce. The Issuer's current and planned personnel, systems, procedures and controls may be inadequate to support its future operations.

Risks Associated with Acquisitions

As part of the Issuer's overall business strategy, after the completion of the Transaction, the Issuer may pursue select strategic acquisitions that would provide additional product or service offerings, additional industry expertise, and a stronger industry presence in both existing and new jurisdictions. Future acquisitions may expose it to potential risks, including risks associated with: (a) the integration of new operations, services and personnel; (b) unforeseen or hidden liabilities; (c) the diversion of resources from the Issuer's existing business; (d) potential inability to generate sufficient revenue to offset new costs; (e) the expenses of acquisitions; or (f) the potential loss of or harm to relationships with both employees and existing users resulting from its integration of new businesses. In addition, any proposed acquisitions may be subject to regulatory approval.

Electronic Communication Security Risks

A significant potential vulnerability of electronic communications is the security of transmission of confidential information over public networks. Anyone who is able to circumvent the Issuer's security measures could misappropriate proprietary information or cause interruptions in its operations. The Issuer may be required to expend capital and other resources to protect against such security breaches or to alleviate problems caused by such breaches.

Conflicts of Interest

Because directors and officers of the Issuer are or may become directors or officers of other reporting companies or have significant shareholdings in other technology companies, the directors and officers of the Issuer may have a conflict of interest in conducting their duties. The Issuer and its directors and officers will attempt to minimize such conflicts. In the event that such a conflict of interest arises at a meeting of the directors of the Issuer, a director who has such a conflict will abstain from voting for or against the approval of such participation or such terms. In appropriate cases the Issuer will establish a special committee of independent directors to review a matter in which several directors, or officers, may have a conflict. In determining whether or not the Issuer will participate in a particular program and the interest therein to be acquired by it, the directors will primarily consider the potential benefits to the Issuer, the degree of risk to which the Issuer may be exposed and its financial position at that time. Other than as indicated, the Issuer has no other procedures or mechanisms to deal with conflicts of interest.

Executive officers and directors may have rights to indemnification including directors' and officers' liability insurance that will survive consummation of their agreements.

Competitive Markets

The Issuer faces competition and new competitors will continue to emerge throughout the world. Future products offered by the Issuer's competitors may take a larger market share than anticipated, which could cause revenue generated from the Issuer's products and services to fall below expectations. It is expected that competition in these markets will intensify. If competitors of the Issuer develop and market more successful products or services, offer competitive products or services at lower price points, or if the Issuer does not produce consistently high-quality and well-received products and services, revenues, margins, and profitability of the Issuer will decline.

The Issuer's ability to compete effectively will depend on, among other things, the Issuer's pricing of services and equipment, quality of customer service, development of new and enhanced products and services in response to customer demands and changing technology, reach and quality of sales and distribution channels and capital resources. Competition could lead to a reduction in the rate at which the Issuer adds new customers, a decrease in the size of the Issuer's market share and a decline in its customers. Examples include but are not limited to competition from other companies in the same industry as the Issuer.

Uncertainty and adverse changes in the economy

Adverse changes in the economy could negatively impact the Issuer's business. Future economic distress may result in a decrease in demand for the Issuer's products, which could have a material adverse impact on the Issuer's operating results and financial condition. Uncertainty and adverse changes in the economy could also increase costs associated with developing and publishing products, increase the cost and decrease the availability of sources of financing, and increase the Issuer's exposure to material losses from bad debts, any of which could have a material adverse impact on the financial condition and operating results of the Issuer.

Information Technology and Cyber Attacks

The Issuer's operations depend in part upon how well it protects networks, equipment and information technology systems and software against damage from a number of threats, including but not limited to power cuts, damage to physical property, natural disasters, intentional damage and destruction, hacking, computer viruses and theft. The Issuer's operations also depend on the timely maintenance, upgrade and replacement of networks, equipment, information technology systems and software, as well as pre-emptive expenses to mitigate the risks of failures. Any of these and other events could result in information system failures, delays and/or increases in capital expenses. The failure of information systems or a component thereof could, depending on the nature of such failure, adversely impact the Issuer's reputation and results of operations. The Issuer's exposure to these risks cannot be fully mitigated because of the evolving nature of these threats. As a result, cyber security and the continued development of controls, processes and practices designed to protect systems, computers, software, data and networks from attack, damage or unauthorized access is a priority of the Issuer. The Issuer may be required to expend additional resources to continue to modify or enhance protective measures or remediate any vulnerabilities.

COVID-19

The Issuer’s activities may be affected by potential medical pandemic issues, such as the novel coronavirus (COVID-19), as a result of the potential related impact to employees, disruption to operations, supply chain delays, travel and trade restrictions and impact on economic activity in affected countries or regions. Such pandemics or diseases represent a serious threat to maintaining a skilled workforce in the technology industry and could be a major health-care challenge for the Issuer. There can be no assurance that the Issuer’s personnel will not be impacted by these pandemic diseases and ultimately see its workforce productivity reduced or incur increased medical costs/insurance premiums as a result of these health risks. As well, there can be no assurance that the Issuer will not be impacted by adverse consequences that may be brought about by pandemics on global financial markets which may reduce resources, share prices and financial liquidity that may severely limit the financing capital available in the industry that the Issuer operates in and the retail industry generally.

Risks Related to the Issuer’s Business and Industry

Risks associated with economic conditions and their development

Changes in demand for products offered by the Issuer are generally linked to changes in macroeconomic conditions, in particular changes in gross domestic product in the countries where the Issuer markets its products and services. In general, periods of recession or deflation are likely to have a negative impact on consumer demand and spending. Moreover, the introduction or increase of customs barriers and other trade restrictions by certain countries, such as the measures announced by the United States government in the spring of 2018, could trigger a slowdown in world trade, which could have a negative impact on the growth of the world economy, and thus have an adverse effect on the Issuer’s business. Moreover, to the extent that a significant portion of the Issuer’s products are assembled in countries other than Canada, the increase in customs barriers referred to above is liable to affect the Issuer’s exports of these products to Canada or the United States. In addition, during periods of economic recession, some of the Issuer’s customers may experience financial hardship that may result in late payments or even unpaid bills. If the current economic situation were to deteriorate, this could have a significant negative impact on the Issuer, its business, financial position, results and outlook.

Limited Operating History

The Issuer has limited history of operations in the industry. Even if the Issuer is successful in increasing commercial operations with developed products, there is no guarantee that the business model of providing these products to market or selling the developed technology to acquiring entities will be a viable business.

Regulatory Risks

The Issuer will incur ongoing costs and obligations related to regulatory compliance. Failure to comply with regulations may result in additional costs for corrective measures, penalties or in restrictions on the Issuer’s operations. In addition, changes in regulations, changes in the enforcement thereof or other unanticipated events could require extensive changes to the Issuer’s operations, increased compliance costs or give rise to material liabilities, which could have a material adverse effect on the business, results of operations and financial condition of the Issuer.

Competition

There is potential that the Issuer will face intense competition from other companies, some of which can be expected to have longer operating histories and more financial resources and manufacturing and marketing experience than the Issuer. Increased competition by larger and better financed competitors could materially and adversely affect the business, financial condition and results of operations of the Issuer.

Risks Related to Intellectual Property

If the Issuer fails to protect, or incur significant costs in defending, its intellectual property and other proprietary rights, the Issuer's business, financial condition, and results of operations could be materially harmed.

The Issuer relies primarily on trademarks, copyrights and trade secrets, as well as license agreements and other contractual provisions, to protect the Issuer's intellectual property and other proprietary rights. Existing legal standards relating to the validity, enforceability and scope of protection of intellectual property rights offer only limited protection, may not provide the Issuer with any competitive advantages, and may be challenged by third parties. Accordingly, despite its efforts, the Issuer may be unable to prevent third parties from infringing upon or misappropriating its intellectual property or otherwise gaining access to the Issuer's technology. Unauthorized third parties may try to copy or reverse engineer the Issuer's products or portions of its products or otherwise obtain and use the Issuer's intellectual property. Moreover, many of the Issuer's employees have access to the Issuer's trade secrets and other intellectual property. If one or more of these employees leave to work for one of the Issuer's competitors, then they may disseminate this proprietary information, which may as a result damage the Issuer's competitive position. If the Issuer fails to protect its intellectual property and other proprietary rights, then the Issuer's business, results of operations or financial condition could be materially harmed. From time to time, the Issuer may have to initiate lawsuits to protect its intellectual property and other proprietary rights. Pursuing these claims is time consuming and expensive and could adversely impact the Issuer's results of operations.

In addition, affirmatively defending the Issuer's intellectual property rights and investigating whether the Issuer is pursuing a product or service development that may violate the rights of others may entail significant expense. Any of the Issuer's intellectual property rights may be challenged by others or invalidated through administrative processes or litigation. If the Issuer resorts to legal proceedings to enforce its intellectual property rights or to determine the validity and scope of the intellectual property or other proprietary rights of others, then the proceedings could result in significant expense to the Issuer and divert the attention and efforts of the Issuer's management and technical employees, even if the Issuer prevails.

Changes in Technologies and Industry Standards

The Issuer must maintain the ability of its organization to evolve rapidly in order to adapt to technological developments and customer demand. The Issuer might not invest in products and services adapted to the demand at competitive prices and might not be able to adapt its products and services, costs and organization in a timely manner, or it might encounter difficulties in carrying out certain critical projects. The occurrence of one or more of these risks may have a material adverse effect on the Issuer's business, financial position, results or outlook.

17.2 – Additional Securityholder Risk

There is no risk that securityholders of the Issuer may become liable to make an additional contribution beyond the price of the security.

17.3 – Other Risks

Subject to the risk factors set out under Section 17.1 above, there are no other material risk factors that a reasonable investor would consider relevant to an investment in the Common Shares.

18. PROMOTERS

18.1 – 18.2 – Promoter Consideration

Other than John Ricci and Frank Borges, there has been no person or Issuer that may be considered a promoter of the Issuer within two years immediately preceding this Listing Statement. John Ricci, through his company, K Iccir Holdings Inc., holds 20,400,000 Common Shares (20%) and Frank Borges, through his company, Segrob Holdings Inc., holds 20,400,000 Common Shares (20%) of the total issued and outstanding Common Shares of the Issuer on a non-diluted basis.

19. LEGAL PROCEEDINGS

19.1 – Legal Proceedings

As of the date of this Listing Statement, there are no legal proceedings material to the Issuer to which the Issuer is a party or of which any of their respective property is the subject matter, and there are no such proceedings known to the Issuer to be contemplated.

19.2 – Regulatory Actions

Other than as set out below, as of the date of this Listing Statement, the Issuer has not been subject to any penalties or sanctions imposed by any court or regulatory authority relating to securities legislation or by a securities regulatory authority, nor has the Issuer entered into a settlement agreement with a securities regulatory authority, nor has the Issuer been subject to any other penalties or sanctions imposed by a court or regulatory body or self-regulatory authority that are necessary to provide full, true and plain disclosure of all material facts relating to the Issuer's securities or would be likely to be considered important to a reasonable investor making an investment decision.

On May 11, 2015, Wolf's Den was halted from trading on the TSXV as a result of the CTOs. The CTOs were imposed due to the failure of the Company to file its annual audited financial statements, its MD&A and related certifications for the year ended December 31, 2014. During the first half of 2019, Wolf's Den, under the supervision of the newly constituted board and management, made applications to the BCSC, the ASC and the OSC to have the CTOs revoked. On May 28, 2019, the CTOs were revoked by the BCSC, the ASC and the OSC, and the Company was subsequently removed from the defaulting issuers list (or equivalent) in the Provinces of Alberta, British Columbia and Ontario. See Section 13.6 – *Corporate Cease Trade Orders or Bankruptcies*.

20. INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

No material conflict of interest, either direct or indirect, is currently known to exist with respect to any proposed transaction, or any transaction consummated over the three years before the date of this Listing Statement, that has affected or will materially affect the Issuer.

Conflicts of interest may arise as a result of the directors and officers of the Issuer also holding positions as directors or officers of other companies. Some of those individuals have been and will continue to be engaged in the identification and evaluation of assets, businesses and companies on their own behalf and on behalf of other companies, and situations may arise where the directors and officers of the Issuer will be in direct competition with the Issuer.

The directors and officers of the Issuer are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosure by directors of conflicts of interest and the Issuer will rely upon such laws in respect of any directors' and officers' conflict of interest or in respect of any breaches of duty by any of its directors or officers. All such conflicts will be disclosed by such directors or officers in accordance with the BCBCA, as applicable, and they will govern themselves in respect thereof to the best of their ability in accordance with the obligation imposed upon them by law.

21. AUDITORS, TRANSFER AGENTS AND REGISTRARS

21.1 – Auditors

The auditors of Wolf's Den are MNP LLP, Chartered Professional Accountants, Suite 300, 111 Richmond Street West, Toronto, Ontario M5H 2G4.

In connection with completion of the Transaction, the Issuer is in the process of changing auditors. The new auditor of the Issuer will be BDO Canada LLP, 3115 Harvester Road, Suite 400, Burlington, ON L7N 3N8, Canada.

21.2 – Transfer Agent and Registrar

The transfer agent and registrar of the Issuer is Computershare Trust Company of Canada, 510 Burrard Street, Vancouver, British Columbia, V6C 3B9.

22. MATERIAL CONTRACTS

22.1 – Material Contracts of the Issuer

The Issuer has not entered into any material contracts within the two years before the date of this Listing Statement, other than the Share Exchange Agreement and contracts entered into in the ordinary course of business and documents entered into in connection with the Transaction (described in Section 3.1 above).

Danavation has not entered into any material contracts within the two years before the date of this Listing Statement, other than contracts entered into in the ordinary course of business and documents entered into in connection with the Transaction (described in Section 3.1 above).

The material contracts described above may be inspected without further charge at the offices of Irwin Lowy LLP, solicitors of the Issuer, located at Suite 401, 217 Queen Street West, Toronto, Ontario M5V 0R2, during ordinary business hours until the date of the completion of the Listing and for a period of 30 days thereafter.

22.2 – Special Agreements

The Issuer is not a party to any co-tenancy, unitholders' or limited partnership agreement.

23. INTEREST OF EXPERTS

23.1 – Interest of Experts – Issuer and Danavation

The auditors of Wolf's Den, MNP LLP, Chartered Professional Accountants, audited the financial statements of Wolf's Den for the years ended December 31, 2019 and 2018 and is independent within the meaning of the Canadian Institute of Chartered Accountants Handbook. As of the date of this Listing Statement, MNP LLP, Chartered Professional Accountants did not own or have any registered or beneficial interests, direct or indirect, in any securities or the property of the Issuer.

The auditors of Danavation, BDO Canada LLP, audited the financial statements of Danavation for the period from the date of incorporation to July 31, 2020, and is independent within the meaning of the Canadian Institute of Chartered Accountants Handbook. As of the date of this Listing Statement, BDO Canada LLP did not own or have any registered or beneficial interests, direct or indirect, in any securities or the property of Danavation.

24. OTHER MATERIAL FACTS

Other than as set out elsewhere in this Listing Statement, there are no other material facts about the Issuer and its securities which are necessary in order for this Listing Statement to contain full, true and plain disclosure of all material facts relating to the Issuer and its securities.

25. FINANCIAL STATEMENTS

Financial Statements – Wolf's Den

Schedule "A" contains the audited financial statements for Wolf's Den for the years ended December 31, 2019 and 2018, and the unaudited financial statements for the nine-month period ended September 30, 2020 and related MD&As.

Financial Statements – Danavation

Schedule "B" contains the audited financial statements for Danavation for the period from the date of incorporation to July 31, 2019, for the year ended July 31, 2020 and for the three-month period ended October 31, 2020.

Pro Forma Consolidated Financial Statements

Schedule "C" contains the unaudited pro forma consolidated statement of financial position of the Issuer as at October 31, 2020.

CERTIFICATE OF DANAVATION TECHNOLOGIES CORP.
(FORMERLY WOLF'S DEN CAPITAL CORP.)

Pursuant to a resolution duly passed by its Board of Directors, Danavation Technologies Corp. (formerly Wolf's Den Capital Corp.), hereby applies for the listing of the above-mentioned securities on CSE. The foregoing contains full, true and plain disclosure of all material information relating to Danavation Technologies Corp. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Toronto, this 11th day of January, 2021.

"John Ricci" (Signed)	*"Rob Suttie" (Signed)*
John Ricci, Chief Executive Officer	Rob Suttie, Chief Financial Officer
"Michael Della Fortuna" (Signed)	*"Frank Borges" (Signed)*
Michael Della Fortuna, Director	Frank Borges, Director

SCHEDULE "A"
FINANCIAL STATEMENTS OF WOLF’S DEN

[inserted as pages following]

These financial statements are being refiled as the version filed on June 19, 2020 did not include the Auditor's Report.

WOLF'S DEN CAPITAL CORP.

(FORMERLY WOLFPACK BRANDS CORPORATION, AND FORMERLY JOSEPHINE MINING CORP)

CONSOLIDATED FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2019 AND 2018

(EXPRESSED IN CANADIAN DOLLARS)

Independent Auditor's Report

To the Shareholders of Wolf's Den Capital Corp. (formerly Josephine Mining Corp. and Wolfpack Brands Corporation):

Opinion

We have audited the consolidated financial statements of Wolf's Den Capital Corp. (formerly Josephine Mining Corp. and Wolfpack Brands Corporation) and its subsidiary (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2019 and December 31, 2018, and the consolidated statements of loss and comprehensive loss, changes in equity (deficiency) and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2019 and December 31, 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the 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.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Brad Frampton.

MNP LLP

Calgary, Alberta
June 18, 2020

Chartered Professional Accountants

MNP

Wolf's Den Capital Corp.
(Formerly Wolfpack Brands Corporation and Formerly Josephine Mining Corp)
Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)

	As at December 31, 2019	As at December 31, 2018
ASSETS		
Current		
Cash (note 4)	**$ 879,482**	$ 6
Due from related parties (note 8)	**55,035**	-
Other receivables	**214,156**	-
Total Current Assets	**$ 1,148,673**	$ 6
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)		
Current		
Accounts payable and accrued liabilities (note 5)	**$ 188,113**	$ 267,129
Loan payable (note 6)	**-**	71,767
	188,113	338,896
Shareholders' Equity (Deficiency)		
Share capital (note 7)	**16,099,427**	7,276,901
Contributed surplus	**4,575,535**	4,575,535
Accumulated other comprehensive income	**124,541**	124,541
Deficit	**(19,838,943)**	(12,315,867)
Total Shareholders' Equity (Deficiency)	**960,560**	(338,890)
Total Liabilities and Shareholders' Equity (Deficiency)	**$ 1,148,673**	$ 6

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

Subsequent events (note 11)

Approved on behalf of the Board:

"SIGNED"

Richard Buzbuzian, Director

"SIGNED"

Tony Di Benedetto, Director

Wolf's Den Capital Corp.
(Formerly Wolfpack Brands Corporation and Formerly Josephine Mining Corp)
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

	Year Ended December 31, 2019	Year Ended December 31, 2018
Operating expenses		
Professional fees	**$ 125,836**	$ -
Office and administrative	**9,196**	29,047
Consulting	**816,103**	-
Management fee (note 8)	**1,037,238**	-
Travel	**3,500**	-
	(1,991,873)	(29,047)
Other Income		
Forgiveness of accounts payable	**-**	11,250
Foreign exchange expense	**(90,703)**	(211)
Loss on settlement of debt (note 7)	**(5,440,500)**	-
Net loss and comprehensive loss for the year	**$ (7,523,076)**	$ (18,008)
Basic and diluted net loss per share	**$ (0.12)**	$ (0.07)
Weighted average number of common shares outstanding	**62,873,040**	255,510

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

Wolf's Den Capital Corp.
(Formerly Wolfpack Brands Corporation and Formerly Josephine Mining Corp)
Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)

	Year Ended December 31, 2019	Year Ended December 31, 2018
Operating activities		
Net loss for the year	**$ (7,523,076)**	$ (18,008)
Adjustments for:		
Loss on settlement of debt (note 7)	**5,440,500**	-
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	**1,035,484**	(53,999)
Other receivables	**(214,156)**	-
Net cash used in operating activities	**(1,261,248)**	(72,007)
Financing activities		
Proceeds from private placement, net of costs (note 7)	**2,267,526**	-
(Repayment of) proceeds from loan payable (note 7)	**(71,767)**	71,767
Advances to related parties (note 8)	**(55,035)**	-
Net cash provided by financing activities	**2,140,724**	71,767
Net change in cash	**879,476**	(240)
Cash, beginning of year	**6**	246
Cash, end of year	**$ 879,482**	$ 6

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

Wolf's Den Capital Corp.

(Formerly Wolfpack Brands Corporation and Formerly Josephine Mining Corp)
Consolidated Statements of Changes in Equity (Deficiency)
(Expressed in Canadian Dollars)

	Share Capital Number	Share Capital Amount	Contributed Surplus	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total
Balance, December 31, 2017	**255,510**	**$ 7,276,901**	**$ 4,575,535**	**$ (12,297,859)**	**$ 124,541**	**$ (320,882)**
Net loss for the year	-	-	-	(18,008)	-	(18,008)
Balance, December 31, 2018	**255,510**	**$ 7,276,901**	**$ 4,575,535**	**$ (12,315,867)**	**$ 124,541**	**$ (338,890)**
Issuance of common shares in private placement (note 7)	46,200,200	2,310,010	-	-	-	2,310,010
Share issue costs (note 7)	-	(42,484)	-	-	-	(42,484)
Finders shares issued (note 7)	3,696,016	-	-	-	-	-
Issuance of common shares from debt for share agreement (note 7)	131,100,000	6,555,000	-	-	-	6,555,000
Net loss for the year	-	-	-	(7,523,076)	-	(7,523,076)
Balance, December 31, 2019	**181,251,726**	**$ 16,099,427**	**$ 4,575,535**	**$ (19,838,943)**	**$ 124,541**	**$ 960,560**

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

1. Incorporation, nature of business and going concern

Wolf's Den Capital Corp. (formerly Wolfpack Brands Corporation) (the "Company" or "Wolf's Den") was incorporated on June 4, 2007, under the Business Corporations Act of British Columbia. The registered office of the Company is located at 1000 - 595 Burrard Street - P.O. Box 49290 - Vancouver, British Columbia, Canada V7X 1S8.

On July 18, 2019, the Company changed its name from "Josephine Mining Corp." to "Wolfpack Brands Corporation. On March 6, 2020 the Company changed its name from "Wolfpack Brands Corporation" to "Wolf's Den Capital Corporation".

The Company's activities relate to identifying and evaluating assets or businesses with a view to potentially acquire them or an interest therein by completing a purchase transaction, by exercising of an option or by any concomitant transaction. The Company's previous activities related to the retention and exploration of mineral properties in southern Oregon.

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to a going concern. For the year ended December 31, 2019, the Company incurred a net loss of $7,523,076 (year ended December 31, 2018 - net loss of $18,008) and as at December 31, 2019, reported an accumulated deficit of $19,838,943 (December 31, 2018 - $12,315,867). The Company has no current source of cash flow.

On July 18, 2019, the Company completed a share consolidation of 1 post share to 100 pre share basis. Unless otherwise stated, the number of shares presented in these consolidated financial statements have been retroactively restated to reflect the share consolidation.

2. 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 issued by the International Financial Reporting Interpretations Committee that are effective on January 1, 2019.

These consolidated financial statements were approved by the Company's board of directors on June 15, 2020.

Basis of measurement

These consolidated financial statements have been prepared on a historical cost basis. References to United States dollars are indicated by "US$".

2. Basis of preparation (continued)

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are considered. All inter-company balances and transactions have been eliminated in preparing consolidated financial statements.

The following wholly-owned subsidiaries have been consolidated within the consolidated financial statements:

Entity	Principle activity	Place of business and operations	Equity percentage
0890810 BC Ltd.	Operating Company	Canada	100%

Functional and presentation currency

These consolidated financial statements are presented in Canadian dollars. The functional currency of the Company is the Canadian dollar and for the sole subsidiary is the U.S. dollar ("US$").

Significant accounting estimates, judgments and assumptions

The preparation of these consolidated financial statements requires management to make judgments and estimates and form assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of income and expenses during the reporting period. On an ongoing basis, management evaluates its judgments and estimates in relation to assets, liabilities and expenses.

Management uses historical experience and other factors it believes to be reasonable under the given circumstances as the basis for its judgments and estimates. Actual outcomes may differ from these estimates under different assumptions and conditions.

The most significant judgments and estimates relate to the following:

(i) Deferred taxes

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

2. Basis of preparation (continued)

Significant accounting estimates, judgments and assumptions (continued)

(ii) Accounts payable

The write down of accounts payable and obligations requires judgement by management as to the likelihood of future collection attempts of those amounts, specifically assessing whether amounts may be considered stale-dated due to lack of collection attempts by the vendor over a period of time, in line with the legal requirements of the jurisdiction in which the Company incurred the liability.

(iii) Contingencies

Management uses judgment to assess the existence of contingencies. By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. Management also uses judgment to assess the likelihood of the occurrence of one or more future events.

(iv) Going concern

Determining if the Company has the ability to continue as a going concern is dependent on its ability to achieve profitable operations. Certain judgments are made when determining if the Company will achieve profitable operations.

3. Significant accounting policies

Cash

Cash includes deposits held on call with banks.

Taxes

Tax expense consists of current and deferred tax expense. Tax expense is recognized in the consolidated statement of loss and comprehensive loss.

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

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates at the end of the period, and which are expected to apply when the asset is realized, or the liability settled.

The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs.

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

3. Significant accounting policies (continued)

Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset is the greater of its value in use and its fair value less costs to dispose. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is recognized if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognized in net income or loss.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

Loss per share

The Company calculates basic loss per share using the weighted average number of common shares outstanding during the year. Diluted loss per share is calculated by adjusting the weighted average number of common shares outstanding by an amount that assumes that the proceeds to be received on the exercise of dilutive warrants are applied to repurchase common shares at the average market price for the period in calculating the net dilution impact. Warrants are dilutive when the Company has income from operations and the average market price of the common shares during the period exceeds the exercise price of the warrants.

Provisions

The Company reports provisions when the following conditions are met:

- an entity has a present obligation (legal or constructive) as a result of a past event;
- it is probable (i.e. more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and,
- a reliable estimate can be made of the amount of the obligation.

Whether or not a present obligation exists is determined by examining all available evidence, and whether the evidence suggests that an obligation is more likely than not present.

3. Significant accounting policies (continued)

Financial instruments

Recognition

The Company recognizes a financial asset or financial liability on the statement of consolidated financial position when it becomes party to the contractual provisions of the financial instrument. Financial assets are initially measured at fair value, and are derecognized either when the Company has transferred substantially all the risks and rewards of ownership of the financial asset, or when cash flows expire. Financial liabilities are initially measured at fair value and are derecognized when the obligation specified in the contract is discharged, cancelled or expired.

A write-off of a financial asset (or a portion thereof) constitutes a derecognition event. Write-off occurs when the Company has no reasonable expectations of recovering the contractual cash flows on a financial asset.

Classification and measurement

The Company determines the classification of its financial instruments at initial recognition. Financial assets and financial liabilities are classified according to the following measurement categories:

i) those to be measured subsequently at fair value, either through profit or loss (“FVTPL”) or through other comprehensive income (“FVTOCI”); and,
ii) those to be measured subsequently at amortized cost.

The classification and measurement of financial assets after initial recognition at fair value depends on the business model for managing the financial asset and the contractual terms of the cash flows. Financial assets that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding, are generally measured at amortized cost at each subsequent reporting period. All other financial assets are measured at their fair values at each subsequent reporting period, with any changes recorded through profit or loss or through other comprehensive income (which designation is made as an irrevocable election at the time of recognition).

After initial recognition at fair value, financial liabilities are classified and measured at either:

i) amortized cost;
ii) FVTPL, if the Company has made an irrevocable election at the time of recognition, or when required (for items such as instruments held for trading or derivatives); or,
iii) FVTOCI, when the change in fair value is attributable to changes in the Company’s credit risk.

3. Significant accounting policies (continued)

Financial instruments (continued)

The Company reclassifies financial assets when and only when its business model for managing those assets changes. Financial liabilities are not reclassified.

Transaction costs that are directly attributable to the acquisition or issuance of a financial asset or financial liability classified as subsequently measured at amortized cost are included in the fair value of the instrument on initial recognition. Transaction costs for financial assets and financial liabilities classified at fair value through profit or loss are expensed in profit or loss.

The Company's financial asset consists of cash, which is classified as subsequently measured at amortized cost.

The Company's financial liabilities consist of accounts payable and accrued liabilities, which are classified and measured at amortized cost using the effective interest method. Interest expense is reported in net loss.

Impairment

The Company assesses all information available, including on a forward-looking basis the expected credit losses associated with any financial assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition based on all information available, and reasonable and supportive forward-looking information.

Deferred financing costs

Deferred financing costs relate to expenditures incurred in connection with the Company's initial public share offering and are charged against share capital upon issuance of the shares or expensed if the offering is not completed.

Share-based payments

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity settled share-based transactions are set out in the stock option note.

The fair value is measured at the grant date and each tranche is recognized on a graded-vesting basis over the period in which options vest. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in the statement of operations such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share-based payments reserve.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

3. Significant accounting policies (continued)

Income taxes

(i) Current income tax assets and liabilities for the current year 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 by the end of the reporting year. Current tax assets and current tax liabilities are only offset if a legally enforceable right exists to set off the amounts, and the intention is to settle on a net basis, or to realize the asset and settle the liability simultaneously. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of loss and comprehensive loss.

(ii) Deferred income tax:

Deferred income tax is provided using the balance sheet method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax liabilities are recognized for all taxable temporary differences and deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses. Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to be recovered.

Measurement uncertainty

The preparation of financial statements in conformity with IFRS accounting principles requires management to make estimates and judgments that affect the reported amounts of assets and liabilities, and the reported amounts of revenues and expenses during the year. Significant items subject to such estimates and judgments include the calculation of accrued liabilities. Actual results could differ from those estimates used in the financial statements.

Critical accounting estimates are estimates and assumptions made by management that may result in a material adjustment to the carrying amount of assets and liabilities within the next financial year and include, but are not limited to:

Income, value added, withholding and other taxes

The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

(Expressed in Canadian Dollars)

3. Significant accounting policies (continued)

New standards adopted

IFRS 16 Leases ("IFRS 16")

Effective January 1, 2019, the Company adopted IFRS 16. IFRS 16 was issued in January 2016 and replaces IAS 17 – Leases as well as some lease related interpretations. With certain exceptions for leases under twelve months in length or for assets of low value, IFRS 16 states that upon lease commencement a lessee recognises a right-of-use asset and a lease liability. The right-of-use asset is initially measured at the amount of the liability plus any initial direct costs. After lease commencement, the lessee shall measure the right-of-use asset at cost less accumulated depreciation and accumulated impairment. A lessee shall either apply IFRS 16 with full retrospective effect or alternatively not restate comparative information but recognise the cumulative effect of initially applying IFRS 16 as an adjustment to opening equity at the date of initial application. IFRS 16 requires that lessors classify each lease as an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Otherwise it is an operating lease. The adoption of IFRS 16 had no impact to the Company's consolidated financial statements.

IFRIC Interpretation 23 - Uncertainty over Income Tax Treatments ("IFRIC 23")

On June 7, 2017, the IASB issued IFRIC 23. The Interpretation provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. The Interpretation is applicable for annual periods beginning on or after January 1, 2019. At January 1, 2019, the Company adopted this standard and there was no material impact on the Company's consolidated financial statements.

4. Cash

	As at December 31, 2019	As at December 31, 2018
Cash	**$ 913**	$ 6
Cash in trust	**878,569**	-
Total cash	**$ 879,482**	$ 6

5. Accounts payable and accrued liabilities

	As at December 31, 2019	As at December 31, 2018
Trade payables	**$ 13,498**	$ 267,129
Accrued liabilities	**174,615**	-
	$ 188,113	$ 267,129

6. Loan payable

During the year ended December 31, 2018, the Company was advanced $71,767 from Buzbuzian Capital Corp. (“BCC”), a company controlled by Mr. Richard Buzbuzian a director of the Company, for working capital purposes. The loan was non-interest bearing, unsecured and due on demand. The loan was fully repaid during the year ended December 31, 2019.

(Expressed in Canadian Dollars)

7. Share Capital

(a) Authorized

As at December 31, 2019, and 2018 the authorized share capital consisted of an unlimited number of common shares and preferred shares without par value.

(b) Issued and outstanding

	Number of common shares	Amount
Balance, December 31, 2017 and 2018	**255,510**	**$ 7,276,901**
Issued on Debt to share agreement (i)(ii)	131,100,000	6,555,000
Issued on Private placement (iii)(iv)	46,200,200	2,310,010
Cost of issue (iii)	-	(42,484)
Finders shares issued (iii)(iv)	3,696,016	-
Balance, December 31, 2019	**181,251,726**	**$ 16,099,427**

(i) On August 21, 2019, pursuant to a debt settlement, the Company issued an aggregate of 100,500,000 common shares in the capital of the Company to settle an aggregate debt of $502,500. The common shares issued had were valued at a price of $0.05 based on the share price of shares issued to arm's length parties. As a result, the Company recorded a loss on settlement of debt of $4,522,500. See note 8(a)(v).

(ii) On August 22, 2019, pursuant to a debt settlement, the Company issued an aggregate of 30,600,000 common shares in the capital of the Company to settle an aggregate debt of $612,000. The common shares issued had were valued at a price of $0.05 based on the share price of shares issued to arm's length parties. As a result, the Company recorded a loss on settlement of debt of $918,000.

(iii) On September 9, 2019, the Company closed the first tranche of a non-brokered private placement (the offering) consisting of 34,550,200 common shares at a price of $0.05 per share for gross proceeds of $1,727,510. In connection with the offering, the Company paid finders fees in the amount of 2,764,016 shares and legal fees of $42,484.

(iv) On September 16, 2019, the Company closed the second tranche of the offering, consisting of 11,650,000 common shares at a price of $0.05 per share for gross proceeds of $582,500. In connection with the offering, the Company paid finders fees in the amount of 932,000 shares.

8. Related party transactions

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

(a) During the year ended December 31, 2019, the Company has the following related party transactions:

(i) During the year ended December 31, 2019, the Company incurred management fees of $135,417 (year ended December 31, 2018 - $nil) to BCC, and consulting fees of $41,130 (year ended December 31, 2018 - $ni). As at December 31, 2019, the Company is owed $32,205 (December 31, 2018 - $nil) from BCC and this amount is included in due from related parties. In connection with the offering (note 7 (b)(iii)) the Company also paid finders fees in the amount of 3,696,016 shares to BCC.

(ii) During the year ended December 31, 2019, the Company incurred management fees of $87,920 (year ended December 31, 2018 - $nil) to Launch Capital Inc. (“LCI”), a company controlled by Mr. Tony Di Benedetto, a director of the Company. As at December 31, 2019, the Company is owed $32,205 (December 31, 2018 - $nil) from LCI and this amount is included in due from related parties.

(iii) During the year ended December 31, 2019, the Company incurred management fees of $453,414 (year ended December 31, 2018 - $nil) to 2510812 Ontario Inc., a company controlled Mr. Koby Smutylo, a director of the Company. As at December 31, 2019, 2510812 Ontario Inc. was owed $nil (December 31, 2018 - $nil). During the year ended December 31, 2019, Mr. Koby Smutylo resigned as director and Chief Executive Officer of the Company.

(iv) During the year ended December 31, 2019, the Company incurred management fees of $306,284 (year ended December 31, 2018 - $nil) to 11113925 Canada Inc., a company controlled Ms. Lauren Tansley, an officer of the Company. All services were made on terms equivalent to those that prevail with arm's length transactions. As at December 31, 2019, the Company owed 11113925 Canada Inc. $nil (December 31, 2018 - $nil). During the year ended December 31, 2019, Ms. Lauren Tansley ceased to be an officer of the Company.

(v) In connection with the shares for debt (note 7(b)(i)), BCC and LCI received 33,633,334 and 33,433,332 common shares respectively, and the Company recorded a loss on settlement of shares of $1,513,500 and $1,504,500 respectively.

The above related party transactions were in the normal course of operations and have been valued at fair value. The amounts owing to related parties are non-interest bearing, unsecured and due on demand.

(Expressed in Canadian Dollars)

9. Income taxes

The net tax provision differs from that expected by applying the combined federal and provincial income tax rates of 27% for the year ended December 31, 2019 and 2018.

	2019	**2018**
(Loss) before income taxes	**$ (7,523,076)**	$ (18,008)
Statutory income tax rate	27%	27%
Expected income tax (recovery)	**(2,031,231)**	(4,862)
Share issue costs	**(61,367)**	-
Loss on settlement	**1,468,935**	-
Deferred tax benefits not recognized	**623,663**	4,862
Income tax provision	**$ -**	$ -

The Company has gross timing differences related to the following:

	2019	**2018**
Non-capital losses	**$ 4,351,078**	$ 2,193,054
Undeducted financing costs	**849,705**	669,398
Other	**107,732**	107,732
Total	**$ 5,308,515**	$ 2,970,184

As at December 31, 2019, the Company has a non-capital loss carry-forward is available to reduce future years' income for tax purposes, and will begin to expire in 2027 if not utilized

10. Financial instruments

The fair values of the Company's cash, other receivables, due from related parties, accounts payable and accrued liabilities, and loan payable approximate their carrying values because of the short-term nature of these instruments.

IFRS establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

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

The Company's financial instruments are exposed to certain financial risks, including currency risk, credit risk and liquidity risk.

10. Financial instruments (continued)

(a) Currency risk

The Company’s operations in the United States make it subject to foreign currency fluctuations which may adversely affect the Company’s financial position, results of operations and cash flows. The Company is affected by changes in exchange rates between the Canadian Dollar and the U.S. dollar. The Company does not invest in foreign currency contracts to mitigate the risks.

(b) Credit risk

The Company’s cash is held with large Canadian financial institutions. The Company believes it has no significant credit risk.

(c) 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 manages liquidity risk through the management of its capital structure. The Company’s financial obligations include accounts payable and accrued liabilities and loan payable. The company has cash of $879,482 to settle obligations of $188,113.

11. Subsequent events

On March 30, 2020, the Company announced that it has executed a share exchange agreement (the "Share Exchange Agreement") with Danavation Technologies Inc. ("Danavation") and its shareholders (the "Danavation Shareholders") pursuant to which the Company will acquire all of the issued and outstanding shares of Danavation in exchange for share of the Company as detailed below (the "Transaction"). The Transaction will constitute a reverse takeover of the Company by Danavation and the Danavation Shareholders.

Pursuant to the Share Exchange Agreement, the Company will complete a consolidation of its issued and outstanding common shares (the "Consolidation") on the basis of one post-consolidation common share (the "Shares") for every eight outstanding common shares in the capital of the Company. Pursuant to the Transaction, each of the Danavation Shareholders will receive one Share in exchange for each share held in the capital Danavation. As a condition to the completion of the Transaction, Danavation must complete a private placement of up to 17,600,000 shares in the capital of Danavation (the "Danavation Financing").

In connection with the Transaction, the Company will undertake a private placement of common shares, subscription receipts, or other securities convertible into Shares, for aggregate gross proceeds of up to $6,000,000, expected to close concurrently with the Transaction.

The Company’s operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company’s operations and ability to finance its operations.

WOLF’S DEN CAPITAL CORP.

Management’s Discussion and Analysis

For the year ended December 31, 2019

(Financial information expressed in Canadian dollars unless otherwise noted)

Introduction

The following management's discussion and analysis ("MD&A") of the financial condition and results of the operations of Wolf's Den Capital Corp. (Previously Wolfpack Brands Corporation) ("Wolf's Den" or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended December 31, 2019. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual consolidated financial statements of the Company for the years ended December 31, 2019 and 2018, together with the notes thereto. The Company's consolidated financial statements and the financial information contained in this MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee. Information contained herein is presented as of June 18, 2020, unless otherwise indicated.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, (the "Board") considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of Wolfpack common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity. This MD&A contains forward-looking statements that involve risks and uncertainties. The Company's actual results may differ materially from those discussed in forward-looking statements as a result of various factors, including those described under "Forward- looking Statements".

Further information about the Company and its operations is available on SEDAR at **www.sedar.com**.

Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Forward-looking statements	Assumptions	Risk factors
The Company expects to complete a share exchange agreement with Danaviation Technologies Inc., which constitutes a reverse takeover.	The shareholders of Danaviation Technologies Inc. will approve the transaction.	The shareholders may reject the transaction if the terms are not favourable;
The Company's cash position at December 31, 2020 is anticipated to be sufficient to fund its operating expenses for the twelve months ending December 31, 2021. The Company expects to complete an equity financing.	The Company will be able to retain and attract skilled staff; all applicable regulatory and governmental approvals; the Company will not be adversely affected by market competition; debt and equity markets, exchange and interest rates and other applicable economic and political conditions are favourable to the Company.	Ongoing uncertainties relating to the COVID-19 virus; timing and availability of external financing on acceptable terms; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff; availability of permits; market competition.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond Wolf's Den ability to predict or control. Please also make reference to those risk factors referenced in the "Risks and uncertainties" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Wolf's Den actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Historical information

The Company was incorporated under the *Business Corporations Act* (British Columbia) on June 4, 2007 under the name "Green Park Capital Corp.".

In March 2008, the Company completed an initial public offering of 3,000,000 common shares. The Company's shares began trading on the TSX Venture Exchange (the "**Exchange**") on March 24, 2008 under the trading symbol "GRP.P". Prior to March 24, 2011, the Company was classified as a Capital Pool Company ("**CPC**") within the meaning ascribed by the Exchange.

In March 2010, the Company entered into a letter agreement to purchase all of the issued and outstanding securities of 0854742 B.C. Ltd. ("**0854742**"). The acquisition of 0854742, then known as Josephine Mining Corp., constituted the Company's Qualifying Transaction under the policies of the Exchange. 0854742 was at arm's length to the Company at the time of the Qualifying Transaction.

On March 24, 2011, the Company completed its Qualifying Transaction when its wholly-owned subsidiary, 0890810 B.C. Ltd., amalgamated with 0854742. After the Qualifying Transaction, the Company's sole activities related to the acquisition and exploration of certain mining projects in Oregon. In connection with the Qualifying Transaction, the Company changed its name to Josephine Mining Corp., ceased to be a CPC and commenced trading as a Tier 2 mining issuer on the Exchange on March 29, 2011. On commencement of trading, the Company's trading symbol changing from "GRP.H" to "JMC".

On May 11, 2015, the Company was halted from trading on the Exchange as a result of the issuance of cease trade orders being issued by the British Columbia Securities Commission, the Alberta Securities Commission and the Ontario Securities Commission (the "**CTOs**"). The CTOs were imposed due to the failure of the Company to file its annual audited consolidated financial statements, its MD&A and related certifications for the year ended December 31, 2014. The Company filed its audited annual consolidated financial statements for the years ended December 31, 2017 and 2018, the related MD&A and required certifications, and has otherwise met its continuous disclosure obligations pursuant to securities laws and the revocation orders granted by the securities regulators. On May 28, 2019, the CTOs were revoked by the British Columbia Securities Commission, the Alberta Securities Commission and the Ontario Securities Commission, and the Company was subsequently permitted to resume normal trading activities.

On January 29, 2019, the sole director and officer of the Corporation resigned following the appointment of a new board of three directors and new management to see the Company through the next stage of its development. Richard Buzbuzian, one of the director appointees, was also appointed President, Chief Executive Officer and Chief Financial Officer. Mr. Buzbuzian is a principal of Buzbuzian Capital Corp. ("**BCC**"), a company which provided the funding necessary to see the Company through the CTO revocation process.

On June 1, 2019, Richard Buzbuzian resigned as Chief Executive Officer of the Company and Koby Smutylo was appointed as Chief Executive Officer. Richard Buzbuzian was appointed Executive Chairman of the Company on this date as well.

On June 25, 2019, the Company received shareholder approval regarding the amendment of the Company's articles permitting it to consolidate its shares by resolution of the Board of Directors.

On July 4, 2019, Koby Smutylo was appointed to the board of directors of the Company. On July 18, 2019, Danny Gravelle resigned from the board of directors of the Company.

On July 18, 2019, the Company changed its name from "Josephine Mining Corp." to "Wolfpack Brands Corporation", and completed a consolidation of its common shares on a 100:1 basis. The Company also transitioned from a mining issuer to an early-stage investment company with a primary focus on the cannabis industry.

On August 21, 2019, pursuant to a debt settlement, the Company issued an aggregate of 100,500,000 common shares in the capital of the Company to settle an aggregate debt of $502,500. The common shares issued had were valued at a price of $0.05 based on the share price of shares issued to arm's length parties. As a result, the Company recorded a loss on settlement of debt of $4,522,500.

On August 22, 2019, the Company completed a private placement in which it repaid an aggregate of $1,212,000 in debt that it owed to certain creditors of the Company by issuing an aggregate of 60,600,000 common shares to certain service providers of the Company. Of this amount, $600,000 (30,000,000 common shares) were issued in error to a company controlled by Mr. Smutylo, a former officer and director of the Company, these were returned and cancelled.

On September 9, 2019, the Company closed the first tranche of a non-brokered private placement (the offering) consisting of 34,550,200 common shares at a price of $0.05 per share for gross proceeds of $1,727,510. In connection with the offering, the Company paid finders fees in the amount of 2,764,016 shares and legal fees of $42,484.

On September 16, 2019, the Company closed the second tranche of the offering, consisting of 11,650,000 common shares at a price of $0.05 per share for gross proceeds of $582,500. In connection with the offering, the Company paid finders fees in the amount of 932,000 shares.

The head office, principal address and records office of the Company are located at 700, 595 Burrard Street, Vancouver, British Columbia, V7X 1S8.

Events subsequent to December 31, 2019

On March 30, 2020, the Company announced that it has executed a share exchange agreement (the "Share Exchange Agreement") with Danavation Technologies Inc. ("Danavation") and its shareholders (the "Danavation Shareholders") pursuant to which the Company will acquire all of the issued and outstanding shares of Danavation in exchange for share of the Company as detailed below (the "Transaction"). The Transaction will constitute a reverse takeover of the Company by Danavation and the Danavation Shareholders.

Pursuant to the Share Exchange Agreement, the Company will complete a consolidation of its issued and outstanding common shares (the "Consolidation") on the basis of one post-consolidation common share (the "Shares") for every eight outstanding common shares in the capital of the Company. Pursuant to the Transaction, each of the Danavation Shareholders will receive one Share in exchange for each share held in the capital Danavation. As a condition to the completion of the Transaction, Danavation must complete a private placement of up to 17,600,000 shares in the capital of Danavation (the "Danavation Financing").

In connection with the Transaction, the Company will undertake a private placement of common shares, subscription receipts, or other securities convertible into Shares, for aggregate gross proceeds of up to $6,000,000, expected to close concurrently with the Transaction.

The Company's operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

Strategy and Outlook

The Company is diligently looking to build revenue through the divestment of its previously acquired mineral properties, the identification and evaluation of acquisitions of synergistic businesses or assets or joint ventures with strategic partners. Such transactions will be subject to regulatory and other approvals.

Management regularly monitors economic conditions and estimates their impact on the Company's operations and incorporates these estimates in both short-term operating and longer-term strategic decisions.

Strong equity markets are favourable conditions for completing the transaction.

Apart from these and the risk factors noted under the heading "Risks and Uncertainties" below, management is not aware of any other trends, commitments, events or uncertainties that would have a material effect on the Company's business, financial condition or results of operations.

Selected Annual Financial Information

The following is selected financial data derived from the audited consolidated financial statements of the Company at December 31, 2019, December 31, 2018.

	Year ended December 31, 2019	Year ended December 31, 2018
Net loss	$(7,523,076)	$(18,008)
Net loss per share (basic and diluted)	$(0.12)	$(0.07)
	As at December 31, 2019	**As at December 31, 2018**
Total assets	$1,148,673	$6

Selected Quarterly Information

	Net Loss		
Three Months Ended	Operating expenses ($)	Total ($)	Basic and Diluted Loss per Share ($)
December 31, 2019	676,209	6,116,549	(0.03)
September 30, 2019	1,024,483	1,115,346	(0.01)
June 30, 2019	114,536	114,536	(0.00)
March 31, 2019	176,645	176,645	(0.00)
December 31, 2018	9,554	(1,697)	(0.00)
September 30, 2018	19,501	19,501	(0.00)
June 30, 2018	18	18	(0.00)
March 31, 2018	(26)	186	(0.00)

Operational Highlights

Corporate

During the year ended December 31, 2018, the Company was advanced $71,767 from BCC, a company controlled by Mr. Richard Buzbuzian a director of the Company, for working capital purposes. The loan was non-interest bearing, unsecured and due on demand. The loan was fully repaid during the year ended December 31, 2019.

At December 31, 2019, the Company had assets of $1,148,673 (December 31, 2018 - $6) and deficiency of $19,838,943 (December 31, 2018 – $12,315,867). At December 31, 2019, the Company had current liabilities of $188,113 (December 31, 2018 - $338,896).

The Company had cash of $879,482 at December 31, 2019 (December 31, 2018 - $6). The increase in cash during the year ended December 31, 2019 was primarily due to the cash provided by financing activities.

The Company's consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and are expressed in Canadian dollars.

Year ended December 31, 2019, compared to the year ended December 31, 2018

The Company's net loss totaled $7,523,076 for the year ended December 31, 2019, with basic and diluted loss per share of $0.12. This compares with a net loss of $18,008 with basic and diluted loss per share of $0.07 for the year ended December 31, 2018. The increase in the net loss of $7,505,068 was principally because:

- Operating expenses such as professional fees, office and administrative, consulting, management fee, and travel totaled $1,991,873 for the year ended December 31, 2019 (year ended December 31, 2018 - $29,047). The increase of $1,962,826 is primarily due to (i) an increase of $816,103 in consulting fees as expense will vary from period to period; and (ii) an increase of $1,037,238 in management fees (iii) an increase in professional fees of 125,836.

- Other loss such as loss on settlement of debt, foreign exchange, and forgiveness of accounts payables totaled $5,531,203 for the year ended December 31, 2019 (other income for the year ended December 31, 2018 - $11,039). The increase of $5,542,242 is primarily due to (i) an increase of $5,440,500 in loss on settlement of debt; and (ii) an increase of $90,492 in foreign exchange loss (iii) a decrease in forgiveness of accounts payables of $11,250.

Three months ended December 31, 2019, compared with the three months ended December 31, 2018

The Company's net loss totaled $6,116,549 for the year ended December 31, 2019, with basic and diluted loss per share of $0.03. This compares with a net income of 1,697 with basic and diluted income per share of $0.00 for the three months ended December 31, 2018. The increase in the net loss of $6,118,246 was principally because:

- Operating expenses such as professional fees, office and administrative, consulting, management fee, and travel totaled $676,209 for the year ended December 31, 2019 (year ended December 31, 2018 - $9,554). The increase of $666,655 is primarily due to (i) an increase of $263,603 in consulting fees as expense will vary from period to period; and (ii) an increase of $298,017 in management fees (iii) an increase in professional fees of $115,905.

- Other loss such as loss on settlement of debt, foreign exchange, and forgiveness of accounts payables totaled $5,440,340 for the year ended December 31, 2019 (other income for the year ended December 31, 2018 - $11,251). The increase of $5,451,591 is primarily due to (i) an increase of $5,440,500 in loss on settlement of debt; and (ii) an increase of $159 in foreign exchange gain (iii) a decrease in forgiveness of accounts payables of $11,250.

Liquidity and Capital Resources

At December 31, 2019, the Company had cash of approximately $879,482, compared to approximately $6 on December 31, 2018. Its working capital at December 31, 2019 was approximately $960,560 (December 31, 2018 – working capital deficit was $338,890).

The Company manages liquidity risk through maintaining sufficient cash or credit terms with its suppliers to meet the operating requirements of the business and investing excess funds in highly liquid short term cash deposits. Management's ability to manage liquidity over the next 12 months is dependent on the Company's ability to raise funds. The Company manages this risk through the management of its capital structure.

During the year ended December 31, 2018, the Company was advanced $71,767 from BCC, a company controlled by Mr. Richard Buzbuzian a director of the Company, for working capital purposes. The loan was non-interest bearing, unsecured and due on demand. The loan was fully repaid during the year ended December 31, 2019.

Transactions with Related Parties

Related parties include the Board, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

a) During the year ended December 31, 2019, the Company incurred management fees of $135,417 (year ended December 31, 2018 - $nil) to BCC, and consulting fees of $41,130 (year ended December 31, 2018 - $nil). As at December 31, 2019, the Company is owed $32,205 (December 31, 2018 - $nil) from BCC and this amount is included in due from related parties. In connection with the offering the Company also paid finders fees in the amount of 3,696,016 shares to BCC.

b) During the year ended December 31, 2019, the Company incurred management fees of $87,920 (year ended December 31, 2018 - $nil) to Launch Capital Inc. ("LCI"), a company controlled by Mr. Tony Di Benedetto, a director of the Company. As at December 31, 2019, the Company is owed $32,205 (December 31, 2018 - $nil) from LCI and this amount is included in due from related parties.

c) During the year ended December 31, 2019, the Company incurred management fees of $453,414 (year ended December 31, 2018 - $nil) to 2510812 Ontario Inc., a company controlled Mr. Koby Smutylo, a director of the Company. As at December 31, 2019, 2510812 Ontario Inc. was owed $nil (December 31, 2018 - $nil). During the year ended December 31, 2019, Mr. Koby Smutylo resigned as director and Chief Executive Officer of the Company.

d) During the year ended December 31, 2019, the Company incurred management fees of $306,284 (year ended December 31, 2018 - $nil) to 11113925 Canada Inc., a company controlled Ms. Lauren Tansley, an officer of the Company. All services were made on terms equivalent to those that prevail with arm's length transactions. As at December 31, 2019, the Company owed 11113925 Canada Inc. $nil (December 31, 2018 - $nil). During the year ended December 31, 2019, Ms. Lauren Tansley ceased to be an officer of the Company.

e) In connection with the shares for debt, BCC and LCI received 33,633,334 and 34,433,332 common shares respectively, and the Company recorded a loss on settlement of shares of $1,513,500 and $1,504,500 respectively.

f) The above related party transactions were in the normal course of operations and have been valued at fair value. The amounts owing to related parties are non-interest bearing, unsecured and due on demand.

Off-balance Sheet Arrangements

As at December 31, 2019, the Company had no off-balance sheet arrangements.

Changes in Accounting Policies

IFRS 16 Leases ("IFRS 16")

Effective January 1, 2019, the Company adopted IFRS 16. IFRS 16 was issued in January 2016 and replaces IAS 17 – Leases as well as some lease related interpretations. With certain exceptions for leases under twelve months in length or for assets of low value, IFRS 16 states that upon lease commencement a lessee recognises a right-of-use asset and a lease liability. The right-of-use asset is initially measured at the amount of the liability plus any initial direct costs. After lease commencement, the lessee shall measure the right-of-use asset at cost less accumulated depreciation and accumulated impairment. A lessee shall either apply IFRS 16 with full retrospective effect or alternatively not restate comparative information but recognise the cumulative effect of initially applying IFRS 16 as an adjustment to opening equity at the date of initial application. IFRS 16 requires that lessors classify each lease as an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Otherwise it is an operating lease. The adoption of IFRS 16 had no impact to the Company's consolidated financial statements.

IFRIC Interpretation 23 - Uncertainty over Income Tax Treatments ("IFRIC 23")

On June 7, 2017, the IASB issued IFRIC 23. The Interpretation provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. The Interpretation is applicable for annual periods beginning on or after January 1, 2019. At January 1, 2019, the Company adopted this standard and there was no material impact on the Company's consolidated financial statements.

Risks and Uncertainties

Investing in the common shares of the Company involves risk. Prospective investors should carefully consider the risks described below, together with all of the other information included in this MD&A before making an investment decision. If any of the following risks actually occurs, the business, financial condition or results of operations of the Company could be harmed. In such an event, the trading price of the common shares could decline and prospective investors may lose part or all of their investment.

Exchange May Not Approve a Qualifying Transaction

Completion of a Qualifying Transaction is subject to a number of conditions including acceptance by the Exchange and in the case of a Non-Arm's Length Qualifying Transaction, Majority of the Minority Approval, as such terms are defined in Policy 2.4. Notwithstanding that a transaction may meet the definition of a Qualifying Transaction; the Exchange may not approve a Qualifying Transaction (a) if the Company fails to meet the initial listing requirements prescribed by Policy 2.1 – Initial Listing Requirements of the Exchange upon completion of a Qualifying Transaction; (b) if, following completion of a Qualifying Transaction, the Company will be a finance company or a mutual fund as defined under applicable securities laws; (c) the consideration proposed to be paid by the Company in connection with the Qualifying Transaction is not acceptable to the Exchange; or (d) for any other reason at the sole discretion of the Exchange.

Approval by the Majority of the Minority

Where Majority of the Minority Approval is required, unless the shareholder has the right to dissent and be paid fair value in accordance with the applicable corporate or other law, a shareholder who votes against a proposed Non-Arm's Length Qualifying Transaction for which Majority of the Minority Approval by shareholders has been given, will have no rights of dissent and no entitlement to payment by the Company of fair value for the common shares.

Dilution

If the Company issues treasury shares to finance acquisition or participation opportunities, control of the Company may change and subscribers may suffer dilution of their investment.

Reliance on Management

The Company is relying solely on the past business success of its directors and officers to identify a Qualifying Transaction of merit. The success of the Company is dependent upon the efforts and abilities of its directors and officers. The loss of any of its directors or officers could have a material adverse effect upon the business and prospects of the Company.

Directors and Officers

The directors and officers of the Company will not be devoting all of their time to the affairs of the Company but will be devoting such time as required to effectively manage the Company. Some of the directors and officers of the Company are engaged and will continue to be engaged in the search for assets or businesses on their own behalf or on behalf of others such that conflicts may arise from time to time. As a consequence of such conflicts, the Company may be exposed to liability and its ability to achieve its business objectives may be impaired.

Additionally, directors and officers of the Company may also serve as directors and/or officers of other reporting issuers from time to time.

The Company has not purchased "key-management" insurance, nor has it entered into non-competition and non-disclosure agreements with management and has no current plans to do so.

Future financing

The Company's continued operation will be dependent upon its ability to generate operating revenues and to procure additional financing. There can be no assurance that any such revenues can be generated or that other financing can be obtained on acceptable terms to the Company, if at all. Failure to obtain additional financing on a timely basis has resulted in delay and indefinite postponement of further exploration and development and forfeiture of some rights in some or all of the Company's properties. If additional financing is raised by the issuance of shares from treasury, control of the Company may change and shareholders may suffer additional dilution. If adequate funds are not available, or are not available on acceptable terms, the Company may not be able to further explore and develop its properties, take advantage of other opportunities, or otherwise remain in business. Events in the equity market may impact the Company's ability to raise additional capital in the future.

Current global economic conditions

Recent market events and conditions, including disruptions in the international credit markets and other financial systems and the deterioration of global economic conditions, could impede the Company's access to capital or increase its cost of capital. The Company's failure to raise capital when needed or on reasonable terms may have material adverse effects on the Company's business, financial condition and results of operations.

COVID-19

In December 2019, a novel strain of coronavirus ("**COVID-19**") emerged in Wuhan, China. Since then, it has spread to several other countries and infections have been reported around the world. Canada confirmed its first case of COVID-19 on January 25, 2020 and its first death related to COVID-19 on March 9, 2020. On March 11, 2020, the World Health Organization declared the outbreak of COVID-19 a global pandemic. In response to the outbreak, governmental authorities in Canada and internationally have introduced various recommendations and measures to try to limit the pandemic, including travel restrictions, border closures, non-essential business closures, quarantines, self-isolations, shelters-in- place and social distancing. The COVID-19 outbreak and the response of governmental authorities to try to limit it are having a significant impact on the private sector and individuals, including unprecedented business, employment and economic disruptions. The continued spread of COVID-19 nationally and globally could have an adverse impact on our business, operations and financial results, as well as a deterioration of general economic conditions including a possible national or global recession. Due to the speed with which the COVID-19 situation is developing and the uncertainty of its magnitude, outcome and duration, it is not possible to estimate its impact on our business, operations or financial results; however, the impact could be material.

SCHEDULE "B"
FINANCIAL STATEMENTS OF DANAVATION

[inserted as pages following]

Danavation Technologies Inc.

Financial Statements

For the period from incorporation October 24, 2018 to July 31, 2019

Danavation Technologies Inc.
Financial Statements
For the period from incorporation
October 24, 2018 to July 31, 2019

Contents

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BDO Canada LLP
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Independent Auditor's Report

To the Shareholders of Danavation Technologies Inc.

Opinion
We have audited the financial statements of Danavation Technologies Inc. (the "Company"), which comprise the statements of financial position as at July 31, 2019, and the statements of comprehensive loss, changes in shareholders' deficiency and cash flows for the period from incorporation October 24, 2018 (date of incorporation) to July 31, 2019, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at July 31, 2019, and its financial performance and its cash flows for the period then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion
We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern
We draw attention to Note 2 in the financial statements, which indicates that the Company incurred a net loss of $613,684 during the period from incorporation October 24, 2018 (date of incorporation) to July 31, 2019. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Independent Auditor's Report (Continued)

Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

BDO Canada LLP

Chartered Professional Accountants, Licensed Public Accountants
Burlington, Ontario
January 11, 2021

Danavation Technologies Inc.
Statement of Financial Position

July 31		2019
Assets		
Current		
Cash	$	**78,000**
Accounts receivable		**10,938**
Government remittances receivable		**59,989**
Prepaid expenses		**60,283**
	$	**209,210**

Liabilities and Shareholders' Deficiency		
Current		
Accounts payable and accrued liabilities	$	**162,756**
Current portion of long-term debt (Note 5)		**19,988**
Due to related party (Note 4)		**410,118**
		592,862
Non-current liabilities		
Long-term debt (Note 5)		**230,012**
		822,874
Shareholders' deficiency		
Share capital (Note 6)		**20**
Deficit		**(613,684)**
		(613,664)
	$	**209,210**

Approved by the Director:

Danavation Technologies Inc.
Statement of Comprehensive Loss

For the period ended from incorporation October 24, 2018 to July 31, 2019

Revenue	$	**102,903**
Cost of goods sold (Note 4)		**130,884**
Gross loss		**(27,981)**
Expenses		
Salaries and benefits (Note 4)		**260,981**
Consulting fees		**79,002**
Professional fees		**76,850**
Rent (Note 4)		**45,000**
Management fees (Note 4)		**40,000**
Travel		**20,001**
Trade show		**18,693**
Vehicle		**12,891**
Utilities		**11,947**
Advertising and sales promotion		**8,651**
Bank charges and interest		**7,187**
Interest on long-term debt		**4,500**
		585,703
Net loss and comprehensive loss for the period	$	**(613,684)**

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

Danavation Technologies Inc.
Statement of Changes in Shareholders' Deficiency

For the period ended from incorporation October 24, 2018 to July 31, 2019

		Class A Common Shares		Class B Common Shares		Deficit		Total
Balance, beginning of period	**$**	**10**	**$**	**10**	**$**	**-**	**$**	**20**
Net loss and comprehensive loss for the period		**-**	**$**	**-**	$	(613,684)	**$**	**(613,684)**
Balance, end of period	**$**	**10**	**$**	**10**	**$**	**(613,684)**	**$**	**(613,664)**

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

Danavation Technologies Inc.
Statement of Cash Flows

For the period ended from incorporation October 24, 2018 to July 31, 2019

Cash provided by (used in)		
Operating activities		
Net loss for the period	$	(613,684)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Changes in non-cash working capital balances		
Accounts receivable		(10,938)
Government remittance receivable		(59,989)
Prepaid expenses		(60,283)
Accounts payable and accrued liabilities		162,756
		(582,138)
Financing activities		
Proceeds from long-term debt		250,000
Issuance of share capital		20
Advances from related party		410,118
		660,138
Net increase in cash during the period		78,000
Cash, beginning of the period		-
Cash, end of the period	$	78,000

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

1. General

Danavation Technologies Inc. was incorporated on October 24, 2018 under the laws of the *Business Corporations Act* (Ontario). The Company's majority shareholders are K Iccir Holdings Inc., and Segrob Holdings Inc. The Company's principal activity relates to the sale of micro e-paper displays and software to retailers to automate labeling, price, product, and promotions in real-time. The registered office of the Company is 109 Woodbine Downs Boulevard, Suite 1, Toronto, Ontario.

On March 30, 2020, the Company has entered into a share exchange agreement (as amended on July 30, 2020, September 29, 2020 and December 10, 2020) (the “Share Exchange Agreement”) with Wolf's Den Capital Corp. ("Wolf's Den"), an unrelated third party public entity. Pursuant to the Share Exchange Agreement, among other things, Wolf's Den will acquire 100% of the issued and outstanding shares of the Company in exchange for common shares of Wolf's Den following a 30 for 1 consolidation of the Wolf’s Den common shares and Wolf’s Den will change its name to Danavation Technologies Corp. or such other name selected by the Company and the resulting issuer will apply to list its common shares on the Canadian Securities Exchange (collectively, the “Transaction”). This Transaction is subject to a number of customary closing conditions and the approval of the Canadian Securities Exchange. The Transaction will constitute a reverse takeover of Wolf's Den by the Company. There will be transaction costs payable upon the closing of the Transaction.

2. Going Concern

In the preparation of financial statements, the Company’s management is required to identify when events or conditions indicate that significant doubt may exist about the Company’s ability to continue as a going concern. Significant doubt about the Company’s ability to continue as a going concern would exist when relevant conditions and events indicate that the Company will not be able to meet its obligations as they become due for a period of at least, but not limited to, twelve months from the end of the reporting period. When the Company identifies conditions or events that raise potential for significant doubt about its ability to continue as a going concern, the Company considers whether its plans that are intended to mitigate those relevant conditions or events will alleviate the potential significant doubt.

The Company has incurred a net loss and deficit of $613,684 in its first year of operations. As a result, there is material uncertainty that may cast significant doubt as to whether the Company will have the ability to continue as a going concern. The Company is dependent on its ability to successfully generate cash flows from operations or additional funding from external resources to continue operations. Therefore, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business.

These financial statements have been prepared on a going concern basis in accordance with Canadian accounting standards for private enterprises. The going concern basis assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. These financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate. If the going concern basis was not appropriate for these financial statements, then adjustments might be necessary in the carrying value of the assets and liabilities, and in the classifications used in the balance sheet.

3. Significant Accounting Policies

Basis of Preparation
These financial statements have been prepared in accordance with International Financial Reporting Standards and International Accounting Standards and Interpretations (collectively IFRS) as issued by the International Accounting Standards Board (IASB).

The financial statements were authorized for issue by representatives of the Company on January 11, 2021.

The financial statements are presented in Canadian dollars, which is the Company's functional currency.

Basis of Measurement
These financial statements are prepared on the historical cost basis.

Use of Estimates and Judgments
The preparation of these financial statements in accordance IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates as additional information becomes available in the future, which may have an impact on future periods. There are currently no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Revenue Recognition
Revenue is measured using a five-step recognition model which includes:

Step 1: Identifying the contract
Before recognizing revenue, the Company reviews customer contracts to ensure each party's rights and payment terms are identified, there is commercial substance, and that it is probable that the Company will collect the consideration in exchange for the goods or services as stated in the contract.

Step 2: Identifying performance obligations
The Company's revenues are derived from hardware installation services. Revenue is recognized in line with the identified contractual terms and when collection of payment is reasonably assured in line with the agreed upon payment terms.

Step 3: Determining the transaction price
Transaction prices are typically the prices stated on the purchase orders or contracts, net of discounts. The Company reviews customer contracts for any variable consideration, existence of significant financing components and payables to customers, and adjusts transaction prices accordingly.

Step 4: Allocating the transaction price to performance obligations
The Company's customer contracts contain a single performance obligation, and the allocation of the transaction price is based on the fixed price per the customer contract.

3. Significant Accounting Policies (Continued)

Revenue Recognition (continued)
Step 5: Recognizing revenue upon satisfaction of performance obligations
The timing of revenue recognition is based on when a customer obtains control of the asset. Control of an asset refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset. Control includes the ability to prevent other entities from directing the use of, and obtaining the benefits from, an asset. Revenue is recognized accordingly once installation of the hardware and software is complete and the customer accepts the assets as the customer cannot benefit from the hardware before it is completely installed.

Leases
Where substantially all of the risks and rewards incidental to ownership of a leased asset have been transferred to the Company (a "finance lease"), the asset is treated as if it had been purchased outright. The amount initially recognised as an asset is the lower of the fair value of the leased property and the present value of the minimum lease payments payable over the term of the lease. The corresponding lease commitment is shown as a liability. Lease payments are analysed between capital and interest. The interest element is charged to the statement of comprehensive income over the period of the lease and is calculated so that it represents a constant proportion of the lease liability. The capital element reduces the balance owed to the lessor.

Where substantially all of the risks and rewards incidental to ownership are not transferred to the Company (an "operating lease"), the total rentals payable under the lease are charged to the statement of comprehensive income on a straight-line basis over the lease term. The aggregate benefit of lease incentives is recognised as a reduction of the rental expense over the lease term on a straight-line basis.

Financial Instruments

(i) Recognition and Classification

Financial Assets
All financial assets are initially recognized at fair value, adjusted by, in the case of instruments not at fair value through profit or loss, directly attributable transaction costs. After initial recognition, financial assets are subsequently classified and measured at either fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost based on the Company's assessment of the business model within which the financial asset is managed and the financial asset's contractual cash flow characteristics.

The Company had no financial assets measured at FVTPL or measured at FVTOCI as at July 31, 2019.

3. Summary of Significant Accounting Policies (Continued)

Financial Instruments (continued)

(i) Recognition and Classification (continued)

Financial assets measured at amortized cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest method less impairment. Cash and accounts receivable are classified as measured at amortized cost. Cash consists of deposits in bank.

Financial Liabilities
The Company classifies its financial liabilities into one of the following two categories; measured at amortized cost and measured at fair value through profit and loss ("FVTPL"). The Company has not designated any financial liabilities as being measured at FVTPL.

Financial liabilities measured at amortized cost are initially recognized at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortized cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the balance sheet.

Accounts payable and accrued liabilities, due to shareholders and long-term debt are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method.

(ii) Derecognition

Financial assets are derecognized only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognizes financial liabilities when the Company's obligations are discharged, cancelled, or they expire.

(iii) Offsetting

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the recognized amounts and it intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

(iv) Fair Value and Market Value Measurement

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

3. Summary of Significant Accounting Policies (Continued)

Financial Instruments (continued)

(iv) Fair Value and Market Value Measurement (continued)

When available, the Company measures the fair value of an instrument using quoted market prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1), and the lowest priority to unobservable inputs (level 3).

The three levels of the fair value hierarchy are as follows:

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

As at year-end, the Company does not have any financial instruments measured at fair value.

(v) Impairment of Financial Assets

At each reporting date, the Company assess whether there is objective evidence that financial assets not carried at FVTPL are impaired. A financial asset or a group of financial assets are impaired based upon the expected credit loss ("ECL") model as prescribed by IFRS 9, taking into consideration both historic and forward looking information.

Related Party Transactions
Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

3. **Summary of Significant Accounting Policies (Continued)**

Income Taxes
Income tax expense comprises current and deferred tax. Income tax is recognized in net income except to the extent that it relates to items recognized in other comprehensive income or items recognized directly in equity, in which case the related tax is also recognized in other comprehensive income, or directly in equity, as appropriate.

Current Tax
Current tax is the expected tax payable or recoverable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the year end date, and any adjustment to tax payable or recoverable in respect of previous periods.

Deferred Tax
Deferred tax is provided for or recognized using the statement of financial position liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of the deferred tax asset or liability is measured at the amount expected to be recovered from or paid to the taxation authorities. This amount is determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date and are expected to apply when the liabilities / (assets) are settled / (recovered).

Standards, Amendments and Interpretations Not Yet Effective

IFRS 16 Leases

IFRS 16 supersedes IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases - Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. It eliminates the distinction between operating and finance leases from the perspective of the lessee. All contracts that meet the definition of a lease will be recorded in the statement of financial position with a "right of use" asset and a corresponding liability. The asset is subsequently accounted for as property, plant and equipment or investment property and the liability is "unwound" using the interest rate inherent in the lease. The accounting requirements from the perspective of the lessor remains largely in line with previous IAS 17 requirements. IFRS 16 is effective for annual periods beginning on or after January 1, 2019, with early adoption permitted.

On August 1, 2019, the Company adopted this new standard. As a result of the adoption, the operating lease commitments for the Company's premises and vehicles were subsequently accounted for as a "right of use" asset in the amount of $153,777 and a lease liability in the amount of $108,568.

IFRIC 23 Uncertainty over Income Tax Treatments

In June 2017, IASB issued IFRIC 23, Uncertainty over Income Tax Treatment to clarify how the requirements of IAS 12, Income Taxes should be applied when there is uncertainty over income tax treatments. The interpretation is effective for annual periods beginning on or after January 1, 2019, with modified retrospective or retrospective application permitted. On August 1, 2019, the Company adopted this new standard and noted no material impact of the transition.

4. Related Party Balances and Transactions

	2019
Due to related parties	
Due to Dana Industries Inc., related party under common control	**$ 410,118**

The amount to Dana Industries Inc. is unsecured, non-interest bearing, with no specific terms of repayment. Subsequent to year end, Dana Industries Inc. waived the right to demand payment from the Company within the next fiscal year, therefore this item has been presented as a current liability on the statement of financial position.

The following table summarizes the Company's related party transactions for the period with Dana Industries Inc.:

	2019
Rent	**$ 45,000**
Management fees	**40,000**
Equipment installed included in Cost of Sales	**183,884**
Compensation of key management	**212,983**

5. Long-term Debt

On May 23, 2019, the Company entered into a agreement with the Business Development Bank of Canada ("BDC") for a loan with principal balance of $250,000. The loan bears interest at BDC's Floating Base Rate plus a variance of 4.50% per year, and is compounded monthly. The loan is secured by a personal guarantee from the two directors of the Company, and by a corporate guarantee from Dana Industries Inc. The loan matures on September 1, 2025, and principal repayments are scheduled to begin on October 1, 2019. Future principal repayments of the loan are as follows:

2020	**$ 19,988**
2021	**16,706**
2022	**18,856**
2023	**20,611**
2024	**22,894**
Thereafter	**150,945**
	$ 250,000

Subsequent to year end, the Company entered into an additional loan agreement with the BDC for $90,000. The loan bears interest at BDC's Floating Base Rate plus a variance of 1% per year, and is compounded monthly. The loan is secured by a personal guarantee from the two directors of the Company, and by a corporate guarantee from Dana Industries Inc. The loan matures on March 10, 2025.

6. Share Capital

Authorized

Unlimited	Class A common voting shares
Unlimited	Class B common voting shares
Unlimited	Class A preference voting shares
Unlimited	Class B preference non-voting shares

			2019
		Units	**Amount**
Issued			
	Class A common shares	**100**	**$ 10**
	Class B common shares	**100**	**10**
		200	**$ 20**

During the year end, the Company underwent a share reorganization to change 100 issued and outstanding Class A Common shares and 100 issued and outstanding Class B Common shares into an aggregate 200 common shares, pursuant to the Business Corporations Act (Ontario), and thereafter removed all of the authorized and unissued Class A and B Common shares from the authorized capital of the Company.

Subsequent to year end, the Company issued 79,651,462 common shares for cash consideration of $2,082,958.

7. Income Taxes

A reconciliation of the income tax provision at statutory rates of 26.5% to the reported income tax provision is as follows:

	2019
Loss before income taxes	**$ (613,684)**
Recovery based on statutory rates	**$ (162,626)**
Change in unrecognized deferred income tax asset	**162,626**
	$ -

Significant components of the recognized deferred tax assets are as follows with the rate for 2019 being 26.5%. This is the rate at which the assets are expected to be realized or reversed.

7. Income Taxes (Continued)

Deferred Income Tax

Deferred tax benefits that may arise as a result of these amounts have been fully offset reflecting the Company's estimate that these amounts are not considered probable, and that sufficient future taxabale profit will not allow the deferred tax asset to be recovered at this time.

	2019
Deferred income tax assets and liabilities	
Non-capital loss carried forward	$ 166,315
Undeducted financing fees	1,611
Less: unrecognized deferred income tax asset	(167,926)
	$ -

The Company has available non-capital losses that may be carried forward to apply against future tax years' income for income tax purposes. The Company has accumulated Canadian non-capital tax losses that expire in 2039 of $607,604.

8. Commitments

The Company leases its premises under a operating lease that expired on August 31, 2020.

The minimum annual lease payments for the next fiscal year is as follows:

2020	67,800

On December 1, 2020, the Company signed a new, 10 year lease agreement for office space, expiring November 2030.

9. Financial Instruments

The carrying value of cash, accounts receivable, due from related party, accounts payable and accrued liabilities, and due to related parties approximate their fair values due to the relatively short-term maturities of these financial instruments.

The fair value of long-term debt is equivalent to its carrying value because the variable interest rate is comparable to the market rate,

The Company is exposed to the following risks by virtue of its activities:

Credit Risk
Cash is invested with one major bank in Canada. Management believes that the financial institution that holds the Company's cash is financially sound and, accordingly, minimal credit risk exists with respect to this asset. The accounts receivable balance is mainly due from one large retailer which has been assessed for expected credit losses and no significant allowance has been determined. The maximum credit risk is the sum of its cash, accounts receivable, and due from related parties balances.

None of the Company's financial assets are secured by collateral or other credit enhancements. The Company determined that there were no financial assets that were impaired.

Approximately 99% of the Company's total sales were attributable to three customers.

Interest Rate Risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in the market interest rates. The Company is exposed to interest rate risk on its long-term debt, which bears interest at a variable rate plus 4.50% per year.

The Company has performed a sensitivity analysis on its interest rate risk. The effect of a 1% decrease (increase) in the average interest rate paid during the year would have resulted in an increase (decrease) of approximately $2,500 to net loss for 2019, all other variables held constant.

Liquidity Risk
Liquidity risk arises from the Company will encounter difficulties in meeting its obligations associated with its financial liabilities. The Company is exposed to this risk mainly with respect to its accounts payable and accrued liabilities, long-term debt and due to related party balances. The Company manages its liquidity risk by monitoring its operating requirements (Note 2).

10. Capital Management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern while providing a return to its stakeholders.

The capital structure of the Company is composed of long-term debt, and equity attributable to the Company's shareholders. The Company's primary uses of capital are to finance the development of its technology.

The Company's objectives in managing capital are:

- To maintain sufficient working capital to meet current financial obligations and continue as a going concern;
- To maintain investor and creditor confidence; and
- To sustain future development of the business.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

11. Subsequent Events

(a) Subsequent to year end, the World Health Organization announced a global health pandemic due to the respiratory illness caused by the novel coronavirus ("COVID-19"). The impact of the recent outbreak has increased significantly in Canada and on the global economy. It has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods, and social distancing, have caused material disruption to business globally resulting in an economic slowdown. As a result, several retailers have had to close, and implement appropriate safeguards before reopening. Due to the disruption form the virus, there have been delays in the installation of hardware and software at client sites; however, contracts continue to be signed.

Although the disruption from the virus is expected to be temporary, if the impacts of COVID-19 continue there could be an impact on the Company and its major customers, and suppliers that could impact the timing and amounts realized on the Company's assets and future profitability. Given the dynamic nature of these circumstances and the duration of the business disruption, the related financial impact cannot be reasonably estimated at this time.

(b) On December 10, 2020, the Company issued 16,490,000 subscription receipts of the Company, where each subscription receipt represents the right of the holder to acquire one underlying share and one-half of one warrant, at a price of $0.25 per subscription receipt for aggregate proceeds of $4,122,500. Each whole warrant shall entitle the holder to purchase one warrant share at an exercise price of $0.35 per warrant share for a period of 24 months following the date of the reverse takeover transaction with Wolf's Den (Note 1).

Danavation Technologies Inc.

Financial Statements

For the year ended July 31, 2020 and period from October 24, 2018 to July 31, 2019

Danavation Technologies Inc.
Financial Statements
For the year ended July 31, 2020 and period from October 24, 2018 to July 31, 2019

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BDO Canada LLP
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Independent Auditor's Report

To the Shareholders of Danavation Technologies Inc.

Opinion

We have audited the financial statements of Danavation Technologies Inc. (the "Company"), which comprise the statements of financial position as at July 31, 2020 and 2019, and the statements of comprehensive loss, changes in shareholders' equity (deficiency) and cash flows for the year ended July 31, 2020 and the period from October 24, 2018 (date of incorporation) to July 31, 2019, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at July 31, 2020 and 2019, and its financial performance and its cash flows for the year ended July 31, 2020 and the period from October 24, 2018 (date of incorporation) to July 31, 2019 in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial statements, which indicates that the Company incurred a net loss of $1,393,471 (2019 - $613,684) during the year ended July 31, 2020 and, as at that date, has accumulated a deficit of $2,007,101 (2019 - $613,684). As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

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Independent Auditor's Report (Continued)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

BDO Canada LLP

Chartered Professional Accountants, Licensed Public Accountants
Burlington, Ontario
January 11, 2021

Danavation Technologies Inc.
Statements of Financial Position

July 31		2020		2019
Assets				
Current				
Cash	$	**698,641**	$	78,000
Accounts receivable		**59,313**		10,938
Inventory		**22,055**		-
Government remittances receivable		**223,256**		59,989
Prepaid expenses		**272,559**		60,283
		1,275,824		209,210
Non-current assets				
Equipment		**6,290**		-
Right-of-use assets (Note 5)		**28,389**		-
	$	**1,310,503**	$	209,210

Liabilities and Shareholders' Equity (Deficiency)				
Current				
Accounts payable and accrued liabilities	$	**283,579**	$	162,756
Current portion of long-term debt (Note 6)		**56,170**		19,988
Current portion of lease liabilities (Note 7)		**29,923**		-
Due to related party (Note 4)		**703,668**		410,118
		1,073,340		592,862
Non-current liabilities				
Long-term debt (Note 6)		**239,500**		230,012
		1,312,840		822,874
Shareholders' equity (deficiency)				
Share capital (Note 8)		**2,026,244**		20
Deficit		**(2,028,581)**		(613,684)
		(2,337)		(613,664)
	$	**1,310,503**	$	209,210

Subsequent event (Note 13)

Approved by the Director:

Danavation Technologies Inc.
Statements of Comprehensive Loss

	The year ended July 31, 2020	The period from October 24, 2018 to July 31, 2019
Revenue	**$ 102,740**	$ 102,903
Cost of goods sold (Note 4)	**97,525**	130,884
Gross margin (loss)	**5,215**	(27,981)
Expenses		
Salaries and benefits (Note 4)	**763,515**	260,981
Professional fees	**147,032**	76,850
Amortization of equipment and right of use assets	**57,888**	-
Office	**70,556**	-
Travel	**52,266**	20,001
Consulting fees	**196,237**	79,002
Trade show	**24,315**	18,693
Advertising and sales promotion	**22,105**	8,651
Utilities	**17,816**	11,947
Vehicle	**29,494**	12,891
Bad debt expense	**2,213**	-
Rent (Note 4)	**-**	45,000
Management fees (Note 4)	**-**	40,000
Interest on long-term debt	**36,176**	4,500
Bank charges and interest	**499**	7,187
	1,420,112	585,703
Net loss and comprehensive loss for the period	**$ (1,414,897)**	$ (613,684)

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

Danavation Technologies Inc.
Statements of Changes in Shareholders' Equity (Deficiency)

For the year ended July 31, 2020

		Common shares		Class A Common Shares		Class B Common Shares		Deficit		Total
Balance, beginning of year	**$**	**-**	**$**	**10**	**$**	**10**	**$**	**(613,684)**	**$**	**(613,664)**
Increase in share capital (net of share issue costs note 8)		**2,026,244**		**(10)**		**(10)**		**-**		**2,026,224**
Net loss and comprehensive loss for the year		**-**		**-**		**-**		**(1,414,897)**		**(1,414,897)**
Balance, end of year	**$**	**2,026,244**	**$**	**-**	**$**	**-**	**$**	**(2,028,581)**	**$**	**(2,337)**

For the period from October 24, 2018 to July 31, 2019

		Class A Common Shares		Class B Common Shares		Deficit		Total
Balance, beginning of period	$	10	$	10	$	-	$	20
Net loss and comprehensive loss for the year		-		-		(613,684)		(613,684)
Balance, end of period	$	10	$	10	$	(613,684)	$	(613,664)

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

Danavation Technologies Inc.
Statements of Cash Flows

	The year ended July 31, 2020	The period from October 24, 2018 to July 31, 2019
Cash provided by (used in)		
Operating activities		
Net loss for the period	**$ (1,414,897)**	$ (613,684)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Amortization of right of use assets	**57,888**	-
Bad debt expense	**2,213**	-
Lease interest	**4,756**	-
Changes in non-cash working capital balances		
Accounts receivable	**(50,588)**	(10,938)
Government remittance receivable	**(163,268)**	(59,989)
Prepaid expenses	**(212,276)**	(60,283)
Accounts payable and accrued liabilities	**120,825**	162,756
Inventories	**(22,055)**	-
	(1,677,402)	(582,138)
Investing activity		
Purchase of equipment	**(7,400)**	-
Financing activities		
Proceeds from long-term debt	**90,000**	250,000
Repayment of long-term debt	**(44,330)**	-
Issuance of share capital	**2,026,224**	20
Advances from related party	**293,549**	410,118
Lease principal payments	**(60,000)**	-
	2,305,443	660,138
Net increase in cash during the period	**620,641**	78,000
Cash, beginning of the period	**78,000**	-
Cash, end of the period	**$ 698,641**	$ 78,000

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

1. General

Danavation Technologies Inc. was incorporated on October 24, 2018 under the laws of the *Business Corporations Act* (Ontario). The Company's majority shareholders are K Iccir Holdings Inc., and Segrob Holdings Inc. The Company's principal activity relates to the sale of micro e-paper displays and software to retailers to automate labeling, price, product, and promotions in real-time. The registered office of the Company is 109 Woodbine Downs Boulevard, Suite 1, Toronto, Ontario.

On March 30, 2020, the Company has entered into a share exchange agreement (as amended on July 30, 2020, September 29, 2020 and December 10, 2020) (the “Share Exchange Agreement”) with Wolf's Den Capital Corp. ("Wolf's Den"), an unrelated third party public entity. Pursuant to the Share Exchange Agreement, among other things, Wolf's Den will acquire 100% of the issued and outstanding shares of the Company in exchange for common shares of Wolf's Den following a 30 for 1 consolidation of the Wolf’s Den common shares and Wolf’s Den will change its name to Danavation Technologies Corp. or such other name selected by the Company and the resulting issuer will apply to list its common shares on the Canadian Securities Exchange (collectively, the “Transaction”). This Transaction is subject to a number of customary closing conditions and the approval of the Canadian Securities Exchange. The Transaction will constitute a reverse takeover of Wolf's Den by the Company. There will be transaction costs payable upon the closing of the Transaction.

2. Going Concern

In the preparation of financial statements, the Company’s management is required to identify when events or conditions indicate that significant doubt may exist about the Company’s ability to continue as a going concern. Significant doubt about the Company’s ability to continue as a going concern would exist when relevant conditions and events indicate that the Company will not be able to meet its obligations as they become due for a period of at least, but not limited to, twelve months from the end of the reporting period. When the Company identifies conditions or events that raise potential for significant doubt about its ability to continue as a going concern, the Company considers whether its plans that are intended to mitigate those relevant conditions or events will alleviate the potential significant doubt.

The Company has incurred a net loss of $1,414,897 (2019 - $613,684) during the current fiscal year and a deficit of $2,028,581 (2019 - $613,684). As a result, there is material uncertainty that may cast significant doubt as to whether the Company will have the ability to continue as a going concern.

The Company's ability to continue as a going concern is dependent on its ability to successfully generate cash flows from operations or additional funding from external resources to continue operations, both of which could be impacted by the economic slow-down arising from COVID-19 (Note 12). Therefore, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business.

These financial statements have been prepared on a going concern basis in accordance with International Financial Reporting Standards. The going concern basis assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. These financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate. If the going concern basis was not appropriate for these financial statements, then adjustments might be necessary in the carrying value of the assets and liabilities, and in the classifications used in the balance sheet.

3. Significant Accounting Policies

Basis of Preparation
These financial statements have been prepared in accordance with International Financial Reporting Standards and International Accounting Standards and Interpretations (collectively IFRS) as issued by the International Accounting Standards Board (IASB).

The financial statements were authorized for issue by representatives of the Company on TBD .

The financial statements are presented in Canadian dollars, which is the Company's functional currency.

Basis of Measurement
These financial statements are prepared on the historical cost basis.

Use of Estimates and Judgments
The preparation of these financial statements in accordance IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates as additional information becomes available in the future, which may have an impact on future periods.

Revenue Recognition
Revenue is measured using a five-step recognition model which includes:

Step 1: Identifying the contract
Before recognizing revenue, the Company reviews customer contracts to ensure each party’s rights and payment terms are identified, there is commercial substance, and that it is probable that the Company will collect the consideration in exchange for the goods or services as stated in the contract.

Step 2: Identifying performance obligations
The Company's revenues are derived from hardware installation services. Revenue is recognized in line with the identified contractual terms and when collection of payment is reasonably assured in line with the agreed upon payment terms.

Step 3: Determining the transaction price
Transaction prices are typically the prices stated on the purchase orders or contracts, net of discounts. The Company reviews customer contracts for any variable consideration, existence of significant financing components and payables to customers, and adjusts transaction prices accordingly.

Step 4: Allocating the transaction price to performance obligations
The Company's customer contracts contain a single performance obligation, and the allocation of the transaction price is based on the fixed price per the customer contract.

3. Significant Accounting Policies (Continued)

Revenue Recognition (continued)

Step 5: Recognizing revenue upon satisfaction of performance obligations

The timing of revenue recognition is based on when a customer obtains control of the asset. Control of an asset refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset. Control includes the ability to prevent other entities from directing the use of, and obtaining the benefits from, an asset. Revenue is recognized accordingly once installation of the hardware and software is complete and the customer accepts the assets as the customer cannot benefit from the hardware before it is completely installed.

Leases

IFRS 16 supersedes IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases - Incentives and SIC-27 Evaluating Transactions Involving the Legal Form of a Lease.

IFRS 16 provides a single lessee accounting model, requiring recognition of assets and liabilities for all leases, together with options to exclude leases where the lease term is 12 months or less, or where the underlying asset is of low value.

On August 1, 2019, the Company adopted IFRS 16 "Leases" ("IFRS 16"). The Company adopted IFRS 16 using the modified retrospective approach under which the cumulative effect of initial application is recognized in the opening balance sheet on August 1, 2019. The impact of the adoption of IFRS 16 on the Company's financial statements is described below.

At inception of a contract, the Company assesses whether that contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company records a right-of-use asset and a lease liability at the lease commencement date. For leases previously classified as operating leases, the lease liability has been measured at the present value of the remaining lease payments, discounted using the incremental borrowing rate as at the date of initial application. Additionally, the right-of-use assets have been measured at cost, consisting of the initial amount of the lease liability adjusted for any lease payments made at or before the date of initial application, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or restore the site on which it is located; less any lease incentives received.

The right-of-use asset is depreciated on a straight-line basis over the lease term. The lease term consists of the non-cancelable period of the lease; periods covered by options to extend the lease, where the Company is reasonably certain to exercise the option; and periods covered by options to terminate the lease, where the Company is reasonably certain not to exercise the option.

The lease liability is initially measured at the present value of the lease payments that are not paid at the date of initial application, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is subsequently measured at amortized cost using the effective interest rate method. Certain leases require the Company to make payments that related to property taxes, insurance, and other non-rental costs. These non-rental costs are typically variable and are not included in the calculation of the right-of-use asset or lease liability. The discount rate used for leases for which the implicit rate was not available is 7.90%.

3. Summary of Significant Accounting Policies (Continued)

Leases (continued)
The following reconciles the Company's operating lease commitments as at July 31, 2019, as previously disclosed in the financial statements, to the lease liabilities recognized on initial application of IFRS 16 at August 1, 2019:

Lease commitments as at July 31, 2019	$	67,800
Additional lease term as a result of IFRS 16 adoption		30,000
	$	97,800
Less sales taxes included in commitments at July 31, 2019		(7,800)
Effect of discounting as at the date of initial application		(4,833)
Lease liability as at August 1, 2019	$	85,167

In applying IFRS 16 on transition, the Company used the following practical expedients permitted by the standard:

- the exclusion of initial direct costs for the measurement of the right-of-use asset as at the date of initial application; and
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Financial Instruments
(i) Recognition and Classification

Financial Assets
All financial assets are initially recognized at fair value, adjusted by, in the case of instruments not at fair value through profit or loss, directly attributable transaction costs. After initial recognition, financial assets are subsequently classified and measured at either fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost based on the Company's assessment of the business model within which the financial asset is managed and the financial asset's contractual cash flow characteristics.

The Company had no financial assets measured at FVTPL or measured at FVTOCI as at July 31, 2020 and 2019.

Financial assets measured at amortized cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest method less impairment. Cash, accounts receivable and short term investments are classified as measured at amortized cost. Cash consists of deposits in bank.

Financial Liabilities
The Company classifies its financial liabilities into one of the following two categories; measured at amortized cost and measured at fair value through profit and loss ("FVTPL"). The Company has not designated any financial liabilities as being measured at FVTPL.

3. Summary of Significant Accounting Policies (Continued)

Financial Instruments (continued)

(i) Recognition and Classification (continued)

Financial liabilities measured at amortized cost are initially recognized at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortized cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the balance sheet.

Accounts payable and accrued liabilities, due to related party, lease liabilities and long-term debt are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method.

(ii) Derecognition

Financial assets are derecognized only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognizes financial liabilities when the Company's obligations are discharged, cancelled, or they expire.

(iii) Offsetting

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Company has a legal right to offset the recognized amounts and it intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

(iv) Fair Value and Market Value Measurement

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

When available, the Company measures the fair value of an instrument using quoted market prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1), and the lowest priority to unobservable inputs (level 3).

3. Summary of Significant Accounting Policies (Continued)

Financial Instruments (continued)

(iv) Fair Value and Market Value Measurement (continued)

The three levels of the fair value hierarchy are as follows:

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

As at year end, the Company does not have any financial instruments measured at fair value.

(v) Impairment of Financial Assets

At each reporting date, the Company assess whether there is objective evidence that financial assets not carried at FVTPL are impaired. A financial asset or a group of financial assets are impaired based upon the expected credit loss ("ECL") model as prescribed by IFRS 9, taking into consideration both historic and forward looking information.

Inventories
Inventories, consisting of finished goods, are stated at the lower of cost and net realizable value, cost being determined using the first-in, first-out method. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Property and Equipment
Property and equipment is stated at cost less accumulated amortization. Amortization is based on the estimated useful life of the asset and is calculated as follows:

Computer hardware	-	30% declining balance basis

Property and equipment assets' useful lives and methods of amortization are reviewed at each financial year end and adjusted prospectively, if appropriate.

Related Party Transactions
Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Income Taxes
Income tax expense comprises current and deferred tax. Income tax is recognized in net income except to the extent that it relates to items recognized in other comprehensive income or items recognized directly in equity, in which case the related tax is also recognized in other comprehensive income, or directly in equity, as appropriate.

Current Tax
Current tax is the expected tax payable or recoverable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the year end date, and any adjustment to tax payable or recoverable in respect of previous periods.

Deferred Tax
Deferred tax is provided for or recognized using the statements of financial position liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of the deferred tax asset or liability is measured at the amount expected to be recovered from or paid to the taxation authorities. This amount is determined using tax rates and tax laws that have been enacted or substantively enacted by the year end date and are expected to apply when the liabilities / (assets) are settled / (recovered).

4. Related Party Balances and Transactions

	2020	2019
Due to related parties		
Due to Dana Industries Inc., related party under common control	**$ 703,668**	$ 410,118

The amount to Dana Industries Inc. is unsecured, non-interest bearing, with no specific terms of repayment. Dana Industries Inc. has not waived the right to demand payment from the Company within the next fiscal year. As such, the item has been presented as a current liability on the statements of financial position.

The following table summarizes the Company's related party transactions for the period with Dana Industries Inc.:

	2020	2019
Rent	$ -	$ 45,000
Management fees	-	40,000
Equipment installed included in Cost of Sales	8,823	183,884
Compensation of key management	240,096	212,983

5. Right-of-Use Assets

	2020		2019	
	Cost	**Accumulated Amortization**	**Cost**	**Accumulated Amortization**
Office	**$ 85,167**	**$ (56,778)**	$ -	$ -
	85,167	**(56,778)**	-	-
Net book value		**$ 28,389**		$ -

6. Long-term Debt

	2020	2019
Loan payable - bearing interest at the Business Development Bank of Canada's floating base rate plus 4.50%, repayable in monthly installments of $3,470 of principal plus interest, secured by a general security agreement, personal guarantee from the the directors of the Company and by a corporate guarantee from Dana Industries Inc., maturing September 1, 2025.	**$ 215,410**	$ 250,000
Loan payable - bearing interest at the Business Development Bank of Canada's floating base rate plus 1%, repayable in monthly installments of $1,500 of principal plus interest, secured by a general security agreement,personal guarantee from the the directors of the Company and by a corporate guarantee from Dana Industries Inc., maturing March 10, 2025.	**80,260**	-
	295,670	250,000
Deduct: Current portion	**56,170**	19,988
	$ 239,500	$ 230,012

Future principal repayments of the loan are as follows:

2021	$ 56,170
2022	59,640
2023	59,640
2024	59,640
2025	53,640
Thereafter	6,940
	$ 295,670

7. Lease Liabilities

		Premise Lease
Balance as at August 1, 2019	$	-
Additions		85,167
Interest expense		4,756
Lease payments		(60,000)
Balance as at July 31, 2020	$	29,923

Variable lease payments related to the premise lease totaled $Nil.

The minimum annual lease payments for the next fiscal year is as follows:

2021	$	30,000

On December 1, 2020 the Company entered into a separate 10 year lease agreement for its premise, expiring November 2030.

8. Share Capital

Authorized

Unlimited	Common voting shares
Unlimited	Special series voting

		2020 Units		2020 Amount	2019 Units		2019 Amount
Issued							
	Common shares	**79,651,662**	**$**	**2,026,244**	-		-
	Class A common shares	**-**		**-**	100	$	10
	Class B common shares	**-**		**-**	100	$	10
		79,651,662	**$**	**2,026,244**	200	$	20

During the year end, the Company underwent a share reorganization to exchange 100 issued and outstanding Class A Common shares and 100 issued and outstanding Class B Common shares into an aggregate 200 common shares, pursuant to the Business Corporations Act (Ontario), and thereafter removed all of the authorized and unissued Class A and B Common shares from the authorized capital of the Company.

During the year, the Company issued 79,651,462 common shares for cash consideration of $2,082,958. Transaction costs of $56,735 have been recorded net in share capital.

9. Income Taxes

A reconciliation of the income tax provision at statutory rates of 26.5% to the reported income tax provision is as follows:

	2020	2019
Loss before income taxes	**$ (1,414,897)**	$ (613,684)
Recovery based on statutory rates	**$ (374,948)**	(167,926)
Change in unrecognized deferred income tax asset	**369,256**	167,926
	$ (5,692)	$ -

Significant components of the recognized deferred tax assets are as follows with the rate for 2020 being 26.5% (2019- 26.5%). This is the rate at which the assets are expected to be realized or reversed.

Deferred Income Tax
Deferred tax benefits that may arise as a result of these amounts have been fully offset reflecting the Company's estimate that these amounts are not considered probable, and that sufficient future taxable profit will not allow the deferred tax asset to be recovered at this time.

	2020	2019
Deferred income tax assets and liabilities		
Non-capital loss carried forward	**$ 534,162**	$ 161,850
Undeducted financing fees	**1,885**	1,611
Undeducted share issuance	**14,669**	-
Lease liability	**407**	-
Equipment	**(321)**	-
Less: unrecognized deferred income tax asset	**(550,802)**	(163,461)
	$ -	$ -

The Company has available non-capital losses that may be carried forward to apply against future tax years' income for income tax purposes. The Company has accumulated Canadian non-capital tax losses that expire in 2040 of $2,015,704.

10. Financial Instruments

The carrying value of cash, accounts receivable, accounts payable and accrued liabilities, and due to related parties approximate their fair values due to the relatively short-term maturities of these financial instruments.

The fair value of long-term debt is equivalent to its carrying value as the variable interest rate is comparable to the market rate,

The Company is exposed to the following risks by virtue of its activities:

Credit Risk
Cash is invested with one major bank in Canada. Management believes that the financial institution that holds the Company's cash is financially sound and, accordingly, minimal credit risk exists with respect to this asset. The accounts receivable balance is mainly due from one large retailer which has been assessed for expected credit losses and no significant allowance has been determined. The maximum credit risk is the sum of its cash and accounts receivable.

None of the Company's financial assets are secured by collateral or other credit enhancements. The Company determined that there were no financial assets that were impaired.

Approximately 94% (2019 - 99%) of the Company's total sales were attributable to one (2019 - one) customer.

Interest Rate Risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in the market interest rates. The Company is exposed to interest rate risk on its long-term debt, which bears interest at a variable rate plus 4.55% (2019 - 4.50%) per year.

The Company has performed a sensitivity analysis on its interest rate risk. The effect of a 1% decrease (increase) in the average interest rate paid during the year would have resulted in an increase (decrease) of approximately $2,957 to net loss for 2020 (2019 - $2,500), all other variables held constant.

Liquidity Risk
Liquidity risk arises from the Company will encounter difficulties in meeting its obligations associated with its financial liabilities. The Company is exposed to this risk mainly with respect to its accounts payable and accrued liabilities, long-term debt and due to related party balances. The Company manages its liquidity risk by monitoring its operating requirements. As outlined in Note 2, the Company's ability to continue as a going concern is dependent upon achieving a profitable level of operations to provide it with sufficient funds to operate the business and upon obtaining additional funding from external sources. Currently the Company is financially dependent on Dana Industries Inc. (Note 4).

11. Capital Management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern while providing a return to its stakeholders.

The Company capital of $312,862 (2019 - deficiency of $383,664) is composed of long-term debt, and equity attributable to the Company's shareholders. The Company's primary uses of capital are to finance the development of its technology.

The Company's objectives in managing capital are:

- To maintain sufficient working capital to meet current financial obligations and continue as a going concern;
- To maintain investor and creditor confidence; and
- To sustain future development of the business.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

12. Other Matters

The World Health Organization announced a global health pandemic due to the respiratory illness caused by the novel coronavirus ("COVID-19"). The impact of the recent outbreak has increased significantly in Canada and on the global economy. It has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods, and social distancing, have caused material disruption to business globally resulting in an economic slowdown. As a result, several retailers have had to close, and implement safeguards before reopening.

Although the disruption from the virus is expected to be temporary, as the impacts of COVID-19 continue there could be an impact on the Company and its major customers, and suppliers that could impact the timing and amounts realized on the Company's assets and future profitability. As a result of temporary closure, certain customer proposals that were initially planned to be completed in the 2020 fiscal year were put on hold and have not resumed. We also refer to Note 2, Going Concern. Given the dynamic nature of these circumstances and the potential for future business disruptions, the impact on the Company's ongoing activities cannot be reasonably estimated.

13. Subsequent Event

On December 10, 2020, the Company issued 16,490,000 subscription receipts of the Company, where each subscription receipt represents the right of the holder to acquire one underlying share and one-half of one warrant, at a price of $0.25 per subscription receipt for aggregate proceeds of $4,122,500. Each whole warrant shall entitle the holder to purchase one warrant share at an exercise price of $0.35 per warrant share for a period of 24 months following the date of the reverse takeover transaction with Wolf's Den (Note 1).

In connection with this private placement, 8,245,000 warrants were issued at an exercise price of $0.35 per warrant and 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from the satisfaction of the escrow release conditions.

The following management's discussion and analysis ("MD&A") of the financial condition and results of operations of Danavation Technologies Inc. ("Danavation" or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended July 31, 2020. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual financial statements of the Company for the year ended July 31, 2020, together with the notes thereto. Information contained herein is presented as at January 12, 2021, unless otherwise indicated.

Description of Business

Danavation Technologies Inc. was incorporated on October 24, 2018 under the laws of the *Business Corporations Act* (Ontario). The Company's majority shareholders are K Iccir Holdings Inc., and Segrob Holdings Inc.

The Company's principal activity relates to the sale of micro e-paper displays and software to retailers to automate labeling, price, product, and promotions in real-time. The registered office of the Company is 109 Woodbine Downs Boulevard, Suite 1, Toronto, Ontario.

Highlights

On January 10, 2019, Danavation installed the Digital Smart Label System at Norwich Deli & Bakery.

On February 1, 2019, Danavation entered into a consulting agreement (the "**FCCC Consulting Agreement**") with First Canadian Capital Corp. ("**FCCC**"), pursuant to which FCCC was engaged as an independent contractor to provide financial, strategic and marketing advisory services to Danavation. The FCCC Consulting Agreement has an eighteen (18) month term, expiring August 1, 2020 (the "**FCCC Term**"), and provides for the parties to be able to extend the FCCC Consulting Agreement for another term as mutually agreed to by the parties. Pursuant to the FCCC Consulting Agreement, Danavation agreed to pay FCCC a consulting fee of $12,667 per month (the "**Monthly Fee**"), plus applicable taxes. In addition to the Monthly Fee, Danavation has agreed to pay FCCC a one-time non-refundable fee of $60,000 (the "**Bonus**") in connection with the entering into of the Share Exchange Agreement. The FCCC Consulting Agreement may be terminated upon thirty (30) days' written notice to the Company, or at any time by Danavation during the FCCC Term upon payment in full of the remaining Monthly Fees payable to FCCC for the minimum eighteen (18) month Term.

On February 20, 2019, Danavation installed the Digital Smart Label System at Unattended Markets resulting in consideration to Danavation.

On August 10, 2019, Danavation installed the Digital Smart Label System at Cataldi's Fresh Markets. Danavation plans to deploy the system at a further location by early 2021.

On September 17, 2019, Danavation installed the Digital Smart Label System (pilot) at Global Pet Foods.

On October 27, 2019, Danavation signed a (pilot) agreement with Burlington Coat Factory. The installation was scheduled for April 2020 but has been delayed due to COVID. The new installation date has been set for Q4 2020.

On March 16, 2020, Danavation entered into a subscription agreement (the "**FCCC Subscription Agreement**") with FCCC, pursuant to which FCCC purchased an aggregate of 15,000,0000 Danavation common shares ("**Danavation Common Shares**") at a price of $0.02 per Danavation Common Share for aggregate gross proceeds of $300,000.

On March 23, 2020, Danavation installed the Digital Smart Label System (pilot) at an LCBO store located in Kitchener, Ontario, valued CAD $16,045.65 as part of phase 1 of the pilot. Due to the success of the pilot, LCBO has signed a letter of intent to move to phase 2 of the pilot with plans to deploy the Digital Smart Label system at the flagship store located at 2 Cooper Street, Toronto, Ontario with the installation date set for October 2020.

On April 15, 2020, Danavation completed a non-brokered private placement of an aggregate of 14,700,000 Danavation Common Shares at a price of $0.05 per Danavation Common Share, for aggregate gross proceeds of $735,000.

On April 16, 2020, Danavation completed a non-brokered private placement of an aggregate of 1,400,000 Danavation Common Shares at a price of $0.05 per Danavation Common Share, for aggregate gross proceeds of $70,000.

On April 17, 2020, Danavation completed a non-brokered private placement of an aggregate of 500,000 Danavation Common Shares at a price of $0.05 per Danavation Common Share, for aggregate gross proceeds of $25,000.

On May 19, 2020, Danavation completed a non-brokered private placement of an aggregate of 5,081,662 Danavation Common Shares at a price of $0.15 per Danavation Common Share, for aggregate gross proceeds of $762,250.

On July 22, 2020, Danavation completed a non-brokered private placement of an aggregate of 1,270,000 Danavation Common Shares at a price of $0.15 per Danavation Common Share, for aggregate gross proceeds of $190,500.

On December 10, 2020 Danavation completed a brokered private placement of 16,490,000 subscription receipts at a price of $0.25 per subscription receipts for gross proceeds of $4,122,500 (the "**Concurrent Financing**"). Upon satisfaction of certain release conditions, each Subscription Receipt (as defined) will be automatically exchanged, without payment of any additional consideration, into: (i) one Danavation Common Shares, each of which shall immediately be exchanged for one resulting issuer share; and (ii) one-half of one Danavation Common Share purchase warrant, each whole warrant exercisable to acquire a Danavation Common Share at an exercise price of $0.35 expiring within twenty-four months from the satisfaction of the release conditions, each of which shall immediately be exchanged for warrants of Wolf's Den Capital Corp. ("**Wolf's Den**") exercisable to acquire a resulting issuer common share on the same terms. Cash costs, including professional fees and cash broker commissions were $456,310.

In connection with this private placement, 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from from the satisfaction of the release conditions.

<u>The Proposed Transaction</u>

On March 30, 2020, and as amended on July 30, 2020, September 29, 2020 and November 30, 2020, Wolf's Den executed a share exchange agreement (collectively, the "**Share Exchange Agreement**") with Danavation and certain of its shareholders at such time (the "**Danavation Shareholders**") pursuant to which Wolf's Den will acquire all of the issued and outstanding shares of Danavation in exchange for shares of Wolf's Den as detailed below (the "**Transaction**"). The Transaction will constitute a reverse takeover of Wolf's Den by Danavation and the Danavation Shareholders.

Pursuant to the Share Exchange Agreement, Wolf's Den will complete a consolidation of its issued and outstanding common shares (the "**Consolidation**") on the basis of one post-consolidation common share (the "**Shares**") for every thirty outstanding common shares in the capital of the Wolf's Den.

As a condition to the completion of the Transaction, Danavation was required to complete the Concurrent Financing.

Expressed in Canadian Dollars

Wolf's Den will acquire 100% of the issued and outstanding shares of Danavation, issuing 96,141,662 common shares to the holders of Danavation Common Shares, including Danavation Common Shares issued in connection with the Concurrent Financing.

Concurrently with the Consolidation, Wolf's Den will change its name to Danavation Technologies Corp.

On January 8, 2021, the Transaction closed.

Business Objectives and Milestones

The Company is a Canadian-based Internet of Things (IoT) technology company, providing micro e-paper displays to organizations across North America. The Company's Digital Smart Labels™, powered by leading IoT automation technology and software platform as a service (PaaS), enables retailers, grocers, healthcare providers, manufacturing, and logistics companies to automate labelling, price, product, and promotions in real-time. This solves real pain points such as high labour costs, data accuracy, and low productivity associated with traditional labour-intensive workflows.

Since launching in November 2018, the Company has successfully commercialized the Digital Smart Label System 1.0 acquiring revenue generating customers with grocery stores, convenience and big box stores across the USA and Canada, such as Cataldi's Fresh Markets, Unattended Markets, Iqbal Halal Markets, and Tractor Supply

The Company is actively developing proprietary products and services for the retail and grocery industry, including a central command center for 24/7 monitoring, private cloud infrastructure for quick deployment and enterprise scalability, and artificial intelligence and analytics to provide inventory optimization, forecasting, marketing management, and dynamic pricing.

In addition to its Digital Smart Label™ business, the Company plans to actively develop and commercialize new proprietary products beginning in Q1 2021 including Radio Frequency ID/Near Frequency Communication tags, IoT sensors for compliance, video analytics, and biometric systems. Once developed and commercialized, the Company will be uniquely positioned to meet the growing demands for products and solutions that empower the adoption of smart retail, smart industry, smart buildings, and smart cities.

The Company expects to accomplish the following business objectives and milestones over the 12-month period following the date of document:

Business Objective	Action	By When	Estimated Costs
Business Development, Marketing & Promotions - Continuing to enter and expand market presence in the United States and Canada by establishing product sales and brand recognition with large retailers	Attend 3 trade exhibitions over the next 12-month period: 1. NGA Show- March 7, 2021 2. NRF Show - June 2021 3. NextPoint- October 7, 2021 Marketing tools, software advertising and promotions	Ongoing for next 12 months following date of Listing Statement	• $25,000 •$50,000 •$25,000 •$150,000
Expansion of Team Sales, Marketing and Customer	Hire an additional 3 employees in sales, marketing, customer service	Ongoing for next 12 months following	$280,000

Expressed in Canadian Dollars

Support Team - Expand management and operational team	and support within the next 12-month period	date of Listing Statement	
Enter into Distribution Agreements and Expand relationships with suppliers and manufacturers - Sign multiple distribution agreements and geographical exclusivity arrangements beginning in Q1 2021 with channel partners increasing marketing leverage and operational competency and expertise in new markets	Identify and meet with channel partners to negotiate and enter into exclusive contractual agreements with channel partners within the next 12-month period. Meet with current and potential suppliers and manufacturers to negotiate and enter into exclusive contractual agreements within the next 6-month period.	Ongoing for next 12 months following date of Listing Statement. 6 months following date of this Listing Statement	$10,000 (travel & expenses) $20,000 (travel & expenses)
Engineering & Software Development - Launch the Digital Smart label 2.0 system- Added features include advanced analytics and artificial intelligence software, streamlining back office operations such as inventory optimization/forecasting, promotions management, and dynamic pricing strategies	Hire additional 2 engineering, software development, big data & analytics, and technical support staff within the next 6 months	6 months following date of this Listing Statement	$200,000
Research and Development - Design and develop additional propriety and differentiated products for commercialization such as NFC/RFID, IoT sensors, video analytics, and biometric systems	Research, design and develop new products within the next 12-month period.	Ongoing for next 12 months following date of Listing Statement	$50,000
IT/Network Infrastructure & Tech Support - Further enhance systems integration and on-site installation capabilities to seamlessly manage all operating activities and continue to create competitive advantages through best in class after sales service, support and customer service	Expand network infrastructure and hire additional tech support staff	Ongoing for next 12 months following date of Listing Statement	$135,000

Expressed in Canadian Dollars

Selected Annual Information

	Year Ended July 31, 2020 $	Period from October 31, 2018 to July 31, 2019 $
Total assets	1,310,503	209,210
Total liabilities	(1,312,840)	(822,874)
Working capital (deficiency)	202,848	(383,652)
Expenses	1,420,112	585,703
Net income (loss)	(1,414,897)	(613,684)
Net loss per share, basic and diluted	(0.05)	(3,068)

Year Ended July 31, 2020 vs the Period Ended July 31, 2019

For the year ended July 31, 2020, the Company reported a net loss and comprehensive loss of $1,414,897 compared with a net loss and comprehensive loss of $613,684 during the period ended July 31, 2019. The increase in the loss for the year ended July 31, 2020 is primarily driven by increases in staffing, consulting fees, professional fees and general operational office consumable expenses.

Revenue from operations during fiscal 2020 remained consist with the prior year, as the Company focused on improving the efficiency of servicing its contracts. Accordingly, the Company achieved a reported gross margin of 5% compared with a negative gross margin in the comparative period of 27%, representing an increase 32% over the comparative period.

Salaries and benefits increased to $763,515 during the year ended July 31, 2020 compared with $260,981 for the period ended July 31, 2019, as the Company built its team and increased its investment in human capital.

Professional fees rose to $147,032 during the year ended July 31, 2020, compared with $76,850 during the period ended July 31, 2019, as the Company incurred legal, accounting and reporting fees associated with the proposed transaction with Wolf's Den. The comparative period saw legal and accounting fees driven by the Company's initial incorporation and commencement of operations.

Advertising and promotion expenses increased during the year ended July 31, 2020 to $22,105 from $8,651 during the period ended July 31,2019 as the Company invested further in marketing to improve product awareness.

Travel expense increased to $52,266 during the year ended July 31, 2020 from $20,001 for the period ended July 31, 2019, reflective of corporate travel required to plan and execute the Company's business strategy, to facilitate the negotiations regarding the proposed transaction, to negotiate and secure agreements for the Company's products.

Consulting costs increased to $196,237 for the year ended July 31, 2020 from $79,002 during the period ended July 31, 2019, primiary driven by the increase use of operational consultants.

Office expenses increased to $70,556 for the year ended July 31, 2020, from $nil during the comparative period, as the Company established its operations.

Expressed in Canadian Dollars

Amortization of equipment and right-of-use assets increased to $57,888 during the year ended July 31, 2020 from $nil during the comparative period, primarily driven by the Company's prospective August 1, 2019 adoption of IFRS 16, requiring capitalization and amortization of its right-of-use lease commitements. Furthermore, in fiscal 2020, the Company acquired capitalized certain office equipment as it further established operations. The adoption of IFRS 16 is also the main driver behind the decline in rent expense recognized in fiscal 2020. As the standard was prospectively adopted, rent expense is seen in fiscal 2019, with 2020 reporting the capitalized value of the lease, the corresponding lease liability, and the change during the fiscal year (rent payments and accretive interest) being amortized.

Interest on long-term debt increased from $4,500 during the period ended July 31, 2019 to $36,176 during the year ended July 31, 2020, primarily due to interest bearing loans entered into with the Business Development Bank of Canada.

Selected Quarterly Information

Quarter	7/31/20	4/30/20	1/31/20	10/31/19	7/31/19	4/30/19	1/31/19	10/31/18
Revenue	13,000	4,179	85,561	-	7,977	N/A	N/A	N/A
Net income from continuing operations	(593,460)	(349,052)	(256,907)	(215,478)	(550,883)	N/A	N/A	N/A
Net income/loss in total and on per share basis	(0.01)	(0.01)	(1,285)	(1,077)	(2,754)	N/A	N/A	N/A

Liquidity and Capital Resources

The Company had working capital of $202,484 as at July 31, 2020 (July 31, 2019 – a working capital deficiency of $383,652), and cash and cash equivalent balance of $698,641 (July 31, 2019 - $78,000).

On December 10, 2020 Danavation completed the Concurrent Financing as noted above. Cash costs, including professional fees and cash broker commissions were $456,310.

In connection with the Concurrent Financing, 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from completion of the escrow release conditions pursuant to the terms of the Concurrent Financing.

Other than the loans from the Business Development Bank of Canada, the Company has no credit facilities with financial institutions. See notes 3(i) and 6 in the Company's July 31, 2020 audited financial statements for details on the Company's financial instruments.

At this time, the Company is not anticipating an ongoing profit from operations in the immediate term, therefore it will be dependent on its ability to obtain equity or debt financing for growth. The Company may need additional capital, and may raise additional funds should the board of directors of the Company (the "Board of Directors") deem it advisable.

During the current and comparative periods ended July 31, 2020 and 2019, the Company had negative operating cash flow because its revenues did not exceed its operating expenses. In addition, as a result of the Company's business plans for the development of its products, the Company expects cash flow from operations to be negative until revenues improve to offset its operating expenditures. The Company's cash flow from operations may be affected in the future by expenditures incurred by the Company to continue to develop its products and services. The amounts set out above for use as working capital may be used to offset this anticipated negative operating cash flow.

Critical Accounting Estimates

Application of the Company's accounting policies in compliance with International Financial Reporting Standards ("IFRS") requires the Company's management to make certain judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. These estimates and assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made.

Recent Accounting Pronouncements

Accounting Pronouncements Adopted During the Period

Accounting for Leases - IFRS 16

IFRS 16 supersedes IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases - Incentives and SIC-27 Evaluating Transactions Involving the Legal Form of a Lease.

IFRS 16 provides a single lessee accounting model, requiring recognition of assets and liabilities for all leases, together with options to exclude leases where the lease term is 12 months or less, or where the underlying asset is of low value.

On August 1, 2019, the Company adopted IFRS 16 "Leases" ("IFRS 16"). The Company adopted IFRS 16 using the modified retrospective approach under which the cumulative effect of initial application is recognized in the opening balance sheet on August 1, 2019. The impact of the adoption of IFRS 16 on the Company's financial statements is described below.

At inception of a contract, the Company assesses whether that contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company records a right-of-use asset and a lease liability at the lease commencement date. For leases previously classified as operating leases, the lease liability has been measured at the present value of the remaining lease payments, discounted using the incremental borrowing rate as at the date of initial application. Additionally, the right-of-use assets have been measured at cost, consisting of the initial amount of the lease liability adjusted for any lease payments made at or before the date of initial application, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or restore the site on which it is located; less any lease incentives received.

The right-of-use asset is depreciated on a straight-line basis over the lease term. The lease term consists of the non-cancelable period of the lease; periods covered by options to extend the lease, where the

Company is reasonably certain to exercise the option; and periods covered by options to terminate the lease, where the Company is reasonably certain not to exercise the option.

The lease liability is initially measured at the present value of the lease payments that are not paid at the date of initial application, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is subsequently measured at amortized cost using the effective interest rate method. Certain leases require the Company to make payments that related to property taxes, insurance, and other non-rental costs. These non-rental costs are typically variable and are not included in the calculation of the right-of-use asset or lease liability.

The Company adopted this standard and the impact on the Company's financial statements are disclosed in notes 3, 5 and 7 of the Company's July 31, 2020 audited annual financial statements.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, an effect on the results of operations or financial condition of the Company.

Financial Instruments

Recognition and Classification

Financial Assets
All financial assets are initially recognized at fair value, adjusted by, in the case of instruments not at fair value through profit or loss, directly attributable transaction costs. After initial recognition, financial assets are subsequently classified and measured at either fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost based on the Company's assessment of the business model within which the financial asset is managed and the financial asset's contractual cash flow characteristics.

The Company had no financial assets measured at FVTPL or measured at FVTOCI as at July 31, 2020 and 2019.

Financial assets measured at amortized cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest method less impairment. Cash, accounts receivable and short term investments are classified as measured at amortized cost. Cash consists of deposits in bank.

Financial Liabilities
The Company classifies its financial liabilities into one of the following two categories; measured at amortized cost and measured at fair value through profit and loss ("FVTPL"). The Company has not designated any financial liabilities as being measured at FVTPL.

Financial liabilities measured at amortized cost are initially recognized at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortized cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the balance sheet.

Accounts payable and accrued liabilities, due to related party, lease liabilities and long-term debt are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method.

Derecognition

Financial assets are derecognized only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognizes financial liabilities when the Company's obligations are discharged, cancelled, or they expire.

Offsetting

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Company has a legal right to offset the recognized amounts and it intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Fair Value and Market Value Measurement

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

When available, the Company measures the fair value of an instrument using quoted market prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1), and the lowest priority to unobservable inputs (level 3).

The three levels of the fair value hierarchy are as follows:

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

As at year end, the Company does not have any financial instruments measured at fair value.

Impairment of Financial Assets

At each reporting date, the Company assess whether there is objective evidence that financial assets not carried at FVTPL are impaired. A financial asset or a group of financial assets are impaired based upon the expected credit loss ("ECL") model.

Financial Risk Factors

The Company's business is subject to certain risks, including but not restricted to risks related to: market risk for securities, future financing risks; going-concern risks; global economy risks; use of proceeds risks; volatility of the Company's share price following a listing on a public exchange and the lack of trading history for the Common Shares; increased costs of being a publicly traded company; limited operating history in an evolving industry and history of losses; lack of brand development; expectations with respect to advancement in technologies; currency fluctuations; interest rates; taxes on the Company and its products; liabilities that are uninsured or uninsurable; economic conditions, dependence on management and conflicts of interest; intellectual property rights; attracting and retaining quality employees; key personnel risk; management of growth; product and services development; expansion risk; breach of confidential information; competition within the technology industry; corporate matters; issuance of debt; third party credit; short term investments; shares reserved for issuance; credit risk; liquidity risk; interest rate risk; and described from time to time in the Company's documents filed with Canadian securities regulatory authorities; and other factors beyond the Company's control.

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, and market risk (including interest rate risk, and foreign exchange rate risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfil its payment obligations. The Company's credit risk is primarily attributable to cash and accounts receivable. The Company has no significant concentration of credit risk arising from operations. Cash consists of cash at banks and on hand. The cash has been invested and held with reputable financial institutions, from which management believes the risk of loss to be remote. The Company`s customer base is diversified with no reliance on any one client.

Liquidity Risk

Liquidity risk refers to the risk that the Company will not be able to meet its financial obligations as they become due, or can only do so at excessive cost. The Company's liquidity and operating results may be adversely affected if the Company's access to the capital market is hindered, or as a result of conditions specific to the Company. As at July 31, 2020, the Company had a cash balance of $698,641 to settle current liabilities of $1,073,340. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as maintenance of liquidity. As the Company does not generate significant revenue, managing liquidity risk is dependent upon the ability to secure additional financing, controlling expenses, and preserving cash.

Most of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market Risk

Interest Rate Risk

The Company's long-term debt consists of both a fixed and market driven variable interest rate. The Company has assessed the associated interest rate risk as minimal.

Capital Management

The Company manages its capital with the following objectives:

(i) To ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
(ii) To maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by Management and the Board of Directors on a regular basis.

Expressed in Canadian Dollars

The Company considers its capital to be equity, comprising share capital and deficit, which at July 31, 2020 totaled $2,337 (July 31, 2019 – a shareholders' deficiency of $613,664). The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. Information is provided to the Board of Directors of the Company. The Company is not constrained by externally imposed capital requirements. The Company's capital management objectives, policies and processes have remained unchanged during the year ended July 31, 2020.

Related Party Transactions

	2020	2019
Due to related parties		
Due to Dana Industries Inc., related party under common control	**$ 703,668**	$ 410,118

The amount to Dana Industries Inc. is unsecured, non-interest bearing, with no specific terms of repayment. Dana Industries Inc. has not waived the right to demand payment from the Company within the next fiscal year. As such, the item has been presented as a current liability on the statements of financial position.

The following table summarizes the Company's related party transactions for the period with Dana Industries Inc.:

	2020	2019
Rent	$ -	$ 45,000
Management fees	-	40,000
Equipment installed included in Cost of Sales	8,823	183,884
Compensation of key management	240,096	212,983

Events Occurring after the Reporting Date

There are no reportable events occurring after the reporting date which have not been disclosed in this document.

Risks and Uncertainties

The success of the Company is dependent, among other things, on obtaining sufficient funding to enable the Company to develop its business. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay in executing the Company's business plan. The Company will require new capital to continue to operate its business, and there is no assurance that capital will be available when needed, if at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

The operations of the Company may require licenses and permits from various local, provincial and federal governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out development of its business or operations.

Certain directors or proposed directors of the Company are also directors, officers or shareholders of other companies. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest, which they may have in any project opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his interest and abstain from voting on such matter. In determining whether or not the Company will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

The Company does not have a historical track record of operating upon which investors may rely. Consequently, investors will have to rely on the expertise of the Company's management. The Company does not have a history of earnings or the provision of return on investment, and there is no assurance that it will produce revenue, operate profitably or provide a return on investment in the future.

Dependence on Key Employees

The Company's business and operations are dependent on retaining the services of a small number of key employees. The success of the Company is, and will continue to be, to a significant extent, dependent on the expertise and experience of these employees. The loss of one or more of these employees could have a materially adverse effect on the Company. The Company does not maintain insurance on any of its key employees.

Accountability and oversight of the Company rests with the Board. The Company will continue to evaluate and potentially expanded its management team to oversee the business development activities of the Company and perform all core functions.

Competitive Conditions

The markets for the Company's products are competitive and rapidly changing, and a number of companies offer products similar to the Company's products and target similar customers. The Company believes its ability to compete depends upon many factors within and outside its control, including the timely development and introduction of new products and product enhancements; product functionality, performance, price and reliability; customer service and support; sales and marketing efforts; and the introduction of new products and services by competitors.

Potential Dilution

The issue of common shares of the Company upon the exercise of the options and warrants will dilute the ownership interest of the Company's current shareholders. The Company may also issue additional option and warrants or additional common shares from time to time in the future. If it does so, the ownership interest of the Company's then current shareholders could also be diluted.

Current Global Financial Conditions and Trends

Securities of technology companies in public markets have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in Canada and globally, and market perceptions of the attractiveness of particular industries. The price of the securities of Companies in the technology sector are also significantly affected by proposed and newly enacted laws and regulations, currency exchange fluctuation and the political environment in the local, provincial and federal jurisdictions in which the Company does business. The economy remains in a period of volatility, although there have been signs of positive economic growth in North American and European markets. Continued volatility is expected in the near term.

Management's Responsibility for Financial Information

The Company's financial statements are the responsibility of the Company's management, and have been approved by the Board of Directors. The financial statements were prepared by the Company's management in accordance with Canadian generally accepted accounting principles. The financial statements include certain amounts based on the use of estimates and assumptions. Management has established these amounts in a reasonable manner, in order to ensure that the financial statements are presented fairly in all material respects.

Forward Looking Statements

This MD&A contains "forward-looking information" within the meaning of applicable Canadian securities laws (forward-looking information being collectively hereinafter referred to as "forward-looking statements"). Such forward-looking statements are based on expectations, estimates and projections as at the date of this MD&A. Any statements that involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often but not always using phrases such as "expects", "is expected", "anticipates", "plans", "budget", "scheduled", "forecasts", "estimates", "believes" or "intends", or variations of such words and phrases (including negative and grammatical variations), or stating that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved) are not statements of historical fact and may be forward-looking statements and are intended to identify forward-looking statements. These forward-looking statements include, but are not limited to, statements and information concerning: the intentions, plans and future actions of the Company; statements relating to the business and future activities of the Company after the date of this MD&A; market position, ability to compete and future financial or operating performance of the Company after the date of this MD&A; anticipated developments in operations of the Company; the timing and amount of funding required to execute the Company's business plans; capital expenditures; the effect on the Company of any changes to existing or new legislation or policy or government regulation; the length of time required to obtain permits, certifications and approvals; the availability of labour; estimated budgets; currency fluctuations; requirements for additional capital; limitations on insurance coverage; the timing and possible outcome of litigation in future periods; the timing and possible outcome of regulatory and permitting matters; goals; strategies; future growth; the adequacy of financial resources; and other events or conditions that may occur in the future.

Forward-looking statements are based on the beliefs of the Company's management, as well as on assumptions, which such management believes to be reasonable based on information available at the time such statements were made. However, by their nature, forward-looking statements are based on assumptions and involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Forward-looking statements are subject to a variety of risks, uncertainties and other factors which could cause actual results, performance or achievements to differ from those expressed or implied by the forward-looking statements, including, without limitation, related to the following: operational risks; regulation and permitting; evolving markets; industry growth; uncertainty of new business models; speed of introduction of products and services to the marketplace; undetected flaws; risks of operation in urban areas; marketing risks; geographical expansion; limited operating history; substantial capital requirements; history of losses; reliance on management and key employees; management of growth; risk associated with foreign operations in other countries; risks associated with acquisitions; electronic communication security risks; insurance coverage; tax risk; currency fluctuations; conflicts of interest; competitive markets; uncertainty and adverse changes in the economy; reliance on components and raw materials; change in technology; quality of products and services; maintenance of technology infrastructure; privacy protection; development costs; product defects; insufficient research and development funding; uncertainty related to exportation; legal proceedings; reliance on business partners; protection of intellectual property rights; infringement by the Company of intellectual property rights; resale of shares; market for securities; dividends; and global financial conditions.

The lists of risk factors set out in this MD&A or in the Company's other public disclosure documents are not exhaustive of the factors that may affect any forward-looking statements of the Company. Forward-looking statements are statements about the future and are inherently uncertain. Actual results could differ materially from those projected in the forward-looking statements as a result of the matters set out in this MD&A generally and certain economic and business factors, some of which may be beyond the control of the Company. In addition, the global financial and credit markets have experienced significant debt and equity market and commodity price volatility which could have a particularly significant, detrimental and unpredictable effect on forward-looking statements. The Company does not intend, and does not assume any obligation, to update any forward-looking statements, other than as required by applicable law. For all of these reasons, the Company's securityholders should not place undue reliance on forward-looking statements.

Additional Information

Additional information relating to the Company is available in the prospectus on www.danavation.com

Danavation Technologies Inc.
Condensed Interim Financial Statements
For the three months ended October 31, 2020 and 2019
(Unaudited)

Danavation Technologies Inc.
Condensed Interim Financial Statements
For the three months ended October 31, 2020 and 2019
(Unaudited)

Contents

Financial Statements

Danavation Technologies Inc.
Condensed Interim Statements of Financial Position
(Unaudited)

	October 31 2020	July 31 2020
Assets		
Current		
Cash	**$ 190**	$ 698,641
Accounts receivable	**53,871**	59,313
Inventory	**108,765**	22,055
Government remittances receivable	**231,434**	223,256
Prepaid expenses	**219,564**	272,559
	613,824	1,275,824
Non-current assets		
Equipment	**4,403**	6,290
Right-of-use assets (Note 5)	**14,194**	28,389
	$ 632,421	$ 1,310,503
Liabilities and Shareholders' Equity (Deficiency)		
Current		
Accounts payable and accrued liabilities	**$ 379,234**	$ 283,579
Current portion of long-term debt (Note 6)	**59,640**	56,170
Current portion of lease liabilities (Note 7)	**15,419**	29,923
Due to related party (Note 4)	**603,399**	703,668
	1,057,692	1,073,340
Non-current liabilities		
Long-term debt (Note 6)	**224,360**	239,500
	1,282,052	1,312,840
Shareholders' equity (deficiency)		
Share capital (Note 8)	**2,009,470**	2,026,244
Deficit	**(2,659,101)**	(2,028,581)
	(649,631)	(2,337)
	$ 632,421	$ 1,310,503

Subsequent event (Note 11)

Approved by the Director:

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

Danavation Technologies Inc.
Condensed Interim Statements of Comprehensive Loss
(Unaudited)

For the three months ended October 31	2020	2019
Revenue	**$ 13,000**	$ -
Cost of goods sold (Note 4)	**3,964**	-
Gross margin (loss)	**9,036**	-
Expenses		
Advertising and sales promotion	**143,778**	6,931
Amortization of equipment and right of use assets	**16,082**	14,195
Bad debt expense	**1,394**	-
Bank charges and interest	**251**	13
Consulting fees	**17,088**	44,534
Interest on long-term debt	**9,703**	5,772
Office	**68,673**	4,676
Professional fees	**55,442**	-
Salaries and benefits (Note 4)	**311,372**	112,164
Trade show	**6,000**	-
Travel	**122**	13,840
Utilities	**4,390**	2,772
Vehicle	**5,261**	10,581
	639,556	215,478
Net loss and comprehensive loss for the period	**$ (630,520)**	$ (215,478)

Danavation Technologies Inc.
Condensed Interim Statements of Changes in Shareholders' Equity (Deficiency) (Unaudited)

For the three months ended October 31, 2020

	Common shares	Class A Common Shares	Class B Common Shares	Deficit	Total
Balance, beginning of period	$ 2,026,244	$ -	$ -	$ (2,028,581)	$ (2,337)
Increase in share capital (net of share issue costs note 8)	(16,774)				(16,774)
Net loss and comprehensive loss for the period	-	-	-	(630,520)	(630,520)
Balance, end of period	$ 2,009,470	$ -	$ -	$ (2,659,101)	$ (649,631)

For the three months ended October 31, 2019

	Common Shares	Class A Common Shares	Class B Common Shares	Deficit	Total
Balance, beginning of period	$ -	$ 10	$ 10	$ (613,684)	$ (613,664)
Net loss and comprehensive loss for the period	-	-	-	(215,478)	(215,478)
Balance, end of period	$ -	$ 10	$ 10	$ (829,162)	$ (829,142)

Danavation Technologies Inc.
Condensed Interim Statements of Cash Flows
(Unaudited)

For the three months ended October 31		2020		2019
Cash provided by (used in)				
Operating activities				
Net loss for the period	**$**	**(630,520)**	$	(215,478)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:				
Amortization of equipment and right of use assets		**16,082**		14,195
Lease interest		**496**		1,594
Changes in non-cash working capital balances				
Accounts receivable		**5,442**		-
Government remittance receivable		**(8,178)**		(22,567)
Prepaid expenses		**52,995**		60,283
Inventories		**(86,710)**		(60,283)
Accounts payable and accrued liabilities		**95,655**		57,274
Deferred revenue		**-**		25,000
		(554,738)		(139,982)
Financing activities				
Proceeds from long-term debt		**-**		90,000
Repayment of long-term debt		**(11,670)**		(3,859)
Issuance of share capital		**(16,774)**		-
Advances from related party		**(100,269)**		83,352
Lease principal payments		**(15,000)**		(15,000)
		(143,713)		154,493
Net increase (decrease) in cash during the period		**(698,451)**		14,511
Cash, beginning of the period		**698,641**		78,000
Cash, end of the period	**$**	**190**	$	92,511

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

1. General

Danavation Technologies Inc. was incorporated on October 24, 2018 under the laws of the *Business Corporations Act* (Ontario). The Company's majority shareholders are K Iccir Holdings Inc., and Segrob Holdings Inc. The Company's principal activity relates to the sale of micro e-paper displays and software to retailers to automate labeling, price, product, and promotions in real-time. The registered office of the Company is 109 Woodbine Downs Boulevard, Suite 1, Toronto, Ontario.

On March 30, 2020, the Company entered into a share exchange agreement (as amended on July 30, 2020, September 29, 2020 and December 10, 2020) (the “Share Exchange Agreement”) with Wolf's Den Capital Corp. ("Wolf's Den"), an unrelated third party public entity. Pursuant to the Share Exchange Agreement, Wolf's Den will acquire 100% of the issued and outstanding shares of the Company in exchange for common shares of Wolf's Den which will result in a reverse takeover of Wolf's Den by the Company.

2. Going Concern

In the preparation of condensed interim financial statements, the Company’s management is required to identify when events or conditions indicate that significant doubt may exist about the Company’s ability to continue as a going concern. Significant doubt about the Company’s ability to continue as a going concern would exist when relevant conditions and events indicate that the Company will not be able to meet its obligations as they become due for a period of at least, but not limited to, twelve months from the end of the reporting period. When the Company identifies conditions or events that raise potential for significant doubt about its ability to continue as a going concern, the Company considers whether its plans that are intended to mitigate those relevant conditions or events will alleviate the potential significant doubt.

The Company has incurred a net loss of $630,520 during the three months ended October 31, 2020 and as at that date has a deficit of $ 2,659,101 . As a result, there is material uncertainty that may cast significant doubt as to whether the Company will have the ability to continue as a going concern.

The Company's ability to continue as a going concern is dependent on its ability to successfully generate cash flows from operations or additional funding from external resources to continue operations, both of which could be impacted by the economic slow-down arising from COVID-19 (Note 12). Therefore, the Company may be unable to realize its assets and discharge its liabilities in the normal course of business.

These condensed interim financial statements have been prepared on a going concern basis in accordance with International Accounting Standard 34, Financial Reporting. The going concern basis assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. These condensed interim financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate. If the going concern basis was not appropriate for these condensed interim financial statements, then adjustments might be necessary in the carrying value of the assets and liabilities, and in the classifications used in the balance sheet.

3. Significant Accounting Policies

Statement of Compliance

These condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting and should be read in conjunction with the Company's audited annual financial statements as at and for the year ended July 31, 2020 and the accompanying notes thereto. Certain information and note disclosures normally included in annual financial statements prepared in accordance with International Financial Reporting Standards have been omitted or condensed.

The condensed interim financial statements were authorized for issue by representatives of the Company on TBD .

Basis of Presentation

These condensed interim financial statements are prepared on the historical cost basis and are presented in Canadian dollars, which is the Company's functional currency.

Critical Judgments and Estimates

The preparation of these condensed interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Significant estimates include the valuation of inventory, accounts receivable and government remittances receivable. Actual results may differ from these estimates as additional information becomes available in the future, which may have an impact on future periods.

Significant Accounting Policies

The accounting policies applied by the Company in these condensed interim financial statements are the same as applied by the Company in its audited financial statements as at and for the year ended July 31,2020.

4. Related Party Balances and Transactions

		October 31 2020		July 31 2020
Due to related parties				
Due to Dana Industries Inc., related party under common control	**$**	**603,399**	$	703,668

The amount to Dana Industries Inc. is unsecured, non-interest bearing, with no specific terms of repayment. Dana Industries Inc. has not waived the right to demand payment from the Company within the next fiscal year. As such, the item has been presented as a current liability on the statements of financial position.

The following table summarizes the Company's related party transactions for the period with Dana Industries Inc.:

		For the three months ended October 31 2020		For the three months ended October 31 2019
Rent	$	15,000	$	15,000
Compensation of key management		-		75,865

5. Right-of-Use Assets

	October 31 2020				July 31 2020			
		Cost		**Accumulated Amortization**		Cost		Accumulated Amortization
Office	**$**	**85,167**	**$**	**(70,973)**	$	85,167	$	(56,778)
Net book value			**$**	**14,194**			$	28,389

6. Long-term Debt

	October 31 2020	July 31 2020
Loan payable - bearing interest at the Business Development Bank of Canada's floating base rate plus 4.50%, repayable in monthly installments of $3,470 of principal plus interest, secured by a general security agreement, personal guarantee from the the directors of the Company and by a corporate guarantee from Dana Industries Inc., maturing September 1, 2025.	**$ 204,500**	$ 215,400
Loan payable - bearing interest at the Business Development Bank of Canada's floating base rate plus 1%, repayable in monthly installments of $1,500 of principal plus interest, secured by a general security agreement,personal guarantee from the the directors of the Company and by a corporate guarantee from Dana Industries Inc., maturing March 10, 2025.	**79,500**	80,260
	284,000	295,660
Deduct: Current portion	**59,640**	56,170
	$ 224,360	$ 239,490

Future principal repayments of the loan are as follows:

2021	$ 59,640
2022	59,640
2023	59,640
2024	59,640
2025	45,440
	$ 284,000

7. Lease Liabilities

		Premise Lease
Balance as at August 1, 2020	$	29,923
Interest expense		496
Lease payments		(15,000)
Balance as at October 31, 2020	$	15,419

Variable lease payments related to the premise lease totaled $Nil.

The minimum annual lease payments for the next fiscal year is as follows:

2021	$	10,000

On December 1, 2020 the Company entered into a separate 10 year lease agreement for its premise, expiring November 2030.

8. Share Capital

Authorized
Unlimited Common voting shares
Unlimited Special series voting

		October 31, 2020		July 31, 2020	
		Units	**Amount**	Units	Amount
Issued					
	Common shares	**79,651,662**	**$ 2,009,470**	79,651,662	$ 2,027,624

9. Financial Instruments

The carrying value of cash, accounts receivable, accounts payable and accrued liabilities, and due to related parties approximate their fair values due to the relatively short-term maturities of these financial instruments.

The fair value of long-term debt is equivalent to its carrying value as the variable interest rate is comparable to the market rate,

The Company is exposed to the following risks by virtue of its activities:

Credit Risk
Cash is invested with one major bank in Canada. Management believes that the financial institution that holds the Company's cash is financially sound and, accordingly, minimal credit risk exists with respect to this asset. The accounts receivable balance is mainly due from one large retailer which has been assessed for expected credit losses and no significant allowance has been determined. The maximum credit risk is the sum of its cash and accounts receivable.

None of the Company's financial assets are secured by collateral or other credit enhancements. The Company determined that there were no financial assets that were impaired.

Approximately 100% (2019 - 0%) of the Company's total sales were attributable to one (2019 - nil) customer.

Interest Rate Risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in the market interest rates. The Company is exposed to interest rate risk on its long-term debt, which bears interest at a variable rate plus 4.55% (2019 - 4.50%) per year.

The Company has performed a sensitivity analysis on its interest rate risk. The effect of a 1% decrease (increase) in the average interest rate paid during the period would have resulted in an increase (decrease) of approximately $2,957 to net loss for 2020 (2019 - $2,500), all other variables held constant.

Liquidity Risk
Liquidity risk arises from the Company will encounter difficulties in meeting its obligations associated with its financial liabilities. The Company is exposed to this risk mainly with respect to its accounts payable and accrued liabilities, long-term debt and due to related party balances. The Company manages its liquidity risk by monitoring its operating requirements. As outlined in Note 2, the Company's ability to continue as a going concern is dependent upon achieving a profitable level of operations to provide it with sufficient funds to operate the business and upon obtaining additional funding from external sources. Currently the Company is financially dependent on Dana Industries Inc. (Note 4).

10. Other Matters

The World Health Organization announced a global health pandemic due to the respiratory illness caused by the novel coronavirus ("COVID-19"). The impact of the recent outbreak has increased significantly in Canada and on the global economy. It has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods, and social distancing, have caused material disruption to business globally resulting in an economic slowdown. As a result, several retailers have had to close, and implement safeguards before reopening.

Although the disruption from the virus is expected to be temporary, as the impacts of COVID-19 continue there could be an impact on the Company and its major customers, and suppliers that could impact the timing and amounts realized on the Company's assets and future profitability. As a result of temporary closure, certain customer proposals that were initially planned to be completed in the 2020 fiscal year were put on hold and have not resumed. We also refer to Note 2, Going Concern. Given the dynamic nature of these circumstances and the potential for future business disruptions, the impact on the Company's ongoing activities cannot be reasonably estimated.

11. Subsequent Event

On December 10, 2020, the Company issued 16,490,000 subscription receipts of the Company, where each subscription receipt represents the right of the holder to acquire one underlying share and one-half of one warrant, at a price of $0.25 per subscription receipt for aggregate proceeds of $4,122,500. Each whole warrant shall entitle the holder to purchase one warrant share at an exercise price of $0.35 per warrant share for a period of 24 months following the date of the reverse takeover transaction with Wolf's Den (Note 1).

In connection with this private placement, 8,245,000 warrants were issued at an exercise price of $0.35 per warrant and 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from the satisfaction of the escrow release conditions.

The following management's discussion and analysis ("MD&A") of the financial condition and results of operations of Danavation technologies Inc. ("Danavation" or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the three months ended October 31, 2020. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual financial statements of the Company for the year ended July 31, 2020 as well as the unaudited condensed interim financial statements for the three months ended October 31, 2020, together with the notes thereto. Information contained herein is presented as at January 12, 2020, unless otherwise indicated.

Description of Business

Danavation Technologies Inc. was incorporated on October 24, 2018 under the laws of the Business Corporations Act (Ontario). The Company's majority shareholders are K Iccir Holdings Inc., and Segrob Holdings Inc.

The Company's principal activity relates to the sale of micro e-paper displays and software to retailers to automate labeling, price, product, and promotions in real-time. The registered office of the Company is 109 Woodbine Downs Boulevard, Suite 1, Toronto, Ontario.

Highlights

On January 10, 2019, Danavation installed the Digital Smart Label System at Norwich Deli & Bakery.

On February 1, 2019, Danavation entered into a consulting agreement (the "**FCCC Consulting Agreement**") with First Canadian Capital Corp. ("**FCCC**"), pursuant to which FCCC was engaged as an independent contractor to provide financial, strategic and marketing advisory services to Danavation. The FCCC Consulting Agreement has an eighteen (18) month term, expiring August 1, 2020 (the "**FCCC Term**"), and provides for the parties to be able to extend the FCCC Consulting Agreement for another term as mutually agreed to by the parties. Pursuant to the FCCC Consulting Agreement, Danavation agreed to pay FCCC a consulting fee of $12,667 per month (the "**Monthly Fee**"), plus applicable taxes. In addition to the Monthly Fee, Danavation has agreed to pay FCCC a one-time non-refundable fee of $60,000 (the "**Bonus**") in connection with the entering into of the Share Exchange Agreement. The FCCC Consulting Agreement may be terminated upon thirty (30) days' written notice to the Company, or at any time by Danavation during the FCCC Term upon payment in full of the remaining Monthly Fees payable to FCCC for the minimum eighteen (18) month Term.

On February 20, 2019, Danavation installed the Digital Smart Label System at Unattended Markets resulting in consideration to Danavation.

On August 10, 2019, Danavation installed the Digital Smart Label System at Cataldi's Fresh Markets. Danavation plans to deploy the system at a further location by early 2021.

On September 17, 2019, Danavation installed the Digital Smart Label System (pilot) at Global Pet Foods.

On October 27, 2019, Danavation signed a (pilot) agreement with Burlington Coat Factory. The installation was scheduled for April 2020 but has been delayed due to COVID. The new installation date has been set for Q4 2020.

On March 16, 2020, Danavation entered into a subscription agreement (the "**FCCC Subscription Agreement**") with FCCC, pursuant to which FCCC purchased an aggregate of 15,000,0000 Danavation common shares ("**Danavation Common Shares**") at a price of $0.02 per Danavation Common Share for aggregate gross proceeds of $300,000.

On March 23, 2020, Danavation installed the Digital Smart Label System (pilot) at an LCBO store located in Kitchener, Ontario, valued CAD $16,045.65 as part of phase 1 of the pilot. Due to the success of the pilot, LCBO has signed a letter of intent to move to phase 2 of the pilot with plans to deploy the Digital Smart Label system at the flagship store located at 2 Cooper Street, Toronto, Ontario with the installation date set for October 2020.

On April 15, 2020, Danavation completed a non-brokered private placement of an aggregate of 14,700,000 Danavation Common Shares at a price of $0.05 per Danavation Common Share, for aggregate gross proceeds of $735,000.

On April 16, 2020, Danavation completed a non-brokered private placement of an aggregate of 1,400,000 Danavation Common Shares at a price of $0.05 per Danavation Common Share, for aggregate gross proceeds of $70,000.

On April 17, 2020, Danavation completed a non-brokered private placement of an aggregate of 500,000 Danavation Common Shares at a price of $0.05 per Danavation Common Share, for aggregate gross proceeds of $25,000.

On May 19, 2020, Danavation completed a non-brokered private placement of an aggregate of 5,081,662 Danavation Common Shares at a price of $0.15 per Danavation Common Share, for aggregate gross proceeds of $762,250.

On July 22, 2020, Danavation completed a non-brokered private placement of an aggregate of 1,270,000 Danavation Common Shares at a price of $0.15 per Danavation Common Share, for aggregate gross proceeds of $190,500.

On December 10, 2020 Danavation completed a brokered private placement of 16,490,000 subscription receipts at a price of $0.25 per subscription receipts for gross proceeds of $4,122,500 (the "**Concurrent Financing**"). Upon satisfaction of certain release conditions, each Subscription Receipt (as defined) will be automatically exchanged, without payment of any additional consideration, into: (i) one Danavation Common Shares, each of which shall immediately be exchanged for one resulting issuer share; and (ii) one-half of one Danavation Common Share purchase warrant, each whole warrant exercisable to acquire a Danavation Common Share at an exercise price of $0.35 expiring within twenty-four months from the satisfaction of the release conditions, each of which shall immediately be exchanged for warrants of Wolf's Den Capital Corp. ("**Wolf's Den**") exercisable to acquire a resulting issuer common share on the same terms. Cash costs, including professional fees and cash broker commissions were $456,310.

In connection with this private placement, 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from from the satisfaction of the release conditions.

<u>The Proposed Transaction</u>

On March 30, 2020, and as amended on November 30, 2020, the Company executed a share exchange agreement (the "Share Exchange Agreement") with Wolf's Den Capital Corp. ("Wolf's Den") and its shareholders (the "Danavation Shareholders") pursuant to which the Wolf's Den will acquire all of the issued and outstanding shares of Danavation in exchange for shares of Wolf's Den of as detailed below (the "Transaction"). The Transaction will constitute a reverse takeover of the Company by Danavation and the Danavation Shareholders.

Pursuant to the Share Exchange Agreement, the Wolf's Den will complete a consolidation of its issued and outstanding common shares (the "Consolidation") on the basis of one post-consolidation common share (the "Shares") for every thirty outstanding common shares in the capital of the Wolf's Den.

Expressed in Canadian Dollars

As a condition to the completion of the Transaction, Danavation must complete a private placement up to a maximum of 17,600,000 shares in the capital of Danavation (the "Danavation Financing").

Wolf's Den will acquire 100% of the issued and outstanding shares of Danavation, issuing 56,700,000 post-consolidation common shares.

Wolf's Den will change its name to Danavations Technologies Corp.

On January 8, 2021, the transaction closed.

Business Objectives and Milestones

The Issuer is a Canadian-based Internet of Things (IoT) technology company, providing micro e-paper displays to organizations across North America. The Issuer's Digital Smart Labels™, powered by leading IoT automation technology and software platform as a service (PaaS), enables retailers, grocers, healthcare providers, manufacturing, and logistics companies to automate labelling, price, product, and promotions in real-time. This solves real pain points such as high labour costs, data accuracy, and low productivity associated with traditional labour-intensive workflows.

Since launching in November 2018, the Issuer has successfully commercialized the Digital Smart Label System 1.0 acquiring revenue generating customers with grocery stores, convenience and big box stores across the USA and Canada, such as Cataldi's Fresh Markets, Unattended Markets, Iqbal Halal Markets, and Tractor Supply

The Issuer is actively developing proprietary products and services for the retail and grocery industry, including a central command center for 24/7 monitoring, private cloud infrastructure for quick deployment and enterprise scalability, and artificial intelligence and analytics to provide inventory optimization, forecasting, marketing management, and dynamic pricing.

In addition to its Digital Smart Label™ business, the Issuer plans to actively develop and commercialize new proprietary products beginning in Q1 2021 including Radio Frequency ID/Near Frequency Communication tags, IoT sensors for compliance, video analytics, and biometric systems. Once developed and commercialized, the Issuer will be uniquely positioned to meet the growing demands for products and solutions that empower the adoption of smart retail, smart industry, smart buildings, and smart cities.

The Issuer expects to accomplish the following business objectives and milestones over the 12-month period following the date of document:

Business Objective	Action	By When	Estimated Costs
Business Development, Marketing & Promotions - Continuing to enter and expand market presence in the United States and Canada by establishing product sales and brand recognition with large retailers	Attend 3 trade exhibitions over the next 12-month period: 1. NGA Show- March 7, 2021 2. NRF Show - June 2021 3. NextPoint- October 7, 2021 Marketing tools, software advertising and promotions	Ongoing for next 12 months following date of Listing Statement	• $25,000 •$50,000 •$25,000 •$150,000

Expressed in Canadian Dollars

Expansion of Team Sales, Marketing and Customer Support Team - Expand management and operational team	Hire an additional 3 employees in sales, marketing, customer service and support within the next 12-month period	Ongoing for next 12 months following date of Listing Statement	$280,000
Enter into Distribution Agreements and Expand relationships with suppliers and manufacturers - Sign multiple distribution agreements and geographical exclusivity arrangements beginning in Q1 2021 with channel partners increasing marketing leverage and operational competency and expertise in new markets	Identify and meet with channel partners to negotiate and enter into exclusive contractual agreements with channel partners within the next 12-month period. Meet with current and potential suppliers and manufacturers to negotiate and enter into exclusive contractual agreements within the next 6-month period.	Ongoing for next 12 months following date of Listing Statement. 6 months following date of this Listing Statement	$10,000 (travel & expenses) $20,000 (travel & expenses)
Engineering & Software Development - Launch the Digital Smart label 2.0 system- Added features include advanced analytics and artificial intelligence software, streamlining back office operations such as inventory optimization/forecasting, promotions management, and dynamic pricing strategies	Hire additional 2 engineering, software development, big data & analytics, and technical support staff within the next 6 months	6 months following date of this Listing Statement	$200,000
Research and Development - Design and develop additional propriety and differentiated products for commercialization such as NFC/RFID, IoT sensors, video analytics, and biometric systems	Research, design and develop new products within the next 12-month period.	Ongoing for next 12 months following date of Listing Statement	$50,000
IT/Network Infrastructure & Tech Support - Further enhance systems integration and on-site installation capabilities to seamlessly manage all operating activities and continue to create competitive advantages through best in class after sales service,	Expand network infrastructure and hire additional tech support staff	Ongoing for next 12 months following date of Listing Statement	$135,000

Expressed in Canadian Dollars

support and customer service			

Selected Quarterly Information

Quarter	10/31/20	7/31/20	4/30/20	1/31/20	10/31/19	7/31/19	4/30/19	1/31/19
Revenue	13,000	13,000	4,179	85,561	-	7,977	N/A	N/A
Net income from continuing operations	(630,520)	(593,460)	(349,052)	(256,907)	(215,478)	(550,883)	N/A	N/A
Net income/loss in total and on per share basis	(0.01)	(0.01)	(0.01)	(1,285)	(1,077)	(2,754)	N/A	N/A

Three Months Ended October 31, 2020 vs the Three Months Ended October 31, 2019

For the three months ended October 31, 2020, the Company reported a net loss and comprehensive loss of $630,520 compared with a net loss and comprehensive loss of $215,478 during the three months ended October 31, 2019. The increase in the loss for the three months ended October 31, 2020 is primarily driven by increases in staffing, advertising, professional fees and general operational office consumable expenses.

Revenue from operations during the three months ended October 31, 2020 rose to $13,000 from $nil in the comparative period. During the three months ended October 31, 2019, the Company was establishing operations and had not commenced sales.

Salaries and benefits increased to $311,372 during the three months ended October 31, 2020 compared with $112,164 for the three months ended October 31, 2019, as the Company built its team and increased its investment in human capital.

Professional fees rose to $55,442 during the three months ended October 31, 2020, compared with $nil during the three months ended October 31, 2019, as the Company incurred legal, accounting and reporting fees associated with the proposed transaction with Wolf's Den. The comparative period saw no such costs.

Advertising and promotion expenses increased during the three months ended October 31, 2020 to $143,778 from $6,931 during the year ended October 31,2019 as the Company invested further in marketing to improve product awareness.

Trade show expenses increased to $6,000 during the three months ended October 31, 2020 from $nil for the period ended October 31, 2019, reflective of attendance at a commercial trade show attended during the current period where none were attended in the comparative period.

Consulting costs declined to $17,088 for the three months ended October 31, 2020 from $44,534 during the three months ended October 31, 2019, primiary driven by a periodic decline in use of operational consultants, as operational liquidity declined.

Office expenses increased to $68,673 for the three months ended October 31, 2020, from $4,676 during the comparative period, as the Company established its operations.

Amortization of equipment and right-of-use assets increased to $16,082 during the three months ended October 31, 2020 from $14,195 during the comparative period, primarily driven by the Company's prospective August 1, 2019 adoption of IFRS 16, requiring capitalization and amortization of its right-of-use lease commitements. Furthermore, in fiscal 2020, the Company acquired capitalized certain office equipment as it further established operations.

Interest on long-term debt increased from $5,772 during the three months ended October 31, 2019 to $9,703 during the three months ended October 31, 2020, primarily due to interest bearing loans entered into with the Business Development Bank of Canada.

Liquidity and Capital Resources

The Company had a working capital deficiency of $443,868 as at October 31, 2020 (July 31, 2020 – working capital of $202,848), and cash and cash equivalent balance of $190 (July 31, 2020 - $698,641).

On December 10, 2020 Danavation completed a brokered private placement of 16,490,000 units $0.25 per unit for gross proceeds of $4,122,500. Each unit consisted of one common share and one half warrant, exercisable at an exercise price of $0.35 per full warrant for twenty-four months from completion of the Transaction. Cash costs, including professional fees and cash broker commissions were $456,310.

In connection with this private placement, 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from completion of the Transaction.

Other than the loans from the Business Development Bank of Canada, the Company has no credit facilities with financial institutions. See notes 3(i) and 6 in the Company's July 31, 2020 audited financial statements for details on the Company's financial instruments.

At this time, the Company is not anticipating an ongoing profit from operations in the immediate term, therefore it will be dependent on its ability to obtain equity or debt financing for growth. The Company may need additional capital, and may raise additional funds should the board of directors of the Company (the "Board of Directors") deem it advisable.

During the current and comparative periods ended July 31, 2020 and 2019, the Company had negative operating cash flow because its revenues did not exceed its operating expenses. In addition, as a result of the Company's business plans for the development of its products, the Company expects cash flow from operations to be negative until revenues improve to offset its operating expenditures. The Company's cash flow from operations may be affected in the future by expenditures incurred by the Company to continue to develop its products and services. The amounts set out above for use as working capital may be used to offset this anticipated negative operating cash flow.

Critical Accounting Estimates

Application of the Company's accounting policies in compliance with International Financial Reporting Standards ("IFRS") requires the Company's management to make certain judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. These estimates and assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made.

Recent Accounting Pronouncements

Accounting Pronouncements Adopted During the Period

There were no accounting pronouncements adopted during the current period.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, an effect on the results of operations or financial condition of the Company.

Financial Instruments

Recognition and Classification

Financial Assets
All financial assets are initially recognized at fair value, adjusted by, in the case of instruments not at fair value through profit or loss, directly attributable transaction costs. After initial recognition, financial assets are subsequently classified and measured at either fair value through profit or loss ("FVTPL"), fair value through other comprehensive income ("FVTOCI") or amortized cost based on the Company's assessment of the business model within which the financial asset is managed and the financial asset's contractual cash flow characteristics.

The Company had no financial assets measured at FVTPL or measured at FVTOCI as at October 31, 2020 and 2019.

Financial assets measured at amortized cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest method less impairment. Cash, accounts receivable and short term investments are classified as measured at amortized cost. Cash consists of deposits in bank.

Financial Liabilities
The Company classifies its financial liabilities into one of the following two categories; measured at amortized cost and measured at fair value through profit and loss ("FVTPL"). The Company has not designated any financial liabilities as being measured at FVTPL.

Financial liabilities measured at amortized cost are initially recognized at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortized cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the balance sheet.

Accounts payable and accrued liabilities, due to related party, lease liabilities and long-term debt are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method.

Derecognition

Financial assets are derecognized only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognizes financial liabilities when the Company's obligations are discharged, cancelled, or they expire.

Offsetting

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Company has a legal right to offset the recognized amounts and it intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Fair Value and Market Value Measurement

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

When available, the Company measures the fair value of an instrument using quoted market prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1), and the lowest priority to unobservable inputs (level 3).

The three levels of the fair value hierarchy are as follows:

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

As at year end, the Company does not have any financial instruments measured at fair value.

Impairment of Financial Assets

At each reporting date, the Company assess whether there is objective evidence that financial assets not carried at FVTPL are impaired. A financial asset or a group of financial assets are impaired based upon the expected credit loss ("ECL") model.

Financial Risk Factors

The Company’s business is subject to certain risks, including but not restricted to risks related to: market risk for securities, future financing risks; going-concern risks; global economy risks; use of proceeds risks; volatility of the Company’s share price following a listing on a public exchange and the lack of trading history for the Common Shares; increased costs of being a publicly traded company; limited operating history in an evolving industry and history of losses; lack of brand development; expectations with respect to advancement in technologies; currency fluctuations; interest rates; taxes on the Company and its products; liabilities that are uninsured or uninsurable; economic conditions, dependence on management and conflicts of interest; intellectual property rights; attracting and retaining quality employees; key personnel risk; management of growth; product and services development; expansion risk; breach of confidential information; competition within the technology industry; corporate matters; issuance of debt; third party credit; short term investments; shares reserved for issuance; credit risk; liquidity risk; interest rate risk; and described from time to time in the Company’s documents filed with Canadian securities regulatory authorities; and other factors beyond the Company’s control.

The Company’s activities expose it to a variety of financial risks: credit risk, liquidity risk, and market risk (including interest rate risk, and foreign exchange rate risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfil its payment obligations. The Company's credit risk is primarily attributable to cash and accounts receivable. The Company has no significant concentration of credit risk arising from operations. Cash consists of cash at banks and on hand. The cash has been invested and held with reputable financial institutions, from which management believes the risk of loss to be remote. The Company`s customer base is diversified with no reliance on any one client.

Liquidity Risk

Liquidity risk refers to the risk that the Company will not be able to meet its financial obligations as they become due, or can only do so at excessive cost. The Company's liquidity and operating results may be adversely affected if the Company's access to the capital market is hindered, or as a result of conditions specific to the Company. As at October 31, 2020, the Company had a cash balance of $190 to settle current liabilities of $1,057,692. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as maintenance of liquidity. As the Company does not generate significant revenue, managing liquidity risk is dependent upon the ability to secure additional financing, controlling expenses, and preserving cash.

Most of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market Risk

Interest Rate Risk

The Company's long-term debt consists of both a fixed and market driven variable interest rate. The Company has assessed the associated interest rate risk as minimal.

Capital Management

The Company manages its capital with the following objectives:

(i) To ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
(ii) To maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by Management and the Board of Directors on a regular basis.

The Company considers its capital to be equity, comprising share capital and deficit, which at October 31, 2020 totaled a deficiency of $649,631 (July 31, 2020 – $2,337). The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. Information is provided to the Board of Directors of the Company. The Company is not constrained by externally imposed capital requirements. The Company's capital management objectives, policies and processes have remained unchanged during the three months ended October 31, 2020.

Related Party Transactions

Please see note 4 of the Company's October 31, 2020 condensed interim financial statements for details of related party tranasactions during the period.

Events Occurring after the Reporting Date

There are no reportable events occurring after the reporting date which have not been disclosed in this document.

Risks and Uncertainties

The success of the Company is dependent, among other things, on obtaining sufficient funding to enable the Company to develop its business. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay in executing the Company's business plan. The Company will require new capital to continue to operate its business, and there is no assurance that capital will be available when needed, if at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

The operations of the Company may require licenses and permits from various local, provincial and federal governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out development of its business or operations.

Certain directors or proposed directors of the Company are also directors, officers or shareholders of other companies. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest, which they may have in any project opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his interest and abstain from voting on such matter. In determining whether or not the Company will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

The Company does not have a historical track record of operating upon which investors may rely. Consequently, investors will have to rely on the expertise of the Company's management. The Company does not have a history of earnings or the provision of return on investment, and there is no assurance that it will produce revenue, operate profitably or provide a return on investment in the future.

Dependence on Key Employees

The Company's business and operations are dependent on retaining the services of a small number of key employees. The success of the Company is, and will continue to be, to a significant extent, dependent on the expertise and experience of these employees. The loss of one or more of these employees could have a materially adverse effect on the Company. The Company does not maintain insurance on any of its key employees.

Accountability and oversight of the Company rests with the Board. The Company will continue to evaluate and potentially expanded its management team to oversee the business development activities of the Company and perform all core functions.

Competitive Conditions

The markets for the Company's products are competitive and rapidly changing, and a number of companies offer products similar to the Company's products and target similar customers. The Company believes its ability to compete depends upon many factors within and outside its control, including the timely development and introduction of new products and product enhancements; product functionality, performance, price and reliability; customer service and support; sales and marketing efforts; and the introduction of new products and services by competitors.

Potential Dilution

The issue of common shares of the Company upon the exercise of the options and warrants will dilute the ownership interest of the Company's current shareholders. The Company may also issue additional option and warrants or additional common shares from time to time in the future. If it does so, the ownership interest of the Company's then current shareholders could also be diluted.

Current Global Financial Conditions and Trends

Securities of technology companies in public markets have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in Canada and globally, and market perceptions of the attractiveness of particular industries. The price of the securities of Companies in the technology sector are also significantly affected by proposed and newly enacted laws and regulations, currency exchange fluctuation and the political environment in the local, provincial and federal jurisdictions in which the Company does business. The economy remains in a period of volatility, although there have been signs of positive economic growth in North American and European markets. Continued volatility is expected in the near term.

Management's Responsibility for Financial Information

The Company's financial statements are the responsibility of the Company's management, and have been approved by the Board of Directors. The financial statements were prepared by the Company's management in accordance with Canadian generally accepted accounting principles. The financial statements include certain amounts based on the use of estimates and assumptions. Management has established these amounts in a reasonable manner, in order to ensure that the financial statements are presented fairly in all material respects.

Forward Looking Statements

This MD&A contains "forward-looking information" within the meaning of applicable Canadian securities laws (forward-looking information being collectively hereinafter referred to as "forward-looking statements"). Such forward-looking statements are based on expectations, estimates and projections as at the date of this MD&A. Any statements that involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often but not always using phrases such as "expects", "is expected", "anticipates", "plans", "budget", "scheduled", "forecasts", "estimates", "believes" or "intends", or variations of such words and phrases (including negative and grammatical variations), or stating that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved) are not statements of historical fact and may be forward-looking statements and are intended to identify forward-looking statements. These forward-looking statements include, but are not limited to, statements and information concerning: the intentions, plans and future actions of the Company; statements relating to the business and future activities of the Company after the date of this MD&A; market position, ability to compete and future financial or operating performance of the Company after the date of this MD&A; anticipated developments in operations of the Company; the timing and amount of funding required to execute the Company's business plans; capital expenditures; the effect on the Company of any changes to existing or new legislation or policy or government regulation; the length of time required to obtain permits, certifications and approvals; the availability of labour; estimated budgets; currency fluctuations; requirements for additional capital; limitations on insurance coverage; the timing and possible outcome of litigation in future periods; the timing and possible outcome of regulatory and permitting matters; goals; strategies; future growth; the adequacy of financial resources; and other events or conditions that may occur in the future.

Forward-looking statements are based on the beliefs of the Company's management, as well as on assumptions, which such management believes to be reasonable based on information available at the time such statements were made. However, by their nature, forward-looking statements are based on assumptions and involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Forward-looking statements are subject to a variety of risks, uncertainties and other factors which could cause actual results, performance or achievements to differ from those expressed or implied by the forward-looking statements, including, without limitation, related to the following: operational risks; regulation and permitting; evolving markets; industry growth; uncertainty of new business models; speed of introduction of products and services to the marketplace; undetected flaws; risks of operation in urban areas; marketing risks; geographical expansion; limited operating history; substantial capital requirements; history of losses; reliance on management and key employees; management of growth; risk associated with foreign operations in other countries; risks associated with acquisitions; electronic communication security risks; insurance coverage; tax risk; currency fluctuations; conflicts of interest; competitive markets; uncertainty and adverse changes in the economy; reliance on components and raw materials; change in technology; quality of products and services; maintenance of technology infrastructure; privacy protection; development costs; product defects; insufficient research and development funding; uncertainty related to exportation; legal proceedings; reliance on business partners; protection of intellectual property rights; infringement by the Company of intellectual property rights; resale of shares; market for securities; dividends; and global financial conditions.

The lists of risk factors set out in this MD&A or in the Company's other public disclosure documents are not exhaustive of the factors that may affect any forward-looking statements of the Company. Forward-looking statements are statements about the future and are inherently uncertain. Actual results could differ materially from those projected in the forward-looking statements as a result of the matters set out in this MD&A generally and certain economic and business factors, some of which may be beyond the control of the Company. In addition, the global financial and credit markets have experienced significant debt and equity market and commodity price volatility which could have a particularly significant, detrimental and unpredictable effect on forward-looking statements. The Company does not intend, and does not assume any obligation, to update any forward-looking statements, other than as required by applicable law. For all of these reasons, the Company's securityholders should not place undue reliance on forward-looking statements.

Additional Information

Additional information relating to the Company is available in the prospectus on www.danavation.com

SCHEDULE "C"
PRO FORMA CONSOLIDATED FINANCIAL STATEMENTS
OF THE ISSUER AS AT OCTOBER 31, 2020

[inserted as pages following]

Danavation Technologies Corp.

Unaudited Pro Forma Consolidated Financial Statements

(Expressed in Canadian Dollars)

October 31, 2020

Danavation Technologies Corp.
Pro-Forma Consolidated Statement of Financial Position
As at October 31, 2020
(Unaudited - Expressed in Canadian Dollars)

	Wolf's Den Capital Corp. As at Sept. 30, 2020	Danavation Technologies Inc. October 31, 2020	Note Ref.	Pro-Forma Adjustments	Pro-Forma Consolidated As at October 31, 2020
Assets					
Current Assets					
Cash	$ 450,883	$ 190	*3(b)*	$ 4,122,500	$ 3,867,263
			3(b)	(456,310)	
			3(d)	(250,000)	
Due from related parties	64,410	-		-	64,410
Accounts receivable	-	53,871		-	53,871
Inventory	-	108,765		-	108,765
Government remittances receivable	-	231,434		-	231,434
Prepaid expenses and other receivables	204,628	219,564		-	424,192
	719,921	613,824		3,416,190	4,749,935
Non-Current Assets					
Equipment	-	4,403		-	4,403
Right-of-use assets	-	14,194		-	14,194
	719,921	632,421		3,416,190	4,768,532
Liabilities and Shareholders' Equity					
Current Liabilities					
Accounts payable and accrued liabilities	48,761	379,234		-	427,995
Current portion of long-term debt	-	59,640		-	59,640
Current portion of lease liabilities	-	15,419		-	15,419
Due to related party	-	603,399		-	603,399
	48,761	1,057,692		-	1,106,453
Non-Current Liabilities					
Long-term debt	-	224,360		-	224,360
	48,761	1,282,052		-	1,330,813
Shareholders' equity					
Share capital	16,099,427	2,009,470	*3(a)*	(16,099,427)	6,078,480
			3(b)	4,122,500	
			3(b)	(456,310)	
			3(b)	(907,398)	
			3(b)	(200,213)	
			5	1,510,431	
Contributed surplus	4,575,535	-		(4,575,535)	1,107,611
			3(b)	907,398	
			3(b)	200,213	
Accumulated other comprehensive income	124,541	-		(124,541)	-
Deficit	(20,128,343)	(2,659,101)		20,128,343	(3,748,372)
			5	(1,089,271)	
	671,160	(649,631)		3,416,190	3,437,719
	$ 719,921	$ 632,421		$ 3,416,190	$ 4,768,532

See accompanying notes to the unaudited pro-forma consolidated financial statements

1. Basis of presentation

The accompanying unaudited pro forma consolidated statement of financial position of Danavation Technologies Corp. (“**Danavation**”) has been prepared by management to reflect the amalgamation of Danavation Technologies Inc. (“**Danavation Tech**”) with Wolf’s Den Capital Corp. (“**Wolf’s Den**”) after giving effect to the proposed share exchange (the “Transaction”) as described in Note 2.

The unaudited pro forma consolidated statement of financial position should be read in conjunction with related historical financial information.

The unaudited pro forma consolidated statement of financial position has been prepared using accounting policies and practices consistent with those used in the preparation of Danavation tech’s and Wolf’s Den recent financial statements, both of which are prepared under International Financial Reporting Standards (“IFRS”). In the opinion of management, the unaudited pro forma consolidated financial statements include all adjustments necessary for fair presentation.

Certain significant estimates have been made by management in the preparation of these unaudited pro forma consolidated financial statements.

The unaudited pro forma consolidated statement of financial position as at September 30, 2020 has been compiled from:

- The statement of financial position of Danavation Tech as at October 31, 2020 obtained from the audited financial statements of Danavation Tech for the year ended October 31, 2020.
- The statement of financial position of Wolf’s Den as at September 30, 2020 obtained from the unaudited condensed interim consolidated financial statements of Wolf’s Den for the nine months ended September 30, 2020.

The unaudited pro forma consolidated statement of financial position has been prepared as if the Transaction had occurred as of September 30, 2020. The unaudited pro forma consolidated statement of financial position has been prepared for illustration purposes only and may not be indicative of the combined results or financial position had the Transaction been in effect at the date indicated.

2. Transaction

On March 30, 2020, and as amended on July 30, 2020, September 29, 2020 and November 30, 2020, Wolf’s Den executed a share exchange agreement (collectively, the "**Share Exchange Agreement**") with Danavation Tech and certain of its shareholders at such time (the "**Danavation Tech Shareholders**") pursuant to which Wolf’s Den will acquire all of the issued and outstanding shares of Danavation Tech in exchange for shares of Wolf’s Den as detailed below (the "**Transaction**"). The Transaction will constitute a reverse takeover of Wolf’s Den by Danavation Tech and the Danavation Tech Shareholders.

Pursuant to the Share Exchange Agreement, Wolf’s Den will complete a consolidation of its issued and outstanding common shares (the "**Consolidation**") on the basis of one post-consolidation common share (the "**Shares**") for every thirty outstanding common shares in the capital of the Wolf’s Den.

As a condition to the completion of the Transaction, Danavation Tech must complete a private placement of a up to a maximum of 17,600,000 subscription receipts (“**Subscription Receipts**”) of Danavation Tech (the "**Danavation Tech Financing**"). Upon satisfaction of certain release conditions, each Subscription Receipt will be automatically exchanged, without payment of any additional consideration, into: (i) one common share of Danavation Tech (a "**Danavation Tech Share**"), each of which shall immediately be exchanged for one Share; and (ii) one-half of one Share purchase warrant, each whole warrant exercisable to acquire a Share at an exercise price of $0.35 expiring within twenty-four months from the satisfaction of the release conditions, each of which shall immediately be exchanged for warrants of Wolf's Den exercisable to acquire a Share on the same terms.

Wolf's Den will acquire 100% of the issued and outstanding shares of Danavation Tech, issuing 96,141,662 Shares to the holders of Danavation Tech Shares, including Danavation Tech Shares issued in connection with the Danavation Tech Financing.

Concurrently with the Consolidation, Wolf's Den will change its name to Danavation Technologies Corp. (the "**Resulting Issuer**").

3. Pro forma assumptions and adjustments

(a) Wolf's Den Share Consolidation

The directors of Wolf's Den will approve the Consolidation of its 181,251,726 Shares on the basis of 30 to one (1) resulting in 6,041,725 of the Shares issued and outstanding.

(b) Danavation Tech Financing

Danavation Tech completed a brokered private placement of 16,490,000 Subscription Receipts at a price of $0.25 per Subscription Receipt for gross proceeds of $4,122,500. Upon satisfaction of the release conditions, each Subscription Receipt will be automatically exchanged, without payment of any additional consideration, into: (i) one Danavation Tech Share, each of which shall immediately be exchanged for one common share of the Resulting Issuer; and (ii) one-half of one common share purchase warrant, each whole warrant exercisable to acquire a Danavation Tech Share at an exercise price of $0.35 expiring within twenty-four months from the satisfaction of the release conditions, each of which shall immediately be exchanged for warrants of the Resulting Issuer exercisable to acquire a Resulting Issuer common share on the same terms. Cash costs, including professional fees and cash broker commissions are estimated to be $456,310.

The resulting 8,425,000 warrants have been assigned an aggregate fair value of $907,398 using the Black-Scholes valuation model, relative value method, with the following assumptions: dividend yield 0%, expected volatility 100%, risk-free rate of return 0.25% and expected life of 2 years.

In connection with the Danavation Tech Financing, 1,272,000 broker warrants were issued at an exercise price of $0.25 per broker warrant for twenty-four months from completion of the release conditions. The broker warrants were assigned an aggregate fair value of $200,213 using the Black-Scholes valuation model, with the following assumptions: dividend yield 0%, expected volatility 100%, risk-free rate of return 0.25% and expected life of 2 years.

Danavation Tech closed this brokered private placement subsequent to the date of this pro-forma consolidated statement of financial position, on December 10, 2020.

(c) Wolf's Den's acquisition of Danavation Tech's Shares

Upon closing of the Transaction, Wolf Den issues, pro-rata in proportion to their holdings 96,141,662 post consolidation shares to the shareholders of Danavation Tech.

(d) Transaction Costs Accrued

Transaction costs accrued includes legal, audit, commission and other expenses related to the completion of the Transaction amount to approximately $250,000.

(Expressed in Canadian dollars)

4. Pro forma share capital

	Wolf's Den Capital Corp. As at Sept. 30, 2020	Danavation Technologies Inc. Oct. 31, 2020	Note Ref.	Pro-Forma Adjustments	Pro-Forma Consolidated As at Oct. 31, 2020
	#	#		#	#
Common shares - Wolf's Den	181,251,726	-	*3(a)*	(175,210,001)	6,041,725
			3(c)	96,141,662	96,141,662
Common shares - Danavation Tech	-	79,651,662	*3(b)*	16,490,000	96,141,662
			3(c)	(96,141,662)	(96,141,662)
Resulting Issuer shares, October 31, 2020	181,251,726	79,651,662		(158,720,001)	102,183,387

5. Listing expense

The fair value of the consideration is as follows:

Consideration transferred - 6,041,725 @0.25	$	1,510,431
Net working capital		(671,160)
Transaction costs		250,000
Net listing expense	$	1,089,271