

ACME RESOURCES CORP.

FINANCIAL STATEMENTS
(Expressed in Canadian Dollars, Unaudited)

FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 AND 2016

*The attached financial statements have been prepared by Management of
ACME Resources Corp. and have not been reviewed by an external auditor.*

Note to Reader: These Interim Financial Statements have been revised to comply with the requirements specified by IAS 34 Interim Financial Reporting from International Reporting Standards as issued by the International Accounting Standards Board as it pertains to Note 2 – Basis of Preparation.

February 28, 2018

ACME RESOURCES CORP.

FINANCIAL STATEMENTS
(Expressed in Canadian Dollars, Unaudited, Unaudited)

FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 AND 2016

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

ACME RESOURCES CORP.

STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars, Unaudited)

DECEMBER 31, 2017 AND 2016

| | | ASSETS | |
|---------------------------------|----------------------------------------------|------------|------------|
| | | 31-Dec-17 | 30-Sep-17 |
| CURRENT | | | |
| | Cash (note 11) | \$ 1,374 | \$ 17,064 |
| | | \$ 1,374 | \$ 17,064 |
| LIABILITIES | | | |
| CURRENT | | | |
| | Bank overdraft | \$ - | \$ - |
| | Accounts payable and accrued liabilities | 33,593 | 29,839 |
| | | 33,593 | 29,839 |
| SHAREHOLDERS' DEFICIENCY | | | |
| | SHARE CAPITAL (note 6 (a)) | 445,456 | 395,456 |
| | SHARES TO BE ISSUED (note 6c)) | - | 50,000 |
| | RESERVE FOR SHARE-BASED PAYMENTS (note 6(b)) | 44,747 | 44,747 |
| | ACCUMULATED DEFICIT | (522,422) | (502,978) |
| | | (32,219) | (12,775) |
| | | \$ 1,374 | \$ 17,064 |

INCORPORATION, NATURE OF OPERATIONS AND GOING CONCERN (note 1)

Approved by the Board:

(Signed) "Paul Ankcorn", Director(Signed) "Brian Cloney", Director

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

ACME RESOURCES CORP.

STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars, Unaudited)

FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 AND 2016

| STATEMENTS OF LOSS AND COMPREHENSIVE LOSS | | | |
|--------------------------------------------------------------------------|-----------|---------------|------------------|
| | | 2017 | 2016 |
| EXPENSES | | | |
| Corporate development | \$ | 2,050 | \$ 2,349 |
| Bank charges | | 65 | 101 |
| Consulting fees | | 7,236 | - |
| Office, general and administration | | - | 2,500 |
| Professional fees | | - | 4,212 |
| Regulatory, filing and transfer agent fees | | 10,093 | 3,928 |
| NET LOSS AND COMPREHENSIVE LOSS FOR THE YEAR | \$ | 19,444 | \$ 13,090 |
| Basic and diluted loss per common share | \$ | 0.003 | \$ 0.003 |
| Weighted average number of common shares outstanding - basic and diluted | | 5,543,105 | 4,101,950 |

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ACME RESOURCES CORP.

STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIENCY
(Expressed in Canadian Dollars, Unaudited)

FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 AND 2016

| | Share capital | | Shares to be issued | Reserve for share-based payments | Accumulated deficit | Total |
|-----------------------------------------------------------------|---------------|-----------|---------------------|----------------------------------|---------------------|-------------|
| | Shares | Amount | | | | |
| Balance, September 30, 2016 | 4,101,950 | \$351,304 | - | \$44,747 | (\$ 452,799) | (\$ 56,748) |
| Shares issued or to be issued pursuant to private placements | 1,899,000 | \$44,152 | - | - | - | \$44,152 |
| Shares issued or to be issued for consulting and legal services | - | - | - | - | - | - |
| Share issue cost | - | - | - | - | - | - |
| Net loss for the period | - | - | - | - | (\$ 13,090) | (\$ 13,090) |
| Balance, December 31, 2016 | 6,000,950 | \$395,456 | - | \$44,747 | (\$ 465,889) | (\$ 25,686) |
| Balance, September 30, 2017 | 6,000,950 | \$395,456 | \$50,000 | \$44,747 | (\$ 502,978) | (\$ 12,775) |
| Shares issued or to be issued pursuant to private placements | 1,600,000 | \$50,000 | (\$ 50,000) | - | - | - |
| Shares issued or to be issued for consulting and legal services | - | - | - | - | - | - |
| Share issue cost | - | - | - | - | - | - |
| Net loss for the period | - | - | - | - | (\$ 19,444) | (\$ 19,444) |
| Balance, December 31, 2017 | 7,600,950 | \$445,456 | - | \$44,747 | (\$ 522,422) | (\$ 32,219) |

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

ACME RESOURCES CORP.

STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars, Unaudited)

FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 AND 2016

| STATEMENTS OF CASH FLOWS | | 2017 | 2016 |
|-----------------------------------------------------------------|--|------------------------|-------------------------|
| CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES | | | |
| Net loss for the period | | \$ (19,044) | \$ (13,090) |
| Deduct items not affecting cash: | | | |
| Non-cash consulting and legal fees | | | - |
| Net change in working capital balance: | | | |
| Increase (decrease) in accounts payable and accrued liabilities | | 3,754 | (849) |
| Cash used in operations | | <u>\$ (15,290)</u> | <u>\$ (13,939)</u> |
| CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES | | | |
| Proceeds from issuance of common shares | | \$ - | \$ 44,152 |
| Proceeds from shares to be issued | | - | - |
| Share issue cost | | - | - |
| Cash provide by financings | | <u>\$ -</u> | <u>\$ 44,152</u> |
| INCREASE (DECREASE) IN CASH | | (15,290) | 30,213 |
| CASH AT BEGINNING OF THE PERIOD | | 17,064 | 903 |
| CASH (BANK OVERDRAFT) AT END OF THE YEAR | | <u>\$ 1,774</u> | <u>\$ 31,116</u> |
| Supplementary disclosure of non-cash items: | | | |
| Shares issued or to be issued for legal and consulting services | | <u>\$ -</u> | <u>\$ -</u> |

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ACME RESOURCES CORP.

NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars, Unaudited)

FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 and 2016

1. INCORPORATION, NATURE OF OPERATIONS AND GOING CONCERN:

ACME Resources Corp. (the “Company”) was incorporated by articles of incorporation under *the Business Corporations Act* of Ontario on February 27, 2008. The Company is classified as a Capital Pool Company (“CPC”) for regulatory purposes as defined in Policy 2.4 of the TSX Venture Exchange (the “TSXV”, or the “Exchange”). As a CPC, the Company’s principal business is to identify, evaluate and acquire assets, properties or businesses which would constitute a qualifying transaction in accordance with Policy 2.4 of the Exchange (“Qualifying Transaction”). Such a transaction will be subject to shareholder and regulatory approval. The Company is currently searching for potential qualifying transactions. The Company’s principal office is suite 200 – 20 Adelaide Street East, Toronto, Ontario, M5C 2T6.

On January 28, 2010, the Company received final receipts for a prospectus and thereafter began trading on the TSXV (Tier 2) as a CPC under the symbol ACY.P. However, as the Company did not complete a Qualifying Transaction within the necessary timeframe, the Company’s listing has been transferred to the NEX board of the Exchange (“NEX”). As a CPC listed on NEX, the Company continues to be required to comply with all of the requirements and restrictions in Exchange Policy 2.4.

The financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. The Company has incurred significant net losses and negative cash flows from operations in prior years. The Company incurred a net loss of \$19,044 (period ended December 31, 2016 - \$13,090) during the period ended December 31, 2017 and, as of that date the Company’s deficit was \$522,422 (2016 - \$465,989). Should the Company be unable to continue as a going concern, the realization of assets may be at amounts significantly less than carrying values.

The continuation of the Company as a going concern is dependent on its ability to obtain additional equity capital to finance existing operations, and to ultimately complete a Qualifying Transaction as defined under the policies of the TSXV. There is no assurance that the Company will identify a business or asset that warrants acquisition or participation and complete a Qualifying Transaction. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary were the going concern assumption inappropriate. The TSXV has commenced a review of the Company’s compliance with certain requirements and restrictions in conjunction with Policy 2.4 of the Exchange.

2. BASIS OF PRESENTATION:

Statement of Compliance-

These condensed interim financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, “Interim Financial Reporting” using accounting policies consistent 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 (“IFRIC”). The accounting policies followed in these condensed interim financial statements are the same as those applied in the Company’s most recent annual financial statements for the year ended September 30, 2017. The condensed interim financial statements should be read in conjunction with the Company’s annual financial statements for the year ended September 30, 2017.

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

ACME RESOURCES CORP.

NOTES TO THE FINANCIAL STATEMENTS
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FOR THE THREE MONTHS ENDED DECEMBER 31, 2017 and 2016

The financial statements were authorized for issue by the Board of Directors on February 28, 2018.

Basis of Measurement-

The financial statements have been prepared on a historical cost basis and are presented in Canadian Dollars, which is also the Company's functional currency.

Critical judgments in applying accounting policies-

The preparation of financial statements in conformity with IFRS requires that management make estimates and assumptions about future events that affect the amounts reported in the financial statements and related notes to the financial statements. Actual results may differ from those estimates.

These financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant estimates and judgments used in the preparation of these financial statements include, but are not limited to, stock option valuations, going concern assumption, deferred income tax recognition and disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of income and expenditures during the reporting period. Actual results could differ from management's best estimates.

3. SIGNIFICANT ACCOUNTING POLICIES:**INCOME TAXES:**

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

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

Deferred tax is recorded 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 following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting nor taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of

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financial position date.

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 share-based payment note.

The fair value is measured at 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 profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to share-based payment 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. For those options that expire or are forfeited after vesting, the recorded value is transferred to accumulated deficit.

SHARE ISSUE COSTS:

Transaction costs directly attributable to financing transactions are reported as deferred financing costs until the transactions are completed, if the completion of the transaction is considered to be probable. Share issue costs are charged to share capital when the related shares are issued. Costs relating to financing transactions that are not completed, or for which successful completion is considered unlikely, are charged to operations. Agent's options are valued using the Black-Scholes Option Pricing Model.

DEFERRED TRANSACTION COSTS:

The Company defers costs relating to the evaluation of potential qualifying transactions. However, if the Company determines that a specific qualifying transaction should not be concluded, the costs associated with the specific qualifying transaction are charged to operations in the current period.

LOSS PER SHARE:

Loss per share is based on the weighted average number of common shares of the Company outstanding during the period. The diluted loss per share reflects the potential dilution of common share equivalents, such as outstanding share options and warrants, in the weighted average number of common shares outstanding during the period, if dilutive. There is no dilution effect for the year as the Company is in a loss position.

FINANCIAL INSTRUMENTS:*Financial assets –*

All financial assets are initially recorded at fair value and designated upon inception into one of the following four categories: held-to-maturity, available-for-sale, loans and receivables or at fair value through profit or loss (“FVTPL”).

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Financial assets classified as FVTPL are measured at fair value with unrealized gains and losses recognized through earnings. The Company's cash is classified as FVTPL.

Financial assets classified as loans and receivables and held-to-maturity are measured at amortized cost. Financial assets classified as available-for-sale are measured at fair value with unrealized gains and losses recognized in other comprehensive income (loss) except when there is objective evidence that the asset is impaired. The Company's accounts receivable are classified as loans and receivables.

Transactions costs associated with FVTPL financial assets are expensed as incurred, while transaction costs associated with all other financial assets are included in the initial carrying amount of the asset.

Financial liabilities –

All financial liabilities are initially recorded at fair value and designated upon inception as FVTPL or other financial liabilities.

Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest method. The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period. The Company's accounts payable and accrued liabilities, due to Forrester Resources Corp. and due to related party are classified as other financial liabilities.

Financial liabilities classified as FVTPL include financial liabilities held-for-trading and financial liabilities designated upon initial recognition as FVTPL. Derivatives, including separated embedded derivatives are also classified as held-for-trading unless they are designated as effective hedging instruments. Fair value changes on financial liabilities classified as FVTPL are recognized through the statement of comprehensive income (loss). At December 31, 2017, the Company has not classified any financial liabilities as FVTPL.

Impairment of financial assets –

The Company assesses at each date of the statement of financial position whether a financial asset is impaired.

a) Assets carried at amortized cost

If there is objective evidence that an impairment loss on assets carried at amortized cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The carrying amount of the asset is then reduced by the amount of the impairment. The amount of the loss is recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed to the extent that the carrying value of the asset does not exceed what the amortized cost would have been had the impairment not been recognized. Any

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subsequent reversal of an impairment loss is recognized in profit or loss.

In relation to accounts receivable, a provision for impairment is made and an impairment loss is recognized in profit and loss when there is objective evidence (such as the probability of insolvency or significant financial difficulties of the debtor) that the Company will not be able to collect all of the amounts due under the original terms of the invoice. The carrying amount of the receivable is reduced through use of an allowance account. Impaired debts are written off against the allowance account when they are assessed as uncollectible.

b) Available-for-sale

If an available-for-sale asset is impaired, an amount comprising the difference between its cost and its current fair value, less any impairment loss previously recognized in profit or loss, is transferred from equity to profit or loss.

Financial instruments recorded at fair value-

Financial instruments recorded at fair value on the statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on 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 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs). As of December 31, 2014 and December 31, 2013, cash was the Company's only financial instrument that is recorded at fair value on the statements of financial position, which is classified as level 1.

PROVISIONS

General

Provisions are recognized when (a), the Company has a present obligation (legal or constructive) as a result of a past event, and (b), it is probable 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. The expense relating to any provision is presented in the statement of comprehensive loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

4. CURRENT AND FUTURE ACCOUNTING AND REPORTING CHANGES:

Effective for annual periods beginning on or after January 1, 2018

IFRS 9, Financial Instruments – Classification and Measurement, is a new standard on financial instruments that will replace IAS 39, Financial Instruments: Recognition and Measurement. IFRS 9 addresses classification and measurement of financial assets and financial liabilities as well as derecognition of financial instruments. IFRS 9 has two measurement categories for financial assets: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the

ACME RESOURCES CORP.

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entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit or loss.

The Company has not early adopted these revised standards and none of these standards are expected to have a material effect on the financial statements.

5. BANK OVERDRAFT:

The Company has overdraft protection of up to \$3,500. The overdraft balance is subject to an annual interest rate of 21%.

6. SHARE CAPITAL:

a) Common shares:

Authorized: Unlimited number of common shares

By April 30, 2012, the Company was required to identify, complete and receive final TSXV approval for a Qualifying Transaction ("QT"). As the proposed QT had not been completed, half of the Company's seed shares (750,000 common shares) that were previously subscribed for by the directors were cancelled.

On December 11, 2014, the Company completed a non-brokered private placement financing and issued 1,300,000 common shares for gross proceeds of \$65,000. Cash finders' fees of \$6,500 were paid to eligible finders. A total of 200,000 of the aforementioned shares were issued to a non-arm's length party and therefore are held in escrow pursuant to NEX policy.

During the period 1,600,000 shares were issued for gross proceeds of \$50,000.

Escrowed Shares

As of December 31, 2017, 750,000 (2016 - 750,000) common shares are held in escrow. Under the escrow agreement, 10% of the escrowed common shares will be released from escrow following issuance of the Final Exchange Bulletin by the Exchange as to completion of the Qualifying Transaction as defined by Exchange policies, and 15% will be released every six months following the initial release over a period of thirty-six months, unless otherwise permitted by the Exchange.

b) Stock options and share-based compensation:

The Company adopted a stock option plan (the "Stock Option Plan") under which it can grant options to directors, officers, employees, and consultants for up to 10% of the issued and outstanding common shares. Under the plan, the exercise price of an option may not be less than the closing market price during the trading day immediately preceding the date of the grant of the option, less any applicable discount allowed by the TSXV.

Any common shares acquired pursuant to the exercise of options prior to the completion of the qualifying transaction must be deposited in escrow and will be subject to escrow until the Final Exchange Bulletin is issued.

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During the year ended December 31, 2010, the Company granted 285,194 fully vested stock options to directors and officers with an exercise price of \$0.20 expiring on January 28, 2020. The estimated fair value of these options is \$0.18 per option. The estimated total fair value of vested stock options during the year ended December 31, 2010 amounted to \$51,592. This amount was expensed as stock-based compensation in the statement of comprehensive loss with a corresponding amount recorded as reserve for share-based payments in shareholders' equity.

Except for the stock options mentioned herein, the Company has not granted or cancelled any stock options. However, following the resignation of one director of the Company on October 1, 2012, and in accordance with the Company's stock option plan, 38,026 stock options expired. Accordingly, the fair value of the foregoing stock options of \$6,845 was reclassified from reserve for share-based payments to accumulated deficit during fiscal 2015.

As of December 31, 2017, the Company had 209,142 (2016 - 247,168) stock options outstanding at an exercise price of \$0.20 expiring January 28, 2020.

c) Warrants:

As of December 31, 2017 and 2016, there were no warrants outstanding.

7. CAPITAL MANAGEMENT:

Capital is comprised of the Company's shareholders' deficiency, which includes share capital, reserve for share-based payments and accumulated deficit. As at December 31, 2017, the Company's shareholders' deficiency was \$32,219 (December 31, 2016 – shareholders' deficiency of \$36,849) and it had no outstanding long-term debt. The Company's objectives when managing capital are to maintain financial strength and to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness and to maximize returns for shareholders over the long-term.

In order for the Company to continue to evaluate potential qualifying transactions and pay for administrative costs, the Company expects to raise additional amounts externally as needed.

The Company is not exposed to any external capital requirements, other than any minimum listing requirements that may apply. There were no changes in the Company's management of capital during the period ended December 31, 2017.

8. FINANCIAL RISK FACTORS:

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk -

The Company's credit risk is primarily attributable to cash included in current assets. The Company has no material concentration of credit risk arising from operations. Cash consist of deposits held with a Chartered Canadian bank, from which management believes the risk of loss is remote. Management believes that credit risk with respect to receivables is minimal.

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Liquidity risk -

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. The Company currently has current liabilities of \$33,593 (December 31, 2016 - \$36,902) and current assets of \$1,374 (December 31, 2016 - \$31,116). The Company's accounts payable and accrued liabilities have contractual maturities of less than 60 days and are subject to normal trade terms. The ability of the Company to continue to pursue potential qualifying transactions and remedy its working capital deficiency is dependent on its ability to secure additional equity or debt financing.

Market risk -

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and equity prices.

i) Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company is not exposed to any significant interest rate risk.

ii) Foreign currency risk

The Company does not have assets or liabilities denominated in foreign currencies and is therefore not exposed to foreign exchange risk arising from transactions denominated in a foreign currency.

9. RELATED PARTY TRANSACTIONS:

Transactions with related parties are incurred in the normal course of business.

Related party transactions are disclosed below, unless they have been disclosed elsewhere in the financial statements.

During the three months ended December 31, 2017, consulting fees for corporate management and administrative services in the amount of \$10,093 (2016 - \$nil) were charged by the Chief Executive Officer of the Company.

The Company's key management personnel has the authority and responsibility for planning, directing and controlling the activities of the Company and consists of its Directors, Chief Executive Officer and Chief Financial Officer. Total compensation paid to the Company's key management personnel during the three months ended December 31, 2017 was \$10,093 (2016 - \$nil). No share based-payments, post-employment or other long-term benefits were incurred with respect to key management personnel in respect of the forgoing periods.

10. SEGMENTED INFORMATION:

The Company's principal business is the identification and evaluation of companies, assets or businesses with a view to completing a Qualifying Transaction in accordance with Policy 2.4 of the Exchange. All of the Company's assets and expenses are in Canada.

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11. CASH:

The proceeds raised from the issuance of share capital may only be used to identify and evaluate assets of businesses for future investment, with the exception that the lesser of 30% of the gross proceeds and \$210,000 may be used to cover prescribed costs of issuing the common shares, other than Agent Commissions and fees, and general and administrative expense of the Company. These restrictions apply until completion of a Qualifying Transaction by the Company as defined under the policies of the Exchange.

As at December 31, 2017, the Company had exceeded the limit. There are potential implications associated with exceeding this limit; however, at this time the Exchange has decided not to take any action against the Company.

12. ABANDONED QUALIFYING TRANSACTION:

On October 5, 2015, the Company entered into a letter of intent (the "Arrangement") with Hantian Labs Ltd. ("Hantian"), a private company in anti-ageing and vitality nutraceutical products. The proposed transaction was abandoned during 2016.

13. INCOME TAXES:

- (a) The Company's provision for income taxes differ from the amounts computed by applying the basic current tax rates to loss for the year before taxes, as shown in the following table:

| | 2017 | 2016 |
|-------------------------------------------------------------|---------------|---------------|
| Loss before income taxes | (\$ 50,079) | (\$49,097) |
| Expected combined statutory income tax rate | <u>26.5%</u> | <u>26.5%</u> |
| Income tax benefit at the combined Canadian statutory rate | (13,271) | (12,481) |
| Items not deductible for tax purposes | 1,648 | 959 |
| Deductible share issue cost and cumulative eligible capital | (724) | (551) |
| Tax benefits not recognized | <u>12,347</u> | <u>12,043</u> |
| | <u>\$ -</u> | <u>\$ -</u> |

- (b) The tax effects of temporary differences that give rise to deferred income tax assets at December 31, 2017 and December 31, 2016 are as follows:

| | 2017 | 2016 |
|---------------------------------------|-------------------|-------------------|
| Deferred income tax assets: | | |
| Non-capital loss carry forward | \$ 559,663 | \$ 513,070 |
| Share issue costs | 6,698 | 7,840 |
| Cumulative eligible capital | 2,228 | 2,395 |
| Less: assets not recognized | (-) | (-) |
| Deferred income tax assets recognized | <u>\$ 568,589</u> | <u>\$ 523,305</u> |

- (c) The Company has Canadian non-capital losses of approximately \$556,663 that are available to

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reduce income otherwise taxable in future years. These losses if not used will expire as follows:

| | | |
|------|----|-------------------|
| 2028 | \$ | 1,689 |
| 2029 | | 3,669 |
| 2030 | | 52,018 |
| 2031 | | 88,379 |
| 2032 | | 199,714 |
| 2033 | | 38,740 |
| 2034 | | 32,468 |
| 2035 | | 50,835 |
| 2036 | | 45,558 |
| 2037 | | <u>46,593</u> |
| | | <u>\$ 559,663</u> |

(d) During 2017, the Company paid \$nil (2016 - \$nil) in respect of income taxes.