City View Green Holdings Inc.

(Formerly Icon Exploration Inc.)

Financial Statements

For the years ended December 31, 2018 and 2017

(Expressed in Canadian Dollars)

Independent Auditor's Report

To the Shareholders of City View Green Holdings Inc. (Formerly Icon Exploration Inc.):

Opinion

We have audited the financial statements of City View Green Holdings Inc. (Formerly Icon Exploration Inc.) (the "Company"), which comprise the statements of financial position as at December 31, 2018 and December 31, 2017, and the statements of operations and comprehensive loss, changes in equity and cash flows for the years then ended, 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 December 31, 2018 and December 31, 2017, and its financial performance and its 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 Audits 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 audits 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 1 in the financial statements, which indicates that the Company incurred a net loss of $959,700 during the year ended December 31, 2018 and, as of that date, the Company had an accumulated deficit of $14,979,894 and a working capital deficiency of $23,292. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, 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.

Other Information

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

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, 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.

Auditor's Responsibilities for the Audits 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 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 Patrycja Anna Kajda.

MNP LLP

Mississauga, Ontario — Chartered Professional Accountants

April 22, 2019 — Licensed Public Accountants

City View Green Holdings Inc.
(Formerly Icon Exploration Inc.)
Statements of Financial Position
(Expressed in Canadian dollars)

As at December 31,	2018	2017
Assets		
Current assets		
Cash	**$ 225,180**	$ 252,992
Accounts receivable	**16,135**	14,099
Subscription receivable	**-**	24,000
Loan to 2590672 Ontario Inc. (note 4)	**-**	25,000
Total Assets	**$ 241,315**	$ 316,091
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (note 4)	**$ 264,607**	$ 236,983
Shareholders' Equity		
Share Capital (note 5)	**13,302,964**	12,823,258
Reserves (notes 6 & 7)	**1,653,638**	1,276,044
Deficit	**(14,979,894)**	(14,020,194)
	(23,292)	79,108
Total Equity and Liabilities	**$ 241,315**	$ 316,091

Nature of Operations and Going Concern - Note 1
Subsequent Events – Note 12

The accompanying notes are an integral part of these financial statements

Signed on behalf of the Board of Directors by:

"Roberto Fia" *"Joseph Heng"*

City View Green Holdings Inc.
(Formerly Icon Exploration Inc.)
Statements of Operations and Comprehensive Loss
(Expressed in Canadian dollars)

For the years ended December 31,	**2018**	2017
Revenue	**$ -**	$ -
Expenses		
Stock based compensation (notes 4 & 6)	**544,300**	17,423
Administration (note 4)	**151,000**	101,500
Legal	**122,909**	55,276
Office and general	**40,713**	13,423
Audit	**30,018**	10,630
Rent expense	**22,400**	-
Project evaluation costs	**19,964**	67,446
Filing fees and transfer fees	**16,438**	21,280
Advisory fee	**9,500**	31,300
Foreign exchange loss	**2,198**	(1,767)
Bank charges	**260**	310
Interest on shareholders' loan	**-**	6,848
Gain on settlement of short-term loans from directors (note 5)	-	(13,194)
	959,700	310,475
Net loss and other comprehensive loss	**$(959,700)**	$(310,475)
Basic and diluted loss per share (note 8)	**$ (0.04)**	$ (0.02)
Weighted average numbers of shares – basic and diluted (note 8)	**25,344,934**	16,774,195

The accompanying notes are an integral part of these financial statements

City View Green Holdings Inc.
(Formerly Icon Exploration Inc.)
Statements of Cash Flows
(Expressed in Canadian dollars)

For the years ended		2018		2017
Cash Flow from operating activities				
Net loss for the year	$	(959,700)	$	(310,475)
Items not affecting cash				
Stock-based compensation		544,300		17,423
Interest on shareholders' loan		-		6,848
Gain on settlement of short-term loans from directors		-		13,194
Issuance of shares for debt settlement		-		365,903
Net change in non-cash working capital items		(415,400)		92,884
Subscription receivable		24,000		(24,000)
Account receivable		(2,036)		(9,357)
Accounts payable and accrued liabilities		27,624		(75,842)
		(365,812)		(16,315)
Cash flow from investing activities				
Loan receivable		25,000		(25,000)
Cash flow from financing activities				
Exercise of warrants		313,000		-
Loan from directors		-		(237,787)
Private Placement		-		555,600
Cost of issue		-		(24,530)
		313,000		293,285
Increase in cash during the year		(27,812)		251,970
Cash, beginning of the year		252,992		1,022
Cash, end of the year	$	225,180	$	252,992
Non-cash items excluded from financing activities				
Shares issued for debt settlement	$	-	$	385,945

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

City View Green Holdings Inc.
(Formerly Icon Exploration Inc.)
Statements of Changes in Equity
(Expressed in Canadian dollars)
For the years ended December 31, 2018 and 2017

	Share Capital			Reserves		
	Number of Shares	**Amount $**	**Shares to be issued $**	**Contributed Surplus $**	**Deficit $**	**Total $**
Balance, December 31, 2016	**11,437,142**	**12,197,520**	**2,000**	**965,267**	**(13,709,719)**	**(544,932)**
Private placement	6,450,000	555,600	-	-	-	555,600
Share issuance costs	-	(69,515)	-	45,062	-	(24,453)
Bonus share issued	32,000	2,000	(2,000)	-	-	-
Shares for debt	6,385,998	385,945	-	-	-	385,945
Value of warrants issued	-	(248,292)	-	248,292	-	-
Value of stock options issued	-	-	-	17,423	-	17,423
Net loss for the year	-	-	-	-	(310,475)	(310,475)
Balance, December 31, 2017	**24,305,140**	**12,823,258**	-	**1,276,044**	**(14,020,194)**	**79,108**
Exercise of warrants	2,141,333	479,706	-	(166,706)	-	313,000
Stock based compensation	-	-	-	544,300	-	544,300
Net loss for the year	-	-	-	-	(959,700)	(959,700)
Balance, December 31, 2018	**26,446,473**	**13,302,964**	-	**1,653,638**	**(14,979,894)**	**(23,292)**

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

1. Nature of Operations and Going Concern

City View Green Holdings Inc. (formerly Icon Exploration Inc.) ("City View Green" or "the Company") was incorporated pursuant to the Canada Business Corporations Act on February 5, 2008 and was in the business of acquiring, exploring and developing mineral properties. The Company was listed on the TSX Venture Exchange and subsequently moved to the NEX listing on January 26, 2016. The Company's registered and records office is located at 157 Adelaide Street West, Suite 320, Toronto, Ontario, M5H 4E7.

On February 27, 2019, the Company changed its name to City View Green Holdings Inc. and its stock symbol on Canadian Securities Exchange ("CSE") to "CVGR" as disclosed in Note 12.

These financial statements are prepared on a going concern basis, which contemplates that the Company will continue in operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. For the year ended December 31, 2018, the Company incurred a loss of $959,700 and the accumulated deficit as at December 31, 2018 was $14,979,894. As at December 31, 2018, the Company had a working capital deficiency of $23,292, which is insufficient to finance operating costs over the next twelve months without additional funding. These conditions cast significant doubt as to the Company's ability to continue as a going concern. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statements of financial position classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

2. Significant Accounting Policies

These financial statements have been prepared in compliance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Basis of presentation
These financial statements have been prepared on a historical cost basis. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The financial statements were approved by the Board of Directors on April 22, 2019.

Critical accounting estimates and judgements
The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Financial instruments

Effective January 1, 2018, the Company adopted IFRS 9, Financial Instruments. In accordance with the transitional provisions, the Company adopted the standard retrospectively without restating comparative as the change did not impact the opening balances.

IFRS 9 replaces IAS 39, Financial Instruments: Recognition and Measurement. IFRS 9 introduces new requirements for the classification, measurement and impairment of financial assets and hedge accounting. It establishes two primary measurement categories for financial assets: (i) amortized cost and (ii) fair value either through profit or loss ("FVTPL") or through other comprehensive income ("FVOCI"); establishes criteria for the classification of financial assets within each measurement category based on business model and cash flow characteristics; and eliminates the existing held for trading, held to maturity, available for sale, loans and receivables and other financial liabilities categories. IFRS 9 also introduces a new expected credit loss model for the purpose of assessing the impairment of financial assets. The following table shows the previous classification under IAS 39 and the new classification under IFRS 9 for the Company's financial instruments:

2. Significant Accounting Policies (continued)

Financial instruments (continued)

	Financial Instrument Classification	
Financial assets	**Under IAS 39**	**Under IFRS 9**
Cash	Loans and receivables	Amortized cost
Accounts receivable	Loans and receivables	Amortized cost
Subscription receivable	Loans and receivables	Amortized cost
Loan receivable	Loans and receivables	Amortized cost
Financial liabilities		
Accounts payable and accrued liabilities	Other financial liabilities	Amortized cost

Financial assets

Non-derivative financial assets within IFRS 9 are classified as "financial assets at fair value (either through profit or loss ("FVPL") or through other comprehensive income ("FVOCI"))", and "financial assets at amortized costs" as appropriate. The Company determines the classification of its financial assets at initial recognition based on the Company's business model and contractual terms of cash flows.

All financial assets are recognized initially at fair value plus, in the case of investments not at FVPL, directly attributable transaction costs on the trade date at which the Company becomes a party to the contractual provisions of the instruments.

Where fair values of financial assets recorded on the statements of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data are not available, judgement is required to establish fair values.

Derecognition

A financial asset is derecognized when the contractual rights to the cash flows from the asset expires, or the Company transfers substantially all the risks and rewards of ownership of the asset.

Impairment of financial assets

The impairment model under IFRS 9 is application to financial assets measured at amortized cost where any expected future credit losses are provided for, irrespective of whether a loss event has occurred as at the reporting date. The Company's only financial assets subject to impairment are accounts receivable which are measured at amortized costs. The Company has elected to apply the simplified approach of impairment as permitted by IFRS 9, which requires the expected lifetime loss to be recognized at the time of initial recognition of the receivable. An impairment loss is reversed in subsequent periods if the amount of the expected loss decreases and the decrease can be objectively related to an event occurring after the initial impairment was recognized. The Company has measured the lifetime expected credit losses taking into consideration historical credit loss experience and financial factors specific to debtors and other relevant factors.

Financial liabilities

Non-derivative financial liabilities are measured at amortized costs, unless they are required to be measured at FVPL. The Company's financial liabilities include accounts payable and accrued liabilities which are each measured at amortized cost.

2. Significant Accounting Policies (continued)

All financial liabilities are recognized initially at fair value and in the case of loans and borrowings, net of directly attributable transaction costs.

Financial liabilities at amortized costs

After initial recognition, financial liabilities measured at amortized cost are subsequently measured at the end of each reporting period at amortized costs using the Effective Interest Rate ("EIR") method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are integral part of the EIR. The EIR amortization is included in finance cost in the statements of operations and comprehensive loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires with any associated gains or losses reported in other income or expenses in the statements of operations and comprehensive loss.

Income taxes

Income tax expense consists of current and deferred tax expense. Current and deferred tax are recognized in profit or loss except to the extent they relate to items recognized directly in equity or other comprehensive income.

Current tax is recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the income tax rates enacted or substantially enacted at the end of the reporting period and includes any adjustment to taxes payable in respect of previous years.

Deferred tax is recognized on any temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable earnings. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized, and the liability is settled. The effect of a change in the enacted or substantively enacted tax rates is recognized in net earnings and comprehensive income or equity depending on the item to which the adjustment relates.

Deferred tax assets are recognized to the extent future recovery is probable. At each reporting period end, deferred tax assets are reduced to the extent that it is no longer probable that sufficient taxable earnings will be available to allow all or part of the asset to be recovered.

Share-based payment transactions

The Company has a stock option plan as described in note 6. All share-based awards granted, including those granted to directors not acting in their capacity as directors, are accounted for using the fair value-based method. The fair value of stock options granted is recognized as an expense within the statements of operations and comprehensive loss and a corresponding increase to reserves within the equity section of the statements of financial position. Any consideration paid by eligible participants on the exercise of stock options is credited to capital stock. The reserves amount associated with stock options is transferred to capital stock upon exercise.

Loss per share

Basic loss per share is computed by dividing the profit or loss for the period by the weighted average number of common shares outstanding during the period. Stock options and common share purchase warrants are not included in the calculation of diluted loss per share if their inclusion would be antidilutive.

(Expressed in Canadian dollars)

3. New Accounting Standards and Interpretations

Standards and amendments issued but not yet effective

The IASB issued new standards and amendments not yet effective.

IFRS 16 - Leases – In January 2016 the International Accounting Standards Board issued IFRS 16, Leases, which specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Consistent with its predecessor, 1AS 17 the new lease standard continues to require lessors to classify leases as operating or finance. IFRS 16 is to be applied retrospectively for annual periods beginning on or after January 1, 2019. The Company has reviewed all leases to determine and document the expected changes associated with the adoption of IFRS 16. The operating lease are not expected to have a material impact on the financial statements as the annual lease and the rental amount is not significant.

IFRIC 23 - Uncertainty over Income Tax Treatments, was issued by IASB on June 7, 2017. The interpretation provides guidance on the accounting for current and deferred tax assets and liabilities in circumstances in which there is uncertainty over income tax treatments. IFRIC 23 requires the entity to contemplate whether uncertain tax treatments should be considered separately or as a group based on the predictability of the resolution. In addition, the entity should assess if the tax authority will accept uncertain tax treatments, and in the case where it is not probable, the interpretation requires the entity to reflect the uncertainty with disclosure of the most likely amount and the expected value of the income tax payable or recoverable. The interpretation is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted. The Company has conducted a preliminary assessment of the effect of this standard and determined that the standard will not have a material impact on the financial statements.

4. Related Party Transactions and Balances

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 operating and financial decisions. This would include the Company's senior management. Parties are also related if they are subject to common control or significant influence. 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. The following are the related party transactions for the years ended December 31, 2018 and 2017:

For the years ended December 31,		**2018**	2017
(a)	Administration and management fees	**$ 151,000**	$ 106,500
	Stock based compensation	**544,300**	17,423
	Loan 2590672 Ontario Inc	-	25,000
		$ 695,300	$ 148,923

(b) During the year ended December 31, 2017, the Company received short-term loan proceeds totaling $13,108 from a director of the Company and has since been re-paid.

(c) On April 24, 2017, July 17, 2017 and August 3, 2017 the Company issued 5,065,998 common shares at a price of $0.0625 per share to settle $316,625 of debts owing to directors.

(d) During the year ended December 31, 2017, the Company made $25,000 non-interest-bearing loan to 2590672 Ontario Inc. The loan has been repaid on March 13, 2018.

(Expressed in Canadian dollars)

4. Related Party Transactions and Balances (continued)

Related party liabilities included in accounts payable and accrued liabilities were as follows:

As at December 31,	2018	2017
Administration and management fees	$ -	$ 40,000

Transactions with related parties are recorded at the exchange amount, being the price agreed between the parties.

5. Share Capital

a) Authorized:

Share capital consists of an unlimited number of Class "A" common shares without par value. Issued shares are fully paid. All warrants and compensation options were valued using the Black-Scholes pricing model.

b) Issued:

Year ended December 31, 2018

During the year ended December 31, 2018, 2,141,333 share purchase warrants were exercised at price between $0.10 to $0.1875 per share for gross proceeds of $313,000.

On February 27, 2019, the Company consolidated its common shares on the basis of 4 new shares for 5 shares. Likewise, the share purchase options were reduced to 4 new options for 5 old options. All share and option information in these financials statements has been reflected on a post consolidation basis.

Year ended December 31, 2017

Private Placements

On March 17, 2017 and April 24, 2017, the Company closed a private placement financing in two tranches in which it issued 1,616,000 units for gross proceeds of $99,000. Each unit consisted of one common share and one-half warrant. Each whole warrant is exercisable at $0.125 per share for a period of 12 months from the date of issuance. In conjunction with the closing, the agent received a cash commission of $8,203 which equals 8% of the gross proceeds raised plus expenses and a total of 126,720 agent warrants valued at $5,778 representing an amount equal to 8% of the units issued under the financing. Each agent warrant is exercisable into one common share of the Company at an exercise price of $0.125 per share for a period of one year.

On August 3, 2017, the Company closed a third tranche of a private placement financing in which it has issued 800,000 units for gross proceeds of $50,000. Each unit consisted of one common share and one-half warrant. Each whole warrant is exercisable at $0.125 per share for a period of 12 months from the date of issuance. In conjunction with the closing, the agent received 64,000 agent warrants valued at $3,852 representing an amount equal to 8% of the units issued under the financing. Each agent warrant is exercisable into one common share of the Company at an exercise price of $0.125 per share for a period of one year.

On December 18, 2017, the Company closed a private placement financing in which it issued 4,066,000 units for gross proceeds of $406,600. Each unit consists of one common share and one-half warrant. Each whole warrant is exercisable at $0.1875 per share for a period of 12 months from the date of issuance. In conjunction with the closing, the Company paid a finder's fee of $16,250 and issued 120,000 unit warrants valued $35,432. Each unit warrant consisted of one share and one-half warrant. Each whole warrant is exercisable at $0.1875 per share for a period of 12 months from the date of issuance.

Shares for debt

On April 24, 2017, July 19, 2017 and August 3, 2017, the Company issued 6,385,998 common shares at a deemed price of $0.0625 per share to directors and suppliers to settle debt aggregating $399,125. The Company recognized a gain on settlement of debt of $13,914 in 2017.

(Expressed in Canadian dollars)

6. Stock Options

The Company has a Share Option Plan (the "Plan") under which it is authorized to grant options to purchase common shares of the Company to directors, senior officers, employees and/or consultants of the Company. The aggregate number of shares of the Company which may be issued and sold under the Plan will not exceed 10% of the total number of common shares issued and outstanding from time to time. Share options are granted with a maximum term of ten years with vesting requirements at the discretion of the Board of Directors.

The Company records a charge to the statements of operations and comprehensive loss using the Black Scholes fair valuation option pricing model with respect to a share option grant. The valuation is dependent on a number of estimates, including the risk-free interest rate, the level of share volatility, together with an estimate of the level of forfeiture. The level of share volatility is calculated with reference to the historic traded daily closing share price at the date of issue. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable measure of the fair value of the Company's share purchase options.

On January 9, 2018, the Company granted incentive stock options to its directors to purchase up to an aggregate of 1,646,400 common shares of the Company. The options are exercisable for a period of five years at a price of $0.375 per share. The fair value of the 1,646,400 stock options granted is estimated at $544,300 using the Black-Scholes model for option pricing. The assumptions underlying the fair value of the share purchase options were as follows: risk free interest rate - 1.00%; dividend yield - 0%; expected stock volatility - 138% and an option life - 5 years.

On February 21, 2017, the Company granted incentive stock options to its directors to purchase up to an aggregate of 313,924 common shares of the Company. The options are exercisable for a period of ten years at a price of $0.0625 per share. The fair value of the 313,924 stock options granted was estimated at $17,423 using the Black-Scholes model for option pricing. The assumptions underlying the fair value of the share purchase options were as follows: risk free interest rate - 0.38%; dividend yield - 0%; expected stock volatility - 171% and an option life - 10 years.

The following is a continuity schedule for each series of stock options outstanding at December 31, 2018.

Expiry Date	Exercise Price ($)	Outstanding at December 31, 2017	Granted	Exercised	Expired/ Cancelled	Outstanding at December 31, 2018	Fair Value ($)
March 13, 2020	0.0625	589,863	-	-	-	589,863	11,794
February 21, 2027	0.0625	193,924	-	-	-	193,924	10,763
January 9, 2023	0.375	-	1,646,400	-	-	1,646,400	544,300
		783,787	**1,646,400**	**-**	**-**	**2,430,187**	**566,857**

(Expressed in Canadian dollars)

7. Share Purchase Warrants

In connection with the private placement referred to in note 6, the Company issued 3,225,000 share purchase warrants, 190,720 agent warrants and 180,000 agent unit warrants. The agent unit warrant is comprised of one share and one-half warrant. The relative fair value of the 3,225,000 warrants, 190,720 agent warrants and 180,000 agent unit warrants issued in connection with the private placement on March 17, 2017, April 24, 2017, August 3, 2017 and December 18, 2017 were estimated at $23,482, $23,982, $26,111 and $219,702 respectively using the Black-Scholes model for pricing options under the following weighted average assumptions: risk free interest rate 0.7% - 1.64%; dividend yield 0%; expected stock volatility 258% - 284%; and an expected life of 1 year.

The following is a continuity schedule for each series of warrants outstanding as of December 31, 2018:

Expiry Date	Exercise Price ($)	Outstanding at December 31, 2017	Issued	Exercised	Expired/ Cancelled	Outstanding at December 31, 2018	Fair Values ($)
March 17, 2018	0.08	454,720	-	(320,000)	(134,720)	-	-
April 24, 2018	0.08	464,000	-	(464,000)	-	-	-
August 3, 2018	0.08	464,000	-	(464,000)	-	-	-
December 18, 2018	0.12	2,033,000	-	(713,333)	(1,319,667)	-	-
December 18, 2018	0.12	180,000	-	(180,000)	-	-	-
		3,595,720	**-**	**(2,141,3343)**	**(1,454,387)**	**-**	-

8. Loss per share

The following table sets out the computation for basic and diluted loss per share for the year ended December 31, 2018 and 2017:

For the year ended December 31,	2018	2017
Net loss income attributable to common shareholders basic and diluted	**$ (959,700)**	$ (310,475)
Weighted average number of common shares outstanding basic and diluted	**25,344,934**	16,774,195
Basic and diluted loss per share	**$ (0.04)**	$ (0.02)

The options and warrants for the years ended December 31, 2018 and 2017 were excluded from the computation of diluted loss per share as the potential effect was anti-dilutive.

9. Capital Management

The Company's capital is composed of share capital, reserves and deficit. The Company manages its capital within the following objectives:
(a) to ensure that there is sufficient financial flexibility to achieve the ongoing business objectives; and
(b) to maximize shareholder return through enhancing shareholder value.

Management periodically reviews its capital management approach and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management for the year ended December 31, 2018. The Company is not subject to externally imposed capital requirements.

(Expressed in Canadian dollars)

10. Financial Risk Management

The Company's financial risk exposures and the impact on the Company's financial instruments are as follows:

(a) Credit risk:

The Company's credit risk is primarily attributable to cash and accounts receivable. The Company has no significant concentration of credit risk arising from financial instruments.

(b) Liquidity risk:

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2018, the Company has a working capital deficiency of $23,292 (2017: $79,108). The Company had a cash balance of $225,180 (2017: $252,992) to settle current financial liabilities of $264,607 (2017: $236,983). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms, except short term loans.

(c) Fair Value:

The carrying amount of accounts receivable and accounts payable and accrued liabilities approximates their fair value because of the short-term maturities of these items.

11. Income Taxes

The reconciliation of the combined Canadian federal and provincial statutory income tax rate of 26.5% (2017 - 26.5%) to the effective tax rate is as follows:

	2018	2017
Net Loss before recovery of income taxes	**$ (959,700)**	$ (310,475)
Expected income tax (recovery) expense	**(254,321)**	(85,772)
True Ups and Other Adjustments	**(7,515)**	-
Share based compensation and non-deductible expenses	**144,240**	4,649
Change in tax benefits not recognized	**117,596**	81,123
Income tax (recovery) expense	**$ -**	$ -

Deferred taxes are provided as a result of temporary differences that arise due to the differences between the income tax values and carrying amount of assets and liabilities. Deferred tax assets have not been recognized in respect of the following deductible temporary differences because it is not probable that future taxable profit will be available against which the Company can utilize these benefits:

	2018	2017
Exploration and evaluation assets	**$ 4,876,201**	$ 4,876,201
Non capital losses	**10,212,198**	9,749,937
Intangible Assets	**149,251**	149,251
Capital loss carry forward	**10,052**	10,052
Share issuance costs	**43,109**	61,612
	$ 15,290,811	$ 14,847,053

(Expressed in Canadian dollars)

11. Income Taxes (continued)

The non-capital losses carry forwards expire as noted in the table below. Successor exploration assets in the amount of $4,426,639 may only be applied against production profits and proceeds related to specific resource properties. The capital loss carry forward may be carried forward indefinitely, but can only be used to reduce capital gains. Share issuance costs will be deducted over the next 4 years. The remaining temporary differences may be carried forward indefinitely.

Year	Non-capital Losses
2026	$ 325,940
2027	594,579
2028	1,217,987
2029	1,389,413
2030	2,206,289
2031	1,450,670
2032	1,052,159
2033	471,185
2034	312,507
2035	251,121
2036	180,380
2037	326,065
2038	433,903
	$ 10,212,198

12. Subsequent Events

On February 27, 2019, the Company closed an arm's length business combination transaction with 2590672 Ontario Inc. ("City View" or "CVG") through the purchase by the Company of 100% of the issued and outstanding common shares of City View (the “Acquisition”). As at the date of the transaction, City View had 18,824,389 common shares and 2,793,333 options issued and outstanding.

On February 27, 2019, the Company closed the business combination transaction and changed its name to "City View Green Holdings Inc.". On the day of closing, the Company delisted from the TSXV Exchange and migrated to the Canadian Securities Exchange ("CSE") and began trading under the symbol "CVGR".

In addition, at the closing, the Company consolidated its common shares on the basis of 4 new shares for 5 shares. Likewise, the share purchase options were reduced to 4 new options for 5 old options.

The consideration, upon City View and the Company each being satisfied with their respective due diligence reviews, including other requirements outlined in the LOI, at closing of the Acquisition, as consideration for all of the issued and outstanding securities of City View, the Company issued to the holders of outstanding City View common shares, eight (8) common shares per each one (1) outstanding City View common share held by them; and issue to holders of outstanding City View stock options, four (4) stock options per each one (1) outstanding City View Option held by them, with each Option being exercisable into one common share of the Company at prices ranging between $0.25/share and $0.75 per share for a period of 5 years from the date of closing of the Acquisition.

As a result of the transaction, City View shareholders control the Company and the transaction was considered a reverse take-over ("RTO").