SustainCo Inc.

Condensed Interim Consolidated Financial Statements

For the three and six months ended February 28, 2018 and 2017

(Unaudited, Expressed in Canadian Dollars)

Notice of No Auditor Review of Interim Financial Statements

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Condensed Interim Consolidated Statements of Financial Position
As at
(Unaudited, Expressed in Canadian Dollars)

		February 28, 2018		August 31, 2017 *(Audited)*
Assets				
Current assets				
Cash	**$**	**60,386**	$	472,305
Accounts receivable, net of $165,620 allowance (2017 - $178,344)		**4,031,391**		3,577,796
Unbilled receivables		**623,865**		630,675
Inventories *(note 4)*		**306,778**		310,736
Prepaid expenses		**79,841**		91,270
		5,102,261		5,082,782
Property and equipment *(note 5)*		**98,756**		85,933
Intangible assets *(note 7)*		**189,167**		221,667
Goodwill *(note 6)*		**599,802**		599,802
	$	**5,989,986**	$	5,990,184
Liabilities				
Current liabilities				
Trade payables and accrued liabilities	**$**	**1,668,093**	$	1,920,000
Acquisition payable		**-**		30,000
Deferred revenue		**1,164,479**		1,008,259
Notes payable *(note 12)*		**68,500**		74,500
Current income tax payable		**-**		59,581
		2,901,072		3,092,340
Notes payable *(note 12)*		**585,829**		553,327
Deferred income taxes		**51,675**		51,675
		3,538,576		3,697,342
Shareholders' equity				
Share capital *(note 8)*		**21,011,132**		21,011,132
Share-based payment reserve *(note 8)*		**2,215,526**		2,173,805
Deficit		**(20,775,248)**		(20,892,095)
		2,451,410		2,292,842
	$	**5,989,986**	$	5,990,184

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

Nature of operations and going concern *(note 1)*

Approved on behalf of the Board

Signed: *"Emlyn J. David"*

Director

Signed: *"Michael Galloro"*

Director

Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)
(Unaudited, Expressed in Canadian Dollars)

	For the three months ended February 28,		For the six months ended February 28,	
	2018	2017	**2018**	2017
Sales *(note 14)*	**$ 2,924,675**	$ 3,496,698	**$ 6,459,895**	$ 6,979,083
Cost of sales *(note 4)*	**2,081,693**	2,509,797	**4,792,709**	5,164,972
Gross profit	**842,982**	986,901	**1,667,186**	1,814,111
General and administrative *(note 10)*	**737,546**	1,009,852	**1,425,482**	1,584,555
Amortization and depreciation *(notes 5 & 7)*	**23,354**	33,410	**45,371**	72,307
Finance expense *(notes 11 & 12)*	**18,295**	20,684	**37,765**	49,876
Share-based payments *(note 8)*	**19,693**	-	**41,721**	2,399
Gain on disposal of equipment *(note 5)*	**-**	(5,993)	**-**	(5,993)
Net income (loss) and comprehensive income (loss)	**44,094**	(71,052)	**116,847**	110,967
Net income (loss) per share				
Basic and diluted	**$ 0.00**	$ (0.01)	**$ 0.01**	$ 0.01
Weighted average shares outstanding	**15,776,223**	9,442,890	**15,776,223**	9,442,890

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

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Unaudited, Expressed in Canadian Dollars)

		Share Capital		Share-based payment reserve		Deficit		Total
Balance, August 31, 2016	$	20,061,132	$	2,142,152	$	(21,036,948)	$	1,166,336
Share-based payments		-		2,399		-		2,399
Net income for the period		-		-		110,967		110,967
Balance, February 28, 2017	$	20,061,132	$	2,144,551	$	(20,925,981)	$	1,279,702
Balance, August 31, 2017	$	21,011,132	$	2,173,805	$	(20,892,095)	$	2,292,842
Share-based payments *(note 8)*		-		41,721		-		41,721
Net income for the period		-		-		116,847		116,847
Balance, February 28, 2018	**$**	**21,011,132**	**$**	**2,215,526**	**$**	**(20,775,248)**	**$**	**2,451,410**

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

Condensed Interim Consolidated Statements of Cash Flows

(Unaudited, Expressed in Canadian Dollars)

	For the three months ended February 28, 2018	2017	For the six months ended February 28, 2018	2017
Cash flow from operating activities				
Net income (loss)	**$ 44,094**	$ (71,052)	**$ 116,847**	$ 110,967
Add (deduct) items not involving cash				
Accretion (*note 12*)	**16,251**	14,181	**32,502**	34,224
Amortization and depreciation *(notes 5 & 7)*	**23,354**	33,410	**45,371**	72,307
Share-based payments *(note 8)*	**19,693**	-	**41,721**	2,399
Gain on disposal of equipment	**-**	(5,993)	**-**	(5,993)
Change in non-cash working capital				
Accounts receivable	**(124,800)**	104,771	**(453,595)**	(234,564)
Unbilled receivables	**207,054**	(239,655)	**6,810**	(385,656)
Inventories	**(7,728)**	(6,355)	**3,958**	(14,231)
Prepaid expenses	**(8,527)**	(15,131)	**11,429**	(8,706)
Deferred revenue	**286,514**	(46,889)	**156,220**	249,270
Accounts payable and accrued liabilities	**(415,700)**	119,326	**(251,907)**	(2,850)
Current income tax payable	**(59,581)**	-	**(59,581)**	-
	(19,376)	(113,387)	**(350,225)**	(182,833)
Cash flow from financing activities				
Repayment of notes payable (*note 12*)	**(1,500)**	(6,000)	**(6,000)**	(10,500)
Advance from related party	**-**	5,758	**-**	11,664
Repayment to related party	**-**	(10,000)	**-**	(10,000)
Proceeds from bank indebtedness, net	**-**	153,666	**-**	236,169
Acquisition payable	**(5,000)**	-	**(30,000)**	-
	(6,500)	143,424	**(36,000)**	227,333
Cash flow from investing activities				
Investment in property and equipment *(note 5)*	**(16,998)**	(11,191)	**(25,694)**	(14,967)
Proceeds from sale of property and equipment *(note 5)*	**-**	12,687	**-**	12,687
	(16,998)	1,496	**(25,694)**	(2,280)
Increase (decrease) in cash	**(42,874)**	31,533	**(411,919)**	42,220
Cash, beginning of period	**103,260**	31,087	**472,305**	20,400
Cash, end of period	**$ 60,386**	$ 62,620	**$ 60,386**	$ 62,620

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

1. Nature of Operations and Going Concern

SustainCo Inc. (the "Company" or "SustainCo"), was incorporated under the *Canada Business Corporation Act* on August 22, 2008. The address of the Company's corporate office is 1 Royal Gate Blvd., Suite D, Vaughan, Ontario, Canada. The Company is listed on the TSX Venture Exchange Inc. (the "TSX-V" or the "Exchange") under the trading symbol "SMS".

SustainCo conducts its operations through two wholly-owned subsidiaries, Clean Energy Developments Corp. ("CleanEnergy") and VCI CONTROLS Inc. ("VCI" or "VCI CONTROLS").

CleanEnergy is a geoexchange company that provides heating and cooling solutions for residential and commercial buildings using energy from the earth.

VCI is a leading supplier of building technologies and services that improve comfort, safety, energy efficiency, and occupant productivity. It is an industry leader in the development of intelligent building technology, including the integration of all building systems utilizing the latest in communications technologies and standards. VCI's business focuses on digital controls and mechanical services, performance monitoring, and energy efficiency solutions.

These condensed interim consolidated financial statements are prepared on the assumption that the Company is a going concern, which contemplates the realization of assets and the settlement of liabilities in the normal course of operations. The Company reported net income of $116,847 for the six months ended February 28, 2018. Although the Company has generated net income during the six months ended February 28, 2018, and has working capital of $2,201,189 as at February 28, 2018 (August 31, 2017 – $1,990,442), the Company has an accumulated deficit of $20,775,248 (August 31, 2017 – $20,892,095). As a result, there is significant doubt surrounding the Company's ability to continue as a going concern. In order to rectify these problems, in addition to increasing revenues and decreasing costs, the Company may require additional financing in the form of debt or equity. Failure to obtain such financing could result in delay or indefinite postponement of the Company's strategic goals. These condensed interim consolidated financial statements do not include any adjustments to the carrying values and classifications of assets and liabilities that would be necessary should the Company be unable to continue as a going concern.

2. Basis of Presentation

The Company's condensed interim consolidated financial statements have been prepared in accordance with IAS 34, "Interim Financial Reporting". These condensed interim consolidated financial statements do not include all notes of the type normally included within the annual financial report and should be read in conjunction with the audited financial statements of the Company for the year ended August 31, 2017, which has been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board.

These financial statements were authorized for issue by the Board of Directors on April 5, 2018.

Basis of measurement and functional currency

The condensed interim consolidated financial statements are prepared on the historical cost basis.

The condensed interim consolidated financial statements are presented in Canadian dollars, the Company's functional currency.

Principles of consolidation

The Company consolidates its interest in entities which it controls. Control comprises the power to govern an entity's financial and operating policies so as to obtain benefits from its activities. All intercompany balances and transactions have been eliminated.

3. Summary of Significant Accounting Policies

These condensed interim consolidated financial statements have been prepared following the same accounting policies used in the preparation of the audited financial statements of the Company for the year ended August 31, 2017.

Use of estimates

The preparation of these condensed interim consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The critical assumptions concerning the key sources of estimation uncertainty are consistent with those in the audited financial statements of the Company for the year ended August 31, 2017.

4. Inventories

The Company maintains inventory, which consist of raw materials, equipment, and spare parts for sale or for use.

Total raw materials, equipment and spare parts charged to cost of sales for the three and six months ended February 28, 2018 was $595,222 and $1,304,984, respectively (2017 - $768,482 and $1,594,960).

5. Property and Equipment

	Computer equipment	Equipment	Vehicles	Furniture & fixtures	Leasehold improvements	Total
Cost						
At August 31, 2016	$ 177,607	$ 101,444	$ 35,734	$ 230,552	$ 12,341	$ 557,678
Additions	9,182	13,092	-	3,506	-	25,780
Disposals	(17,712)	(14,493)	(19,693)	-	(3,000)	(54,898)
At August 31, 2017	$ 169,077	$ 100,043	$ 16,041	$ 234,058	$ 9,341	$ 528,560
Additions	13,475	12,219	-	-	-	25,694
Disposals	(796)	-	-	(1,779)	-	(2,575)
At February 28, 2018	**$ 181,756**	**$ 112,262**	**$ 16,041**	**$ 232,279**	**$ 9,341**	**$ 551,679**
Accumulated depreciation						
At August 31, 2016	$ 104,433	$ 77,373	$ 29,589	$ 207,341	$ 7,691	$ 426,427
Expense for the year	42,058	10,254	1,578	558	1,885	56,333
Disposals	(7,694)	(12,167)	(17,272)	-	(3,000)	(40,133)
At August 31, 2017	$ 138,797	$ 75,460	$ 13,895	$ 207,899	$ 6,576	$ 442,627
Expense for the period	6,158	3,878	450	1,450	935	12,871
Disposals	(796)	-	-	(1,779)	-	(2,575)
At February 28, 2018	**$ 144,159**	**$ 79,338**	**$ 14,345**	**$ 207,570**	**$ 7,511**	**$ 452,923**
Net book value						
At August 31, 2017	$ 30,280	$ 24,583	$ 2,146	$ 26,159	$ 2,765	$ 85,933
At February 28, 2018	**$ 37,597**	**$ 32,924**	**$ 1,696**	**$ 24,709**	**$ 1,830**	**$ 98,756**

6. Goodwill

The Company completed the acquisition of VCI in fiscal 2014, resulting in goodwill of $599,802.

7. Intangible Assets

		Customer relationships		Brand or trade name		Total
Cost						
At August 31, 2017 and February 28, 2018	**$**	**395,000**	**$**	**203,000**	**$**	**598,000**
Accumulated depreciation						
At August 31, 2016	$	243,333	$	68,000	$	311,333
Expense for the year		65,000		-		65,000
At August 31, 2017		308,333		68,000		376,333
Expense for the period		32,500		-		32,500
At February 28, 2018	**$**	**340,833**	**$**	**68,000**	**$**	**408,833**
Net book value						
At August 31, 2017	$	86,667	$	135,000	$	221,667
At February 28, 2018	**$**	**54,167**	**$**	**135,000**	**$**	**189,167**

8. Share Capital

(a) Authorized

An unlimited number of common shares

(b) Issued

	Number of shares		Amount
Issued at August 31, 2016 and February 28, 2017	9,442,890	$	20,061,132
Shares issued for cash	6,333,333		950,000
Issued at August 31, 2017 and February 28, 2018	**15,776,223**	**$**	**21,011,132**

During 2016, the Company consolidated its common shares on a 20 to 1 basis. All figures presented in these consolidated statements have been adjusted on a fully retrospective bases for the effect of this consolidation.

In June 2017, the Company raised aggregate gross proceeds of $950,000, issuing an aggregate of 6,333,333 common shares at a price of $0.15 per share to an insider of the Company.

8. Share Capital - continued

(c) Stock options

The Company adopted a stock option plan under which it is authorized to grant options to officers, directors, employees, and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. The options granted can be exercised for a maximum of 5 years and vest as determined by the Board of Directors. The exercise price of each option may not be less than the discounted fair market value of the common shares on the date of grant.

The option details of the Company are as follows:

Weighted average exercise price	Number of Options	Weighted average remaining life (years)	Vested
$2.00	72,500	2.09	72,500
$13.60	30,000	0.09	30,000
$0.15	700,000	4.46	455,000
Balance at February 28, 2018	**802,500**	**4.09**	**557,500**

In August 2017, the Company granted 700,000 options with an exercise price of $0.15 per share, for a period of 5 years from the date of grant. The options vest 30% upon grant, with the remainder vesting 35% per six months thereafter. The Company uses the Black-Scholes option pricing model to determine the fair value of options granted. The assumptions used were the following: volatility of 193%; risk-free interest rate of 1.42%; expected life of 5 years; dividend yield of Nil; forfeiture rate of Nil; share price of $0.125.

For the six months ended February 28, 2018, the Company recognized share-based payment expense of $41,721 (2017 - $2,399).

(d) Warrants

Weighted average exercise price	Number of warrants	Weighted average remaining life (years)
$0.65	1,251,750	3.44
Balance at February 28, 2018	**1,251,750**	**3.44**

(e) Agent options

There were no agent options outstanding as of February 28, 2018 (2017 - 1,309).

9. Financial Instruments and Risk Management

Capital management

The Company's capital currently consists of debt and equity. Its principal sources of cash are from operations, the issuance of common shares and debt. The Company's objective is to maintain a strong capital base so as to maintain investor, creditor and market confidence.

The Company intends to maintain a flexible capital structure consistent with the objectives mentioned above and to respond to changes in economic conditions and the risk characteristics of underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares, raise secured debt or refinance existing debt with different characteristics.

VCI is subject to a financial covenant related to its bank indebtedness which consists of a maximum threshold for its liabilities to tangible net worth ratio (note 11).

Financial instrument risk exposure and management

Liquidity risk

The Company is exposed to liquidity risk or the risk of not meeting its financial obligations as they come due. The Company constantly monitors and manages its cash flows to assess the liquidity necessary to fund operations (note 1).

The carrying value of accounts receivable, trade payables and accrued liabilities, acquisition payable, notes payable, and current income tax payable reflected in the condensed interim consolidated statement of financial position approximates fair value because of the short-term nature of these instruments.

9. Financial Instruments and Risk Management - continued

Credit risk

The Company's cash is held at chartered Canadian financial institutions. Management reviews the strength of these institutions on a regular basis.

Accounts receivable subject the Company to credit risk. The Company believes the recorded amounts will be collected. Holdbacks are received upon substantial completion of the projects.

Accounts receivable aging		**February 28, 2018**		August 31, 2017
Within 30	**$**	**2,240,729**	$	1,323,603
31 to 60		**676,058**		797,523
61 to 90		**274,556**		518,763
Over 90		**465,544**		500,194
Holdbacks		**374,504**		437,713
Total accounts receivable	**$**	**4,031,391**	$	3,577,796

The maximum exposure is limited to the carrying amount of financial assets on the consolidated statement of financial position that includes cash and accounts receivable.

Interest rate risk

The Company is subject to interest rate risk from its bank indebtedness, which is subject to a floating interest rate, which changes based on prevailing market conditions. The Company also has notes payable bearing 0% interest.

Concentration risk

The concentration of revenue generated from major customers is not significant, with the three largest customers combined accounting for less than 25% of gross revenue.

Foreign exchange risk

The Company purchases a portion of its inventory in United States dollars ("USD") and does not currently engage in hedging activities. Accordingly, the Company is exposed to foreign exchange risk on a portion of its accounts payable and accrued liabilities and its USD bank account balances. However, the foreign exchange exposure to the Company at this time is not significant.

10. General and Administrative Expense

	For the three months ended February 28,		For the six months ended February 28,	
	2018	2017	**2018**	2017
Salaries and wages	**$ 527,196**	$ 561,630	**$ 949,744**	$ 905,045
Office expense	**132,342**	217,880	**327,204**	382,895
Professional and consulting fees	**30,996**	84,652	**78,847**	188,683
Travel	**47,012**	47,542	**69,687**	61,777
Bad debts	-	98,148	-	46,155
	$ 737,546	$ 1,009,852	**$ 1,425,482**	$ 1,584,555

11. Bank Indebtedness

As at February 28, 2018, bank indebtedness was $Nil (August 31, 2017 - $Nil).

The demand operating loan bears interest at the Royal Bank prime rate plus 3.60% (3.60% at August 31, 2017), Security for the above indebtedness is comprised of a general security agreement, and postponement and assignment of claim of amounts due to related parties.

During the three and six months ended February 28, 2018, interest of approximately $1,521 and $2,099, respectively (2017 - $2,061 and $3,423) related to the above indebtedness has been charged to interest expense.

VCI is subject to a financial covenant related to its bank indebtedness which consists of a maximum threshold for its liabilities to tangible net worth ratio. At February 28, 2018, VCI is in compliance with this financial covenant.

12. Notes Payable

The Company was advanced $100,000 as notes payable during 2016. The notes are repayable upon demand and are non-interest bearing. The Company repaid $25,500 of notes payable during the year ended August 31, 2017. During the six months ended February 28, 2018, the Company repaid an additional $6,000 (2017 - $10,500) leaving $68,500 (August 31, 2017 - $74,500) outstanding.

In August 2016, the Company issued $834,500 of promissory notes payable. The notes have a three-year term and are non-interest bearing. The Company determined the fair value of the notes on initial recognition to be $593,981 based on a discount rate of 12%. As of February 28, 2018, the principal balance remaining was $676,600 (August 31, 2017 - $676,600). The Company recognized accretion interest of $16,251 and $32,502, respectively, during the three and six months ended February 28, 2018 (2017 - $14,181 and $34,224)) resulting in a carrying value of $585,829 as of February 28, 2018 (August 31, 2017 - $553,327).

13. Contingent Liabilities and Commitments

The Company has a lease commitment for the rental of office space and vehicles. The minimum payments payable over the next five years are as follows:

2018	$	330,581
2019		176,807
2020		97,963
2021		73,832
Thereafter		37,419
Total	**$**	**716,602**

14. Revenues

	For the three months ended February 28,				For the six months ended February 28,			
		2018		2017		**2018**		2017
Construction and other project revenue	**$**	**1,954,737**	$	2,359,805	**$**	**4,529,524**	$	5,079,084
Repairs revenue		**368,607**		218,070		**726,993**		614,218
Service revenue		**595,219**		776,024		**1,193,666**		1,272,928
Product revenue		**6,112**		142,799		**9,712**		12,853
	$	**2,924,675**	$	3,496,698	**$**	**6,459,895**	$	6,979,083

Certain prior year balances have been reclassified to conform to the current period's presentation.

15. Segmented Information

Three months ended February 28, 2018	**Corporate**	**Geoexchange services**	**Controls and Mechanical contracting**	**Total**
Capital expenditures	$ -	$ 10,105	$ 6,893	**$ 16,998**
Total assets	45,674	465,351	5,478,961	**5,989,986**
Statement of operations				
Revenue	-	33,662	2,891,013	**2,924,675**
Cost of sales	-	(34,293)	(2,047,400)	**(2,081,693)**
General and administrative	(115,158)	(21,670)	(600,718)	**(737,546)**
Finance expense	(16,285)	(213)	(1,797)	**(18,295)**
Share-based payments	(19,693)	-	-	**(19,693)**
Amortization and depreciation	-	(293)	(23,061)	**(23,354)**
Segmented income (loss)	$ (151,136)	$ (22,807)	$ 218,037	**$ 44,094**

Three months ended February 28, 2017	**Corporate**	**Geoexchange services**	**Controls and Mechanical contracting**	**Total**
Capital expenditures	$ -	$ 7,685	$ 3,506	**$ 11,191**
Total assets	34,518	500,914	6,149,306	**6,684,738**
Statement of operations				
Revenue	-	137,265	3,359,433	**3,496,698**
Cost of sales	-	(76,516)	(2,433,281)	**(2,509,797)**
General and administrative	(130,901)	(144,235)	(734,716)	**(1,009,852)**
Finance expense	(17,031)	1,741	(5,394)	**(20,684)**
Amortization and depreciation	-	(113)	(33,297)	**(33,410)**
Gain on disposal of equipment	-	-	5,993	**5,993**
Segmented (loss) income	$ (147,932)	$ (81,858)	$ 158,738	**$ (71,052)**

15. Segmented Information - continued

Six months ended February 28, 2018	**Corporate**	**Geoexchange services**	**Controls and Mechanical contracting**	**Total**
Capital expenditures	$ -	$ 12,219	$ 13,475	**$ 25,694**
Total assets	45,674	465,351	5,478,961	**5,989,986**
Statement of operations				
Revenue	-	603,520	5,856,375	**6,459,895**
Cost of sales	-	(488,475)	(4,304,234)	**(4,792,709)**
General and administrative	(234,595)	(50,243)	(1,140,644)	**(1,425,482)**
Finance expense	(32,601)	(2,676)	(2,488)	**(37,765)**
Share-based payments	(41,721)	-	-	**(41,721)**
Amortization and depreciation	-	(405)	(44,966)	**(45,371)**
Segmented income (loss)	$ (308,917)	$ 61,721	$ 364,043	**$ 116,847**

Six months ended February 28, 2017	**Corporate**	**Geoexchange services**	**Controls and Mechanical contracting**	**Total**
Capital expenditures	$ -	$ 9,183	$ 5,784	**$ 14,967**
Total assets	34,518	500,914	6,149,306	**6,684,738**
Statement of operations				
Revenue	-	307,653	6,671,430	**6,979,083**
Cost of sales	-	(188,153)	(4,976,819)	**(5,164,972)**
General and administrative	(244,959)	(149,910)	(1,189,686)	**(1,584,555)**
Finance expense	(40,133)	283	(10,026)	**(49,876)**
Share-based payments	(2,399)	-	-	**(2,399)**
Amortization and depreciation	-	(150)	(72,157)	**(72,307)**
Gain on disposal of equipment	-	-	5,993	**5,993**
Segmented (loss) income	$ (287,491)	$ (30,277)	$ 428,735	**$ 110,967**

16. Subsequent Events

On March 7, 2018, Emlyn David, CEO, acquired 2,646,566 common shares of the Company. Subsequent to the transaction Emlyn David directly and indirectly controls 10,414,872 shares of SustainCo, or approximately 66.01% of the current issued and outstanding shares of the Company.

Also on March 7, 2018, Emlyn David acquired an aggregate principal amount of $631,600 of unsecured non-interest bearing promissory notes issued by the Company on July 31, 2016, acquired from the note holders thereof.