ME RESOURCE CORP.

Condensed Interim Financial Statements

Three and Nine Months ended September 30, 2015

Unaudited - Expressed in Canadian Dollars

NOTICE TO READER

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the accompanying condensed interim financial statements.

ME Resource Corp.
Condensed Interim Statements of Financial Position
(Unaudited - Expressed in Canadian Dollars)

	Note	September 30, 2015	December 31, 2014
		$	$
ASSETS			
Current assets			
Cash		4,577	1,859
Prepaid		1,640	1,640
Taxes receivable		9,128	9,934
		15,345	13,433
Non-current assets			
Note receivable		1	1
Total assets		15,346	13,434
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	9	213,748	250,020
Due to related parties	7	288,854	157,830
Short-term loan	8	15,000	15,000
Deferred revenue, current	6	86,351	84,350
		603,953	507,200
Non -current liabilities			
Deferred revenue, non-current	6	203,316	260,080
Total liabilities		807,269	767,280
SHAREHOLDERS' DEFICIENCY			
Share capital	5	1,309,275	1,169,275
Subscription received		15,000	-
Reserves		1,453,003	1,247,845
Deficit		(3,569,201)	(3,170,966)
		(791,923)	(753,846)
Total shareholders' deficiency and liabilities		15,346	13,434

Note 1: Nature and operation and going concern
Note 4: Commitments

Authorized for issuance by the Board of Directors on November 27, 2015

/s/ Navchand Jagpal
Director

/s/Ravinder Kang
Director

See accompanying notes to the condensed interim financial statements

ME Resource Corp.
Condensed Interim Statements of Comprehensive Loss
(Unaudited - Expressed in Canadian Dollars)

	Note	Three months ended September 30, 2015	Three months ended September 30, 2014	Nine months ended September 30, 2015	Nine months ended September 30, 2014
		$	$	$	$
Revenue from Licensing	6	21,588	470,575	64,763	713,440
Expenses					
Advertisemnt		-	32,150	-	33,150
Consulting	7	61,026	33,591	138,276	209,379
Filing fees		1,500	4,850	7,615	15,069
Office and administration	7	4,355	7,930	14,844	20,654
Professional fees		(13,370)	5,290	17,610	23,110
Research		20,762	66,870	76,993	133,438
Stock-based compensation		61,477	215,514	205,158	659,582
Travel and entertainment		2,502	17,959	2,502	25,591
Total		138,252	384,154	462,998	1,119,973
Loss and comprehensive loss		(116,664)	86,421	(398,235)	(406,533)
loss per share – basic and diluted		(0.00)	0.00	(0.01)	(0.01)
Weighted average number of outstanding common shares , basic and diluted	5	30,046,047	28,604,199	29,584,047	28,029,683

See accompanying notes to the condensed interim financial statements

ME Resource Corp.
Condensed Interim Statements of Cash Flows
(Unaudited - Expressed in Canadian Dollars)

	Nine months ended September 30,	
	2015	**2014**
	$	$
Cash flows from operating activities		
Loss for the period	(398,235)	(406,533)
Items not involve cash		
- Stock-based compensation	205,158	659,582
- shares issued for services	-	130,000
Changes in non-cash working capital items:		
- Taxes receivables and prepaid	806	(1,956)
-Receivables	-	(306,625)
- accounts payable and accrued liabilities	(36,272)	20,577
- due to related parties	131,024	(4,924)
Deferred revenue	(54,763)	-
Cash used in operating activities	(152,282)	90,121
Cash flows from financing activities		
Shares issued for cash/ subscription receipt	155,000	48,500
Increase (decrease) of note payable	-	(25,282)
Cash provided by financing activities	155,000	23,218
Net cash inflow	2,718	113,339
Cash, beginning of period	1,859	160
Cash, end of period	4,577	113,499
Supplementary information:		
Issuance of 1,300,000 common shares for services	-	130,000

See accompanying notes to the condensed interim financial statements

ME Resource Corp.
Condensed Interim Statements of Changes in Deficiency
(Unaudited - Expressed in Canadian Dollars)

		Share capital			Reserves				
	Note	Number of shares	Amount	Subscription received	Stock-option reserve	Loan	Warrant	Deficit	Total
			$	$	$	$	$	$	$
Balance, December 31, 2013		51,796,047	958,330	100,000	418,545	5,121	88,206	(1,689,123)	(118,921)
Loss for the period		-	-	-	-	-	-	(406,533)	(406,533)
Subscription receipt		-	-	10,000					10,000
Stock-based compensation		-	-	-	659,582	-	-	-	659,582
Warrant exercise		550,000	80,945	-	-	-	(42,445)	-	38,500
Shares issued for services	4	1,300,000	130,000	-	-	-	-	-	130,000
Balance, September 30, 2014		53,646,047	1,169,275	110,000	1,078,127	5,121	45,761	(2,095,656)	312,628
Balance, December 31, 2014		53,646,047	1,169,275	-	1,196,963	5,121	45,761	(3,170,966)	(753,846)
Loss for the period		-	-	-	-	-	-	(398,235)	(398,235)
Shares issued for private placement	5	1,400,000	140,000	-	-	-	-	-	140,000
Subscription received				15,000					
Stock-based compensation		-	-	-	205,158	-	-	-	205,158
Balance, September 30, 2015		55,046,047	1,309,275	15,000	1,402,121	5,121	45,761	(3,569,201)	(806,923)

See accompanying notes to the condensed interim financial statements

1. NATURE AND CONTINUANCE OF OPERATIONS

ME Resource Corp., (the "Company") was incorporated under the Business Corporation Act (British Columbia) on October 16, 2009. The Company's shares are traded on the Canadian Securities Exchange under the symbol MEC. The Company's head and registered office address is 900-555 Burrard Street, Vancouver, BC V7X 1M8.

The Company's principal line of business is research and development of a process to economically transform wasted or stranded natural gas to engineered fuels or clean power.

These financial statements have been prepared using International Financial Reporting Standards applicable to a going concern, which assume that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. The Company's continuation as a going concern is dependent whether the Company can develop an economically viable business, and generate funds there from and/or raise equity capital to meet current and future obligations. The Company has not yet achieved profitable operations and expects to incur further losses in the development of its business. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Management is considering various options, including but not limited to obtaining equity financing, to finance operating costs over the next twelve months.

2. STATEMENT OF COMPLIANCE

These condensed interim financial statements for three and nine months ended September 30, 2015 ("2015 Condensed Interim Financial Statements"), together with the comparative figures herein have been prepared in accordance with International Accounting Standards ("IAS") 34 "Interim Financial Reporting" ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board and interpretations of the International Financial Reporting Interpretations Committee .

These 2015 Condensed Interim Financial Statements do not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that these 2015 Condensed Interim Financial Statements be read in conjunction with the most recent audited annual financial statements of the Company for the year ended December 31 2014.

3. SIGNIFICANT ACCOUNTING POLICIES

Basis of measurement

The financial statements have been prepared on an accrual basis and are based on historical costs, except for certain financial instruments which are measured at fair value. The financial statements are presented in Canadian dollars, the functional currency of the Company.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Significant estimates and assumptions

The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised. Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the fair value measurements for financial instruments and the recognition and measurement of deferred tax assets.

Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgment in applying the Company's financial statements are the determination of revenue recognition and the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty.

Adoption of new accounting standards and new accounting standard not yet effective

The Company has not adopted new accounting standards since it recent year ended December 31, 2014.

New accounting standard not yet effective is as follows:

New standard IFRS 9 "Financial Instruments" - This new standard is a partial replacement of IAS 39 "Financial Instruments: Recognition and Measurement". IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018.

The impact of this new accounting standard has not been determined.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

4. COMMITMENTS

a) On April 21, 2013, the Company entered into an assignment agreement (the "Assignment Agreement") with a company owned by a director of the Company (the "Related Party"). The Related Party had a license agreement (the "License Agreement") with ZTEK Corporation ("ZTEK"), whereby ZTEK will grant the Related Party a license to use certain of ZTEK's intellectual property. Under the Assignment Agreement, the Related Party agreed to assign the License Agreement to the Company or any other alternative development technology that the Related Party may produce or source that is acceptable to the Company for 25,000,000 shares of the Company.

   The 25,000,000 common shares were issued and placed in escrow to be released upon the completion of certain milestones and the approval of the board of directors. Per IFRS 2, "Share based payments", no amount is to be recognised for goods or services received if the equity instruments granted do not vest because of failure to satisfy a vesting condition.

4. COMMITMENTS (Continued)

As none of the milestones had been met as at December 31, 2014 and September 30, 2015, no value was recognized for the shares issued. As at December 31, 2014 and September 30, 2015, none of the escrowed shares have been released and the milestones have not been met.

During the year ended December 31, 2013 the Company and ZTEK mutually agreed that a research contract and consulting agreement outlined below would serve as the alternative development technology under the Assignment Agreement and the Company decided not to pursue the License Agreement.

b) On October 5, 2013, the Related Party arranged for a research contract (the "Research Contract") between the Company and La Corporation de L'Ecole Polytechnique de Montreal ("Polytechnique").

Under the Research Contract, the Company will pay Polytechnique an aggregate sum of $260,000 in instalments as follows:

- $65,000 within 15 days of signing the agreement (paid);
- $65,000 upon being invoiced on March 1, 2014 (paid);
- $65,000 upon being invoiced on June 1, 2014 (paid);
- $65,000 upon acceptance of the full report (paid).

c) On November 18, 2013, the Related Party assigned a consulting agreement (the "Consulting Agreement") between the Related Party and Dr. Gregory S. Patience, a director of the Company (the "Consultant"). Under the Consulting Agreement, the Company will reimburse all expenses in connection with the work performed and issue in aggregate 4,000,000 common shares of the Company in instalments upon the completion of several technical milestones. During the year ended December 31, 2014 1,300,000 common shares with a value of $130,000 were issued to the Consultant upon the completion of the first two milestones.

5. SHARE CAPITAL

Authorized share capital: An unlimited number of common shares without par value.
An unlimited number of preferred shares without par value.

Issued and outstanding:

25,000,000 of the Company's issued common shares are held in escrow as at September 30, 2015 (2014/12/31– 25,000,000) (Note 4).

Transactions for the nine months ended September 30, 2015 were as follows:

In January 2015, the Company arranged a private placement offering of up to 2,000,000 common shares of the Company at a price of $0.10 per share for gross proceeds of up to $200,000. The Company has issued 1,400,000 million shares for proceeds of $140,000 during nine months ended September 30, 2015.

Stock options

The Company has a stock option plan which provides that the Board of Directors of the Company may grant to directors, officers, employees, and consultants to the Company, non-transferable options to purchase common shares. The number of common shares reserved for issuance will not exceed 10% of

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5. SHARE CAPITAL (Continued)

Stock options (continued)

the issued and outstanding common shares of the Company. The term of any options granted under the plan may not exceed 5 years. Vesting terms and conditions are established by the board of directors.

The Company has a stock option plan which provides that the Board of Directors of the Company may grant to directors, officers, employees, and consultants to the Company, non-transferable options to purchase common shares. The number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. The term of any options granted under the plan may not exceed 5 years. Vesting terms and conditions are established by the board of directors.

On February 27, 2014 the Company granted options to acquire 4,580,150 common shares to directors, officers, and consultants. The options are exercisable for a period of two years at a price of $0.25 each. These options vest 12.5% each quarter over the two year period. The company recognized stock based compensation expense of $698,143 and $205,158 in relation to the options which vested during fiscal 2014 and nine months ended September 30, 2015 respectively.

On March 10, 2014, the Company granted options to acquire 650,000 common shares to consultants. The options vested immediately and were exercisable for a four month period at a price $0.285 each. The Company recognized stock based compensation expense of $80,275 in relation to these options. The options expired unexercised on July 10, 2014.

The Company used the Black-Scholes option pricing model and the following assumptions to determine the fair values of the stock options issued and vested during the year ended December 31, 2014 and during nine months ended September 30, 2015 with the following weighted average assumptions:

Risk-free interest rate	1.05%
Expected life of options	1.89 years
Annualized volatility	189%
Dividend rate	0.00%

Outstanding Stock option continuity is as follows:

	Number	Weighted average exercise price
Balance, December 31, 2013	-	-
Stock options granted	5,230,150	$0.25
Expired	(650,000)	$0.28
Balance, December 31, 2014 and September 30, 2015	4,580,150	$0.25

Stock options outstanding and exercisable as at September 30, 2015 are as follows:

Exercise price	Number of Options outstanding	Weighted average remaining contractual life	Number of Options exercisable	Expiry date
$0.250	4,580,150	0.41 years	3.435,108	February 27, 2016

(Unaudited - Expressed in Canadian Dollars)

5. SHARE CAPITAL (Continued)

Warrants

A continuity of the Company's warrants is as follows:

	Number of warrants outstanding	Weighted average exercise price
December 31, 2012	550,000	$0.07
Issued	762,675	$0.50
December 31, 2013	1,312,675	$0.31
Exercised	(550,000)	$0.07
December 31, 2014	762,675	$0.50
Expired	(762,675)	$0.50
September 30, 2015	-	-

Loss per share

The 25,000,000 common shares issued and held in escrow (note 4) have been excluded from the loss per share calculation as they are contingently returnable.

Stock option reserve

The stock option reserve records items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital.

Warrant reserve

The warrant reserve records the fair value of warrants issued until such time that they are exercised, at which time the corresponding amount will be transferred to share capital.

Loan Reserve

Recorded in the loan reserve is a discount on a loan which was issued with interest below market rates.

6. REVENUE FROM LICENCING

a) On January 22, 2014, the Company entered into a license and distribution agreement (the "License Agreement") with Well Power Inc. ("WPI"). Under the License Agreement, WPI obtained the exclusive right to distribute and deploy the Company's MRU100 units in Texas for five years. WPI is required to pay a non-refundable licensing fee of $100,000 and $ 300,000 respectively within 30 days and 90 days after filing a super 8-K with the U.S. Securities Exchange and Commission. The super 8-K was filed January 29, 2014.

   The Company received $400,000 during the year ended December 31, 2014. The revenue will be recognized over the term of the agreements (five years) on a straight line basis and the difference between money received and revenue recognize is recorded as deferred revenue. During nine months ended September 30, 2015, $60,000 was recognized as revenue.

(Unaudited - Expressed in Canadian Dollars)

6. REVENUE FROM LICENCING (Continued)

b) On August 31, 2014, the Company entered into an Exclusive license for additional Territories (the "Additional Agreement") with Well Power Inc. ("WPI"). Under the Additional Agreement, WPI obtained the exclusive right to distribute and deploy the Company's MRU100 units in Montana with the same term. WPI will pay a non-refundable licensing fee of $250,000 within 60 days after the Company invoices WPI.

The Company received $21,751 during the year ended December 31, 2014 and another $10,000 during nine months ended September 30, 2015 in relation to this agreement. The revenue will be recognized over the term of the agreements (five years) on a straight line basis. During nine months ended September 30, 2015, $4,763 of revenue was recognized

Revenue deferred as at December 31, 2014 and September 30, 2015 was $344,430 and $289,667 (current - $86,351; non-current - $203,316) respectively

7. RELATED PARTY TRANSACTIONS

a) Transactions with key management personnel were as follows:

	Nine months ended September 30	
	2015	2014
	$	$
Consulting fees charged by directors	36,000	54,000
Consulting fees charged by a company related to the Chief Executive Officer ("CEO")	48,658	-
Consulting fees charged by the chief financial officer	45,000	-
Stock based compensation vested by directors and officers	114,222	367,223
Consulting fees recorded as research expense charged by a director	-	130,000
Rent charged by a Company related to the CEO	11,250	11,250

b) Balances due to related parties:

Amounts due to related parties are unsecured, non-interest bearing and have no fixed terms of repayment.

Due to Related parties	**September 30, 2015**	**December 31, 2014**
	$	$
Directors	105,730	75,730
Chief financial officer	45,000	-
A Company related to the CEO	138,124	82,100
	288,854	157,830

8. SHORT-TERM LOAN

The Company had a short-term loan of $15,000 as at September 30, 2015 and December 31, 2014. This short-term loan is non-interest bearing, unsecured, and payable on demand.

(Unaudited - Expressed in Canadian Dollars)

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	September, 2015	December 31, 2014
	$	$
Trade payables	190,990	236,020
Accrued liabilities	22,758	14,000
	213,748	250,020

10. FINANCIAL INSTRUMENTS

Classification of financial instruments

Financial assets included in the statement of financial position are as follows:

	September 30, 2015	December 31, 2014
	$	$
Cash	4,577	1,859
Loans and receivables:		
Note receivable	1	1
	4,578	1,860

Financial liabilities included in the statement of financial position are as follows:

	September 30, 2015	December 31, 2014
	$	$
Non-derivative financial liabilities:		
Trade payables (due in 30 days)	190,990	236,020
Due to related party (due on demand)	288,854	157,830
Short-term loan	15,000	15,000
	494,844	408,850

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

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

Cash is classified as level 1.

11. SUBSEQUENT EVENTS

On November 19, 2015, the Company closed it non-brokered private placement of 2,000,000 shares at $0.10 announced January 27, 2015 for $200,000 of which $155,000 was received during nine months ended September 30, 2015.

The Company entered into settlement agreements with various creditors to issue 6,075,888 common shares of the Company at a deemed price of $0.10 per share for the settlement of $607,589 of outstanding indebtedness.

Subsequent to the period ended September 30, 2015, the Company cancelled all of its outstanding options after the quarter ended September 30, 2015. As of the date of this report, the Company does not any outstanding options.