Lanebury Growth Capital Ltd.

Form 2A
LISTING STATEMENT

Dated November 14, 2017

1. Table of Contents

Glossary of Terms

The following is a glossary of certain terms used in this Listing Statement. Terms and abbreviations used in this Listing Statement and also appearing in the documents attached as schedules to the Listing Statement (including the financial statements) may be defined separately and the terms and abbreviations defined below may not be used therein, except where otherwise indicated. Words below importing the singular, where the context requires, include the plural and vice versa, and words importing any gender include all genders. All dollar amounts herein are in Canadian dollars, unless otherwise stated.

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

"**Common Shares**" means the common shares without par value of Lanebury Growth Capital Ltd.

"**Computershare**" means Computershare Investor Services Inc.

"**Escrow Agreement**" means the escrow agreement entered into on November 14, 2017, among the Issuer, Computershare, and Code Consulting Limited.

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

"**Issuer**" means Lanebury Growth Capital Ltd.

"**NU2U**" or "**NU2U Resources Corp.**" means the former corporate name of Lanebury Growth Capital Ltd.

"**Preferred Shares**" means the preferred shares with a par value of $100 Canadian each of Lanebury Growth Capital Ltd.

Currency

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

Caution Regarding Forward-Looking Statements

This Listing Statement contains forward-looking statements or information (collectively "forward-looking statements") that relate to the Issuer's management's current expectations and views of future events. In addition, the Issuer may make or approve certain statements in future filings with Canadian securities regulatory authorities, in press releases, or in oral or written presentations that are not statements of historical fact and may also constitute forward-looking statements. All statements, other than statements of historical fact, made by the Issuer that address activities, events or developments that we expect or anticipate will or may occur in the future are forward-looking statements, including, but not limited to, statements preceded by, followed by or that include words such as "may", "will", "would", "could", "should", "believes", "estimates", "projects", "expects", "aims", "plans", "intends", "estimates", "seeks", "anticipates", "targets", "continues", "forecasts", "designs", "potential", "goal", or the negative of those words or other similar or comparable words.

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

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

- the speculative and competitive nature of the technology sector;
- other risks described in this Listing Statement and described from time to time in the Issuer's documents filed with Canadian securities regulatory authorities

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

Market and Industry Data

This Listing Statement includes market and industry data that has been obtained from third party sources, including industry publications. The Issuer believes that this industry data is accurate and that its estimates and assumptions are reasonable; however, there are no assurances as to the accuracy or completeness of this data. Third party sources generally state that the information contained therein has been obtained from sources believed to be reliable; however, there are no assurances as to the accuracy or completeness of included information. Although the data are believed to be reliable, the Issuer has not independently verified any of the data from third party sources referred to in this Listing Statement or ascertained the underlying economic assumptions relied upon by such sources.

2. Corporate Structure

The Issuer was incorporated pursuant to the BCBCA on August 19, 2011, under incorporation number BC0918351 under the name NU2U Resources Corp. On April 25, 2017, the Issuer changed its name to Lanebury Growth Capital Ltd. On April 28, 2017, the Issuer consolidated its share capital on the basis of 12 to 1.

The Issuer's head and registered and records office is located at Suite 1080, 789 West Pender Street, Vancouver, British Columbia, V6C 1H2.

The Issuer has no subsidiaries.

Fundamental Change

The Issuer is not requalifying for a listing following a fundamental change or proposing an acquisition, amalgamation, merger, reorganization or arrangement.

3. General Development of the Business

The Issuer was incorporated under the BCABC on August 19, 2011 as a wholly-owned subsidiary of Orca Wind Power Corp. ("OWP"). On August 24, 2011, OWP entered into an arrangement agreement with NU2U for the purposes of divesting certain non-core assets (the "Arrangement"), specifically, an investment in Katabatic Power Corp. ("Katabatic") which includes convertible debentures ($490,000), promissory notes ($79,000), cash advances ($94,000), receivables ($110,869) and 9,652,337 common shares, or approximately 48% of Katabatic, a private British Columbia wind development company, all of which had been recorded at $1 on OWP's financial statements (the "Wind Assets").

Since inception the Issuer was unsuccessful in raising any money to further the Wind Assets other than the cash advanced by related parties to cover administrative expenses. Accordingly, management is reviewing other business opportunities, primarily in the area of investing and subsequently acquiring suitable technology companies.

On December 15, 2015, the Company executed a Credit Agreement (the "Agreement") with Mobio Technologies Inc. ("Mobio") whereby the Company granted to Mobio a credit facility in the aggregate principal amount of $375,000 to facilitate the continued growth of two of its subsidiaries (Strutta.com Media Inc. ("Strutta")) and Twenty Year Media Corp. ("TYM")) and to fund its working capital. Pursuant to the terms of the Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The credit facility is secured by a Convertible Promissory Note (the "Note"), General Security Agreements under which Mobio, Strutta and TYM granted a fixed and floating first priority security interest over all of their present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which Mobio granted to, pledged in favour of and assigned to the Company a first priority security interest in favour of the Company of the issued and outstanding shares in the capital of Strutta and TYM, Strutta and TYM unconditionally and irrevocably guaranteed all indebtedness owing under the Agreement and all present and future debts and liabilities of Mobio to Strutta and TYM were assigned to the Company and postponed to the indebtedness owing under the Agreement. Pursuant to the Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of Mobio at a price of $0.15 per share. As further consideration for the loan advance, Mobio issued to the Company a warrant certificate to purchase up to 1,250,000 common shares of Mobio at a price of $0.15 per share for a period of one year from the closing date. Subsequent to year end, Mobio repaid the principal balance plus accrued interest (see Note 11).

On January 15, 2016, the Company executed a Credit Agreement (the "TYM Agreement") with TYM. As part of a reorganization process, TYM agreed to assume $252,500 ($250,000 plus $2,500 in accrued interest) of the balance owing by Mobio to the Company under the Agreement. The $250,000 principal balance assumed by TYM is the facility granted by the Company under the TYM Agreement. Pursuant to the terms of the TYM Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). Interest on the outstanding balance accrues at 17% per annum upon the occurrence of a default event. The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. Because TYM did not raise at least $150,000 in equity capital prior to March 31, 2016, the $250,000 facility immediately became due and payable on March 31st. The principal balance is secured by a Convertible Promissory Note (the "TYM Note") in the amount of $252,500, a General Security Agreement under which TYM granted a fixed and floating first priority security interest over all of its present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which TYM granted to and pledged in favour of the Company a first priority security interest over all of the issued and outstanding shares in the capital of two of its subsidiaries, 858466 Canada Corp. ("858466") and Emerging Pictures Corp.("EPC"), 858466 and EPC unconditionally and irrevocably guaranteed all indebtedness owing under the TYM Agreement and all present and future debts and liabilities of TYM to 858466 and EPC were assigned to the Company and postponed to the indebtedness owing under the TYM Agreement. Pursuant to the TYM Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of TYM at a conversion price to be calculated as specified.

The debt pursuant to the TYM Note is outstanding as of the date of this Listing Statement.

On July 26, 2017, the Issuer received a $250,000 loan from Code Consulting Limited, a company wholly controlled by Lance Tracey, a director, CEO and controlling shareholder of the Issuer.

On October 3, 2017, the Issuer loaned $150,000 to Mobio Technologies Inc., a company with a common director in Laurie Baggio.

On November 2, 2017, the Issuer issued common shares pursuant to a private placement with Code Consulting Limited, a company wholly controlled by Lance Tracey, a director, CEO and controlling shareholder of the Issuer. The private placement consisted of an investment of $5,000,000 through the issuance of 8,333,333 common shares at a price of $0.60 per share.

4 Narrative Description of the Business

Business and Investment Strategy

The Issuer is intended to be an investment company specializing in business opportunities in the technology arena. It is currently a reporting issuer in British Columbia and Alberta and has never been listed on a stock exchange.

The Issuer will target investments, for the most part, that have a monthly revenue model and can be scaled easily using internet and mobile technologies. The proposed investments will generally be early stage start-ups that already have developed a customer and revenue base with competent management in place and are seeking funding for expansion.

Some additional investments may be made in companies where the Issuer already invested, and others will be made in new business opportunities.

The current directors have considerable experience dealing in the technology area and can be expected to find considerable opportunities for investment in the less than one million dollar range where risk is elevated but may be reduced by diversification, and where these investments can be profitable.

Other than Angel investors or crowd funding, the Issuer believes that few sources of early stage investment sources are available to startup companies. It is expected that the Issuer will invest in either debt or equity and likely seek board representation and generally hold a non-control position. In effect, the Issuer plans to operate as an incubator and provide capital and consultations to early stage technology companies. Each investment will be somewhat unique and will require different time frames and strategies to reach maturity and will eventually divested.

Issuer Business Overview

Once an investment decision in a company is made, the Issuer takes an active role in the formation and implementation of its strategy and may participate actively in overseeing the startup company. Often, our core investment positions are taken in publicly-traded and Internet technology-based sector specific companies that are implementing growth plans or other strategic initiatives. We believe that by working closely with companies and funders (and eventually our portfolio companies) we will dramatically reduce the risk of milestone deviation. We will have portfolio companies agree on a series of milestones and deliverables prior to any Issuer or future Issuer partners' capital being injected into the company. Our goal is to ensure these milestones are met on time, and within budget.

The focus of the Issuer will be to work with the Canadian Securities Exchange ("CSE") – given its technology focus (refer below) - and leverage its investments in portfolio companies.

CAPITAL FLOWS TO TECHNOLOGY

Technology companies lead all sectors on the CSE in attracting capital.
The following table quantifies this trend :

CAPITAL RAISED BY CSE ISSUERS BY SECTOR		
SECTOR	2015	2014
Technology	**$125,022,547**	**$78,593,605**
Diversified	$35,497,280	$26,517,467
Mining	$26,028,968	$36,477,831
Oil & Gas	$8,091,238	$12,172,095
TOTAL	$194,640,034	$153,760,998

WEIGHTED TOWARDS TECH

The recently launched CSE Composite Index™ covers approximately 75% of the total market cap on the CSE, strongly weighted by tech :

CSE COMPOSITE INDEX™ MAKE UP BY SECTOR	
SECTOR	as at June 17, 2016
Technology	**35.58%**
Diversified Industries	31.49%
Mining	17.48%
Life Sciences	13.11%
Oil & Gas	2.35%

The following sectors are the primary industry focus for the Issuer:

- ✓ Internet hardware, systems and software
- ✓ Internet Media
- ✓ Internet Health
- ✓ Internet Education

The Issuer plans to identify potential sources of investment by utilizing the network and business contacts of Mr. Tracey, the board of directors and management of the Issuer.

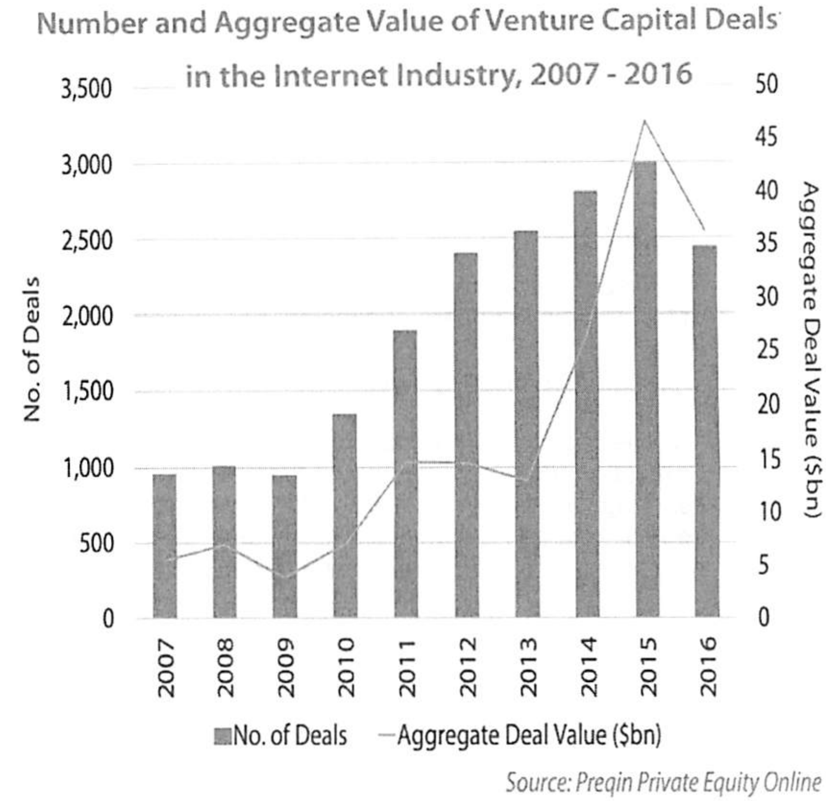
The Ventures Investing Market – Internet-Based Deals

"The perfect storm" has become the cliché of choice to sum-up the global economic recession of 2017+. Certainly, today's economic environment is different than the one-venture capitalists were operating in years ago when the venture capital community was recovering from the "tech bubble burst" and was just beginning to see a significant move towards the globalization of the venture capital industry. Today, the economy is in a far different place. There are signs of optimism.

We observe that VCs are more attuned to the global economy and with this shake up, venture capitalists are making adjustments to their investment strategy in order to thrive in the future. In general, VCs are decreasing their overall investing dollars, focusing on their best companies and increasing their allocation to later-stage investments.

In short, the entrepreneurs who thought they could get rich quickly with just a good idea are now gone and those now left standing recognize the challenges and tenacity needed to establish and build a sustainable business. Those remaining and trying to get funded are much more astute about the globalization of the economy and worldwide competition.

They understand that the value of their company today is not what it will be six months from now and that if they want to be funded, it will likely be at a lower valuation than in the past. VCs are also re-evaluating the stages in which they're investing. Very few are shifting to early-stage investing and a significant percentage are shifting their focus to later-stage companies. This is due to both the strain on the capital markets and the fact that it's now taking longer for companies to be acquired and rare for them to go public. Investing in later-stage companies allows VC's to shorten the gestation period and allows them to exit sooner. A pent-up demand for viable exit strategies by Funders globally is now presenting a significant opportunity for Issuer.



As the chart to the right obtained from Preqin Private Equity Online indicates, following two consecutive years of significant growth, the aggregate value of deals in the Internet sector in 2016 was 22% lower than the previous year. However, the Internet sector remains the largest individual industry for venture capital investment and still accounted for over a quarter of total venture capital deal value in 2016.

Both the number of deals and their aggregate value fell from 2015's record: there were 2,440 venture capital financings within the Internet industry in 2016, worth an aggregate US$36bn, down from 2,994 transactions for US$47bn in 2015.

The number of internet deals in 2016 was at its lowest level since 2012 (2,401) halting six years of year-on-year growth. However, aggregate deal value marked the second highest figure for the industry, buoyed by the Series B round of Ant Financial, the Series G round of Uber Technologies and the financing of Meituan-Dianping, the three largest Internet deals completed in 2016. Though there was only a slight reduction in the number of Internet exits in 2016 from 2015, there was a significant drop in aggregate exit value from $28bn in 2015 to $13bn in 2016.

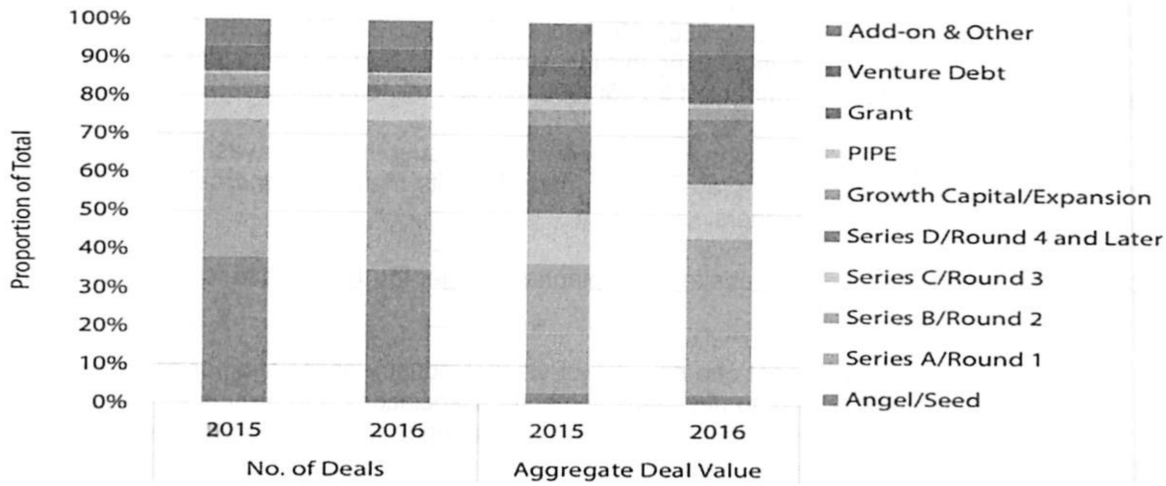
Early-Stage and Seed/Series A – Market Opportunity

The Issuer believes that the market opportunities are primarily in two areas: (1) Early-Stage; and (2) Seed/Series A.

As illustrated by the following charts from Preqin Private Equity Online, as in 2015, early stage investments (Series A and earlier) dominated the venture capital investing market in 2016, accounting for 61% of the number of deals and 19% of aggregate deal value, but such rounds often were for more than US$5.0m by traditional Funders.

However, early-stage investments and Seed/Series A rounds of investments typically exceeded US$3.0m – meaning a "Hole" exists in the VC and funding marketplace for firms supplying investments of C$250,000 to C$2.5 million. This is the target market of Issuer – within the Internet-based technology sectors.

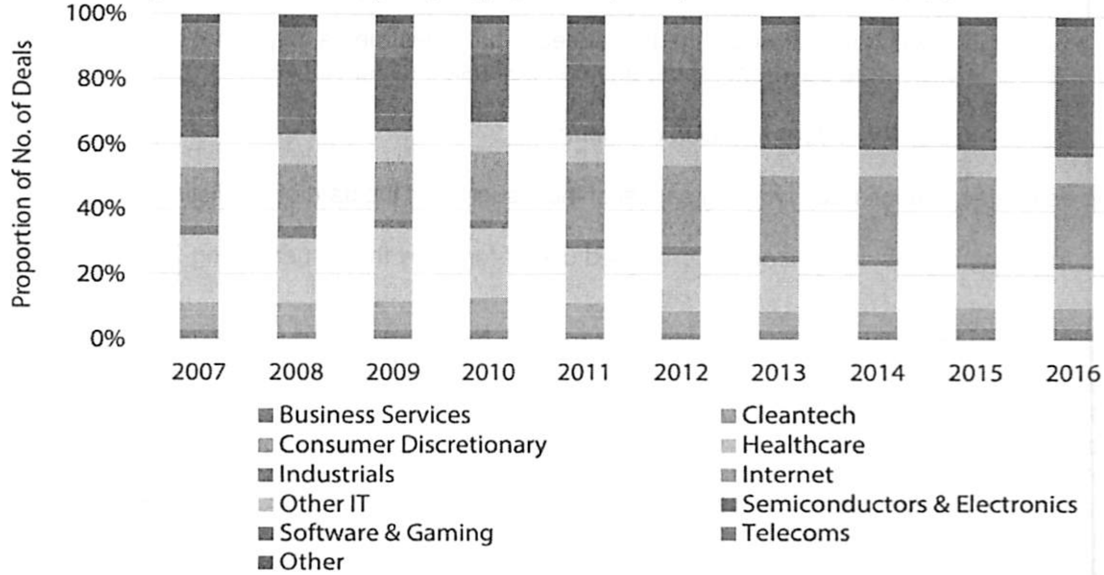
Proportion of Number and Aggregate Value of Venture Capital Deals by Stage, 2015 vs. 2016



Source: Preqin Private Equity Online

Proportion of Number of Venture Capital Deals* by Industry, 2007 - 2016

**Figures exclude add-ons, grants, mergers, secondary stock purchases and venture debt.*



Source: Preqin Private Equity Online

The Issuer believes that there is also a market niche today where downsized VCs and PE firms may not be able properly service all their portfolio companies and/or are looking for a liquidity event. The Issuer intends to service this marketplace by helping such VCs and PE firms take some of their portfolio companies and growth them through comprehensive M&A. At the same time, we would like to position historical investors so they can preserve some value while allowing our new investors to accelerate their growth opportunities.

Business Objectives and Milestones

The critical objectives of the Issuer over the next twelve and twenty-four months are outlined below:

1. Review companies that have currently been identified and have received some funding from affiliates that may qualify for further investments. In the first 12 months, subject to further due diligence, it is expected that 2-3 of these familiar entities will qualify for further investments of up to $500,000 each for a total amount of up to $1,500,000. In some cases, outside investment groups or individuals will be asked to participate where it is deemed prudent to diversify risk. The Issuer plans to use funds from its investment budget of $3,250,000 for this business objective.

2. Review new opportunities that are uncovered and, subject to satisfactory due diligence, provide funding for at least 2 of these businesses up to $500,000 each in the next 12 to 24 months for a total amount of up to $1,000,000 with a possibility of increasing this investment to $1,750,000, if necessary. The Issuer plans to use funds from its investment budget of $3,250,000 for this business objective.

3. Secure 2 to 5 strategic partners, who will partner with the Issuer in larger investment projects within the next 12 to 24 months. The Issuer plans to use funds from its marketing and sales budget to fund the negotiations with the strategic Partners.

4. Create and maintain an active website. The planned budget for the website for the next 24 months is $50,000.

5. Obtain Sponsorship from at least one new Junior Capital industry association or group in year 2017 or 2018. The Issuer will seek access to new vertical market associations and groups as well as coverage in the Internet-based financial press. The Issuer plans to use funds from its marketing and sales budget to fund this business objective.

To monitor its investments, in addition to observing financial performance of startup companies, the Issuer has obtained consents in the past and will be seeking in the future to appoint at least one director to boards of directors of these startup companies.

As a part of its investment strategy, the Issuer seeks out investments in general that are technology driven, have a monthly revenue payment model and can be scaled using software.

Funds Available to the Issuer and Use of Funds

The estimated consolidated working capital of the Issuer as of the date of this listing statement is 4,074,246.

The following table summarizes the proposed use of funds by the Issuer during 2017 and 2018.

Set-Up Office	$50,000
Marketing Materials	$50,000
Website and Portal	$50,000
Marketing and Sales Efforts 2017/2018	$125,000
Closing Costs	$150,000
Operations for 2017/2018	$300,000
Available for Investment	$3,250,000
Unallocated Working Capital	$99,246
TOTAL:	$4,074,246

5. Selected Consolidated Financial Information

The following table summarizes financial data for the Issuer for each of the last three completed financial years and any period subsequent to the most recent financial year end for which financial statements have been prepared, accompanied by a discussion of the factors affecting the comparability of the data, including discontinued operations, changes in accounting policies, significant acquisitions or significant dispositions and major changes in the direction of the Issuer's business.

The information contained in this table should be read in conjunction with the Issuer's financial statements.

	Nine Months Ended March 31, 2017	Six Months Ended December 31, 2016	Three Months Ended September 30, 2016	Year Ended June 30, 2017	Year Ended June 30, 2016	Year Ended June 30, 2015
Total Assets ($)	570,347	633,985	421,637	516,336	412,316	1
Total Liabilities ($)	721,130	778,609	524,239	736,219	513,542	70,393
Total Long-Term Liabilities ($)	Nil	Nil	Nil	Nil	Nil	Nil
Working Capital ($)	(150,783)	(144,625)	(102,873)	(219,884)	(101,227)	(70,392)
Revenues ($)	Nil	Nil	Nil	Nil	Nil	Nil
Net Loss for Period ($)	(29,659)	(19,898)	(1,646)	(138,258)	(30,834)	(50,889)
Loss per Share – basic and diluted ($)	(0.00)	(0.00)	(0.00)	(0.06)	(0.00)	(0.00)

The following table summarizes quarterly results for each of the eight most recently completed quarters ending at the end of the most recently completed financial year. The information contained in this table should be read in conjunction with the Issuer's financial statements.

Quarter Ended	Total Assets ($)	Total Liabilities ($)	Revenue ($)	Net Income/(Loss) ($)	Loss per Share ($)
June 30, 2017	516,336	736,219	Nil	(74,533)	(0.04)
March 31, 2017	570,347	721,130	Nil	(29,659)	0.00
December 31, 2016	933,985	778,609	Nil	(18,252)	0.00
September 30, 2016	421,367	524,239	Nil	(1,646)	0.00
June 30, 2016	412,316	513,542	Nil	1,358	0.00
March 31, 2016	390,185	492,769	Nil	(9,207)	0.00
December 31, 2015	393,705	487,082	Nil	(19,985)	0.00
September 30, 2015	1	73,393	Nil	(3,000)	0.00

Dividends

There are no restrictions that could prevent the Issuer from paying dividends on its Common Shares. Dividends can be declared by the Issuer's board of directors when deemed appropriate from time to time. To date, the Issuer has not declared any dividends on its Common Shares and it is unlikely that earnings will be available for the payment of dividends in the foreseeable future. The Issuer is in the start-up investment phase and intends to retain its earnings, if any, to finance the development and growth of its business. The payment of dividends in the future will depend on the Issuer's earnings and financial condition and such other factors as the Issuer's board of directors may consider appropriate.

Foreign GAAP

Not applicable.

6. Management's Discussion and Analysis

The annual management's discussion and analysis of the Issuer for the financial years ended June 30, 2016 and 2017, respectively, are included in this Listing Statement below.

INTRODUCTION

NU2U Resources Corp. ("NU2U" or the "Company") was incorporated under Business Corporations Act (British Columbia) on August 19, 2011 as a wholly-owned subsidiary of Orca Wind Power Corp. ("OWP"). On August 24, 2011, OWP entered into an arrangement agreement with NU2U for the purposes of divesting certain non-core assets (the "Arrangement"), specifically, an investment in Katabatic Power Corp. ("Katabatic") which includes convertible debentures ($490,000), promissory notes ($79,000), cash advances ($94,000), receivables ($110,869) and 9,652,337 common shares, or approximately 48% of Katabatic, a private British Columbia wind development company, all of which had been recorded at $1 on OWP's financial statements (the "Wind Assets").

This management discussion and analysis ("MD&A") should be read in conjunction with the unaudited condensed consolidated interim financial statements of Company and related notes thereto for the year ended June 30, 2016 and 2015 (the "Financial Statements"), which have been prepared in accordance with International Financial Reporting Standards as applicable to interim financial reports including International Accounting Standard 34, Interim Financial Reporting. All amounts in the financial statements and this discussion and analysis are expressed in Canadian dollars, unless otherwise indicated. This Management Discussion and Analysis ("MD&A") is dated October 28, 2016 and discloses specified information up to that date.

All statements other than statements of historical fact in this MD&A are forward-looking statements. These statements represent the Company's intentions, plans, expectations and beliefs as of the date hereof, and are subject to risks, uncertainties and other factors of which many are beyond the control of the Company. These factors could cause actual results to differ materially from such forward-looking statements. Readers should not place undue reliance on these forward-looking statements. The Company undertakes no obligation to publicly revise these forward-looking statements to reflect subsequent events or circumstances.

THE COMPANY AND BUSINESS

Since inception NU2U has not been successful in raising any money to further the Wind Assets but only the cash advanced by related parties to cover administrative expenses. As such, NU2U has yet to commence operations. Accordingly, management is reviewing other business opportunities. NU2U's financial success will be dependent upon its ability to find a suitable business and obtain necessary financing.

On December 15, 2015, the Company executed a Credit Agreement (the "Agreement") with Mobio Technologies Inc. ("Mobio") whereby the Company granted to Mobio a credit facility in the aggregate principal amount of $375,000 to facilitate the continued growth of two of its subsidiaries (Strutta.com Media Inc. ("Strutta")) and Twenty Year Media Corp. ("TYM")) and to fund its working capital. Pursuant to the terms of the Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The credit facility is secured by a Convertible Promissory Note (the "Note"), General Security Agreements under which Mobio, Strutta and TYM granted a fixed and floating first priority security interest over all of their present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which Mobio granted to, pledged in favour of and assigned to the Company a first priority security interest in favour of the Company of the issued and outstanding shares in the capital of Strutta and TYM, Strutta and TYM unconditionally and irrevocably guaranteed all indebtedness owing under the Agreement and all present and future debts and liabilities of Mobio to Strutta and TYM were assigned to the Company and postponed to the indebtedness owing under the Agreement. Pursuant to the Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of Mobio at a price of $0.15 per share. As further consideration for the loan advance, Mobio issued to the Company a warrant certificate to purchase up to 1,250,000 common shares of Mobio at a price of $0.15 per share for a period of one year from the closing date. Subsequent to year end, Mobio repaid the principal balance plus accrued interest (see Note 11).

On January 15, 2016, the Company executed a Credit Agreement (the "TYM Agreement") with TYM. As part of a reorganization process, TYM agreed to assume $252,500 ($250,000 plus $2,500 in accrued interest) of the balance owing by Mobio to the Company under the Agreement. The $250,000 principal balance assumed by TYM is the facility granted by the Company under the TYM Agreement. Pursuant to the terms of the TYM Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). Interest on the outstanding balance accrues at 17% per annum upon the occurrence of a default event. The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. Because TYM did not raise at least $150,000 in equity capital prior to March 31, 2016, the $250,000 facility immediately became due and payable on March 31st. The principal balance is secured by a Convertible Promissory Note (the "TYM Note") in the amount of $252,500, a General Security Agreement under which TYM granted a fixed and floating first priority security interest over all of its present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which TYM granted to and pledged in favour of the Company a first priority security interest over all of the issued and outstanding shares in the capital of two of its subsidiaries, 858466 Canada Corp. ("858466") and Emerging Pictures Corp.("EPC"), 858466 and EPC unconditionally and irrevocably guaranteed all indebtedness owing under the TYM Agreement and all present and future debts and liabilities of TYM to 858466 and EPC were assigned to the Company and postponed to the indebtedness owing under the TYM Agreement. Pursuant to the TYM Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of TYM at a conversion price to be calculated as specified.

SELECTED ANNUAL INFORMATION

Financial year ended:	**June 30, 2016**	**June 30, 2015**	**June 30, 2014**
Total revenues	Nil	Nil	Nil
Net loss			
In total	$ (30,834)	$ (50,889)	$ (5,274)
Per share [1]	(0.00)	(0.00)	(0.00)
Comprehensive income / (loss)			
In total	$ (30,834)	$ (50,889)	$ (5,274)
Total assets	$ 412,316	$ 1	$ 1
Total long term financial liabilities	Nil	Nil	Nil

No dividends were declared or paid nor are any contemplated

Note 1 - Fully diluted per share amounts are not shown as the effect is anti-dilutive

RESULTS OF OPERATIONS

	Three month period ended June 30,		Year ended June 30,	
	2016	2015	2016	2015
Expenses				
Management and consulting fees	1,620	3,000	14,309	46,000
Office and sundry	23	-	678	-
Professional fees	4,000	2,000	13,470	2,100
Transfer agents	559	251	8,895	2,789
Total expenses	(6,202)	(5,251)	(37,352)	(50,889)
Interest income	18,868	-	28,217	-
Interest expense	(9,973)	-	(21,699)	-
Net loss and comprehensive loss for period	**$ 2,693**	**$ (5,251)**	**$ (30,834)**	**$ (50,889)**

Loss

The net income for the quarter ended June 30, 2016 was $2,693 compared to a loss of $5,251 for the quarter ended June 30, 2015 representing an increase on $7944.

The net loss for the year ended June 30, 2016 was $30,834 compared to a net loss for the year ended June 30, 2015 of $50,889.

Expenses

For the quarter ended June 30, 2016, total expenses were $6,202 compared to $5,251 recorded during the same period in 2015, representing an increase in expenses of $951. The expenses for the year ended June 30, 2016 were $37,352 compared to $50,889 in the prior period representing a decrease in expenses of $13,537 or 27%. Material variances over the comparable period are discussed below.

Management and consulting fees

For the quarter ended June 30, 2016, management and consulting fees were $1,620 compared to $3,000 for the quarter ended in the prior year. Management and consulting fees for the year ended June 30, 2016 were $14,309 compared to $46,000 in the prior year. The costs in 2015 were related to the Company accruing fees for the forty months commencing September 1, 2011 to June 30, 2015 for the CEO and CFO.

Professional fees

For the quarter ended June 30, 2016, professional fees were $4,000 compared to $1,579 for the quarter ended in the prior year. Professional fees for the year ended June 30, 2016 were $13,470 compared to $1,679 in the prior year. The increases in fees were related to the short term investment outlined in Note 3 of the Financial Statements.

SUMMARY OF QUARTERLY RESULTS

Fiscal quarter ended	Revenues 1	Net loss and comprehensive loss - total	Loss from consulting operations - per share
		$	$
June 30, 2016	Nil	2,693	(0.00)
March 31, 2016	Nil	(9,207)	(0.00)
December 31, 2015	Nil	(19,985)	(0.00)
September 30, 2015	Nil	(3,000)	(0.00)
June 30, 2015	Nil	(5,251)	(0.00)
March 31, 2015	Nil	(3,251)	(0.00)
December 31, 2014	Nil	(42,387)	(0.00)
September 30, 2014	Nil	-	(0.00)

Note 1: Revenues exclude interest income. Fully diluted per share amounts are not shown as they would be anti-dilutive.

Note 2: Loss per share is rounded to the nearest whole cent.

LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2016, the Company had current assets of $412,315 and current liabilities of $513,542 compared to current assets of $Nil and current liabilities of $70,393 as at June 30, 2015. Working capital was negative $101,227 at June 30, 2016 compared to a negative $70,393 at June 30, 2015.

Cash and cash equivalents at June 30, 2016, were $7,784 compared to $Nil at June 30, 2015.

In the future, the Company will need to continue raising additional capital. As a public company, the evaluation by the investment community and individual investors will determine the outcome of any financing in the public market.

Off Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Transactions with Related Parties and Key Management Personnel

Balances

The following amounts payable to related parties are included in trade payables and accrued liabilities:

		June 30, 2016		June 30, 2015
Code	$	70,360	$	-
CEO of the Company		5,000		-
Former CEO of the Company		-		25,193
Former CFO of the Company		-		25,193
Company with common directors		-		16,928
	$	75,360	$	67,314

On October 29, 2015, the Company executed a Debt Assignment Agreement with the former CEO of the Company, the former CFO of the Company and a company with common directors whereby the $70,360 (June 30, 2015 - $67,314) aggregate amount owing by the Company to these parties was assigned to Code.

Transactions – paid or accrued

Transactions with related parties are summarized in the tables below:

		Year ended June 30, 2016		Year ended June 30, 2015
Interest on loan payable to Code	$	21,699	$	-
Rent charged by a company controlled by the CFO of the Company		600		-

Key management personnel compensation:

		Year ended June 30, 2016		Year ended June 30, 2015
Management and consulting fees	$	14,309	$	46,000

All transactions with related parties have occurred in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Loans from related party

In connection with the short term investment the sum of $400,000 was advanced to the Company by Code Consulting Ltd., a company owned by Lance Tracey, the Company's CEO and controlling shareholder. These monies, which are to be used to fund the Loan and for general working capital, are repayable on demand and bear interest at 10% per annum, compounded annually.

Financial Instruments

Financial assets

Financial assets are initially recognized at fair value and are classified into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss – derivatives or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Loans and receivables - non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of operations.

Available-for-sale – non-derivative financial assets not included in the above categories are classified as available-for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of operations.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at the minimum of at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Other financial liabilities - includes amounts due to related parties and payables and accruals, all of which are recognized at amortized cost.

Classification of Financial Instruments

The Company has classified due to related parties and payables and accruals as other financial liabilities.

Share Capital

The total number of common shares outstanding as at the date of this MD&A and June 30, 2016 is/was 23,849,615, no change from June 30, 2015.

As at the date of this report there were no stock options or warrants outstanding.

Future Cash Requirements

The Company's future capital requirements will depend on many factors, including, among others, the development of Wind Assets and cash flow from operations. Should the Company wish to develop the Wind Assets or pursue other business opportunities, it will likely need to raise additional funds through debt or equity financing. The Company believes that its current cash requirements can be funded from short-term advances from related parties until such time as a financing is completed. Current market conditions have made it more difficult to raise additional funds. If additional funds are raised through the issuance of equity securities, the percentage ownership of current shareholders will be reduced and such equity securities may have rights, preferences, or privileges senior to those of the holders of the Company's common stock. No assurance can be given that additional financing will be available, or that it can be obtained on terms acceptable to the Company and its shareholders. If adequate funds are not available, the Company may be required to further delay the development of the Wind Assets.

RISK FACTORS

In evaluating an investment in NU2U, in addition to other information contained in this MD&A, investors should consider the following risk factors associated with NU2U. These risk factors are not a definitive list of all risk factors associated with NU2U and its business.

Competition - Significant and increasing competition exists for wind power generation businesses. There are many companies that compete for electricity purchase agreements and may be able to offer better pricing than NU2U. Currently BC Hydro and Power Authority has the monopoly on purchasing power from independent power producers in British Columbia. There can be no guarantee that NU2U will enter into electricity purchase agreements.

It is the strategy of NU2U to obtain and develop new wind power generation assets. The existence of competition could adversely affect NU2U's ability to obtain and develop these assets and could have a potential impact upon its revenues and ability to meet its debt obligations.

Conflicts of Interest - Certain directors and officers of NU2U are, and may continue to be, involved in acquiring assets through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of NU2U. Situations may arise in connection with potential acquisitions or investments where the other interests of these directors and officers may conflict with the interests of NU2U. The directors of NU2U are required by law, however, to act honestly and in good faith with a view to the best interests of NU2U and their shareholders and to disclose any personal interest which they may have in any material transaction which is proposed to be entered into with NU2U and to abstain from voting as a director for the approval of any such transaction.

Dependency on a Small Number of Management Personnel - NU2U is dependent on a very small number of key personnel, the loss of any of whom could have an adverse effect on NU2U and its business operations. NU2U also needs to retain qualified technical and sales personnel.

Development Costs - NU2U may experience losses due to higher prices of labour and consulting fees and costs of materials. NU2U will closely monitor the costs of services and materials and look for long-term commitments for those prices whenever possible. Costs of research, development, supplies and marketing have fluctuated over the past several years, NU2U intend to pass such additional costs to buyers through higher pricing. Any significant increase that NU2U cannot pass on to buyers may have a negative material impact on NU2U and its business operations.

General and Industry Risks - In the normal course of business, NU2U will be subject to the risks and uncertainties common to the industry for wind power generation, which highly depends on governmental policies. These risks include the supply and demand for green energy, electricity prices, aboriginal land claims, changes of climate, global warming, intermittent nature of wind, environmental standards, infrastructure lines transmitting electricity, subsidies or lack thereof and competition from other suppliers of electricity. Due to the recent economic climate, NU2U will also be impacted by the global credit crisis which creates additional credit liquidity risks to manage for the future.

The Wind Assets are subject to varying degrees of risk. These risks may include: (i) changes in general economic conditions such as the availability and cost of financing capital; (ii) changes in local conditions, including oversupply or reduction in demand for wind energy in a particular geographical area; (iii) changes to government regulations and (iv) competition from others. In addition, there is no guarantee that NU2U will be successful in developing the Wind Assets or enter into electricity purchase agreements.

No History of Earnings or Dividends - NU2U has no history of earnings, and there is no assurance that the Wind Assets will generate earnings, operate profitably or provide a return on investment in the future. NU2U has no plans to pay dividends for the foreseeable future.

Potential Profitability Depends Upon Factors Beyond the Control of NU2U - The potential profitability of the Wind Assets or any other assets that may be acquired by NU2U is dependent upon many factors beyond NU2U's control. For instance, prices are subject to market conditions and availability of credit and response to changes in domestic, international, political, social and economic environments. Profitability also depends on the costs of operations, including costs of labour, equipment, electricity, environmental compliance or other production inputs. Such costs will fluctuate in ways NU2U cannot predict and are beyond NU2U's control, and such fluctuations will impact on profitability and may eliminate profitability altogether. Additionally, events which cause worldwide economic uncertainty may make fundraising for development difficult. These changes and events may materially affect the financial performance of NU2U.

Regulations, Permits, and Compliance - the current or future operations of NU2U, including development activities, require permits and approvals from local governmental authorities as well as market research and analysis. There can be no assurance that any or all permits and approvals for research NU2U may require for the Wind Assets or other projects which NU2U may undertake will be given.

In particular, the current or future operations of NU2U, including development activities, require permits and approvals from provincial, federal, municipal governmental authorities and approval of the First Nations. There can be no assurance that any or all permits and approvals which NU2U may require for the construction and development of the power generation assets or other projects which NU2U may undertake will be given.

Securities of NU2U and Dilution - NU2U plans to focus on the development of the Wind Assets as well as other power assets it may acquire from time to time, and will use its working capital to carry out such activities. However, NU2U will require significant additional funds to further such activities. To obtain such funds, NU2U may sell additional securities including, but not limited to, NU2U Shares or some form of convertible security, the effect of which would result in substantial dilution of the equity interests of NU2U shareholders.

There is no assurance that additional funding will be available to NU2U to develop the Wind Assets and to acquire additional power assets. There is no assurance that NU2U will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further development of the Wind Assets or any other assets that NU2U may acquire.

Supply and Demand - NU2U's performance would be affected by the supply and demand for green energy in British Columbia and in the US. Key drivers of demand include government policies and plans with respect to the acquisition of green energy from independent power producers. The potential for reduced sales revenue exists in the event that demand diminishes or supply becomes over abundant thereby making wind power projects uneconomical.

ADDITIONAL INFORMATION

Additional information pertaining to the Company is available on the SEDAR website at www.sedar.com.

Management's Discussion and Analysis – Year Ended June 30, 2017

INTRODUCTION

Lanebury Growth Capital Ltd. (formerly NU2U Resources Corp.) ("Lanebury" or the "Company") was incorporated under the Business Corporations Act (British Columbia) on August 19, 2011, as wholly-owned subsidiary of Orca Wind Power Corp ("OWP") under the name NU2U Resources Corp. and subsequently changed its name to Lanebury Growth Capital Ltd. on April 25, 2017. On August 24, 2011, OWP entered into an arrangement agreement with Lanebury for the purposes of divesting certain non-core assets (the "Arrangement"), specifically, an investment in Katabatic Power Corp. ("Katabatic") which includes convertible debentures ($490,000), promissory notes ($79,000), cash advances ($94,000), receivables ($110,869) and 9,652,337 common shares, or approximately 48% of Katabatic, a private British Columbia wind development company, all of which had been recorded at $1 on OWP's financial statements (the "Wind Assets").

This management discussion and analysis should be read in conjunction with the financial statements and related notes thereto for the years ended June 30, 2017 and 2016 (the "Financial Statements"), which have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by International Accounting Standards Board ("IASB"). All amounts in the financial statements and this discussion and analysis are presented in Canadian dollars, unless otherwise indicated. This Management Discussion and Analysis ("MD&A") is dated October 30, 2017, and discloses specified information up to that date.

All statements other than statements of historical fact in this MD&A are forward-looking statements. These statements represent the Company's intentions, plans, expectations and beliefs as of the date hereof, and are subject to risks, uncertainties and other factors of which many are beyond the control of the Company. These factors could cause actual results to differ materially from such forward-looking statements. Readers should not place undue reliance on these forward-looking statements. The Company undertakes no obligation to publicly revise these forward-looking statements to reflect subsequent events or circumstances.

THE COMPANY AND BUSINESS

Since inception, Lanebury has not been successful in raising any money to further the Wind Assets but only the cash advanced by related parties to cover administrative expenses. As such, the Company has yet to commence operations. Accordingly, management is reviewing other business opportunities. Lanebury's financial success will be dependent upon its ability to find a suitable business and obtain necessary financing.

On December 15, 2015, the Company executed a Credit Agreement (the "Agreement") with Mobio Technologies Inc. ("Mobio") whereby the Company granted to Mobio a credit facility in the aggregate principal amount of $375,000 to facilitate the continued growth of its subsidiary Strutta.com Media Inc. ("Strutta") and former subsidiary Twenty Year Media Corp. ("TYM") and to fund its working capital. Pursuant to the terms of the Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The credit facility is secured by a Convertible Promissory Note (the "Note"), General Security Agreements under which Mobio, Strutta and TYM granted a fixed and floating first priority security interest over all of their present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which Mobio granted to, pledged in favour of and assigned to the Company a first priority security interest in favour of the Company of the issued and outstanding shares in the capital of Strutta and TYM, Strutta and TYM unconditionally and irrevocably guaranteed all indebtedness owing under the Agreement and all present and future debts and liabilities of Mobio to Strutta and TYM were assigned to the Company and postponed to the indebtedness owing under the Agreement. Pursuant to the Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of Mobio at a price of $0.15 per share. As further consideration for the loan advance, Mobio issued to the Company a warrant certificate to purchase up to 1,250,000 common shares of Mobio at a price of $0.15 per share for a period of one year from the closing date. Subsequent to the warrants being issued, by mutual agreement between the parties, the warrants were terminated.

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio. During the year ended June 30, 2017, Mobio repaid the principal balance of $126,250 plus accrued interest of $9,480.

On January 15, 2016, the Company executed a Credit Agreement (the "TYM Agreement") with TYM. As part of a reorganization process, TYM agreed to assume $252,500 ($250,000 plus $2,500 in accrued interest) of the balance owing by Mobio to the Company under the Agreement. The $250,000 principal balance assumed by TYM is the facility granted by the Company under the TYM Agreement. Pursuant to the terms of the TYM Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). Interest on the outstanding balance accrues at 17% per annum upon the occurrence of a default event. The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. TYM did not make the payment in full on June 1, 2016 and interest on the loan began to accrue at 17% per annum.

The principal balance is secured by a Convertible Promissory Note (the "TYM Note") in the amount of $252,500, a General Security Agreement under which TYM granted a fixed and floating first priority security interest over all of its present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which TYM granted to and pledged in favour of the Company a first priority security interest over all of the issued and outstanding shares in the capital of two of its subsidiaries, 858466 Canada Corp. ("858466") and Emerging Pictures Corp.("EPC"), 858466 and EPC unconditionally and irrevocably guaranteed all indebtedness owing under the TYM Agreement and all present and future debts and liabilities of TYM to 858466 and EPC were assigned to the Company and postponed to the indebtedness owing under the TYM Agreement. Pursuant to the TYM Note, the Company had the right, on or prior to

June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of TYM at a conversion price to be calculated as specified.

On January 15, 2016, the Company executed an Investors' Rights Agreement with TYM whereby TYM is required to grant the Company a right of first offer with respect to future sales by TYM of new shares (as defined) in accordance with specified provisions.

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio.

On March 22, 2017, the due date of the loan with principal and accrued interest was amended to January 1, 2018.

As at June 30, 2017, the outstanding loan receivable balance totaled $319,654 including accrued interest of $67,154. During the year ended June 30, 2017, the Company earned interest income of $49,651 related to this loan receivable.

SELECTED ANNUAL INFORMATION

Financial year ended:	June 30, 2017	June 30, 2016	June 30, 2015
Total revenues	Nil	Nil	Nil
Net loss			
In total	$ (124,090)	$ (30,834)	$ (50,889)
Per share [1 2]	(0.06)	(0.02)	(0.03)
Comprehensive loss			
In total	$ (138,258)	$ (30,834)	$ (50,889)
Total assets	$ 516,336	$ 412,316	$ 1
Total long term financial liabilities	Nil	Nil	Nil

No dividends were declared or paid nor are any contemplated

Note 1 - Fully diluted per share amounts are not shown
Note 2 - Per share amounts have been restated to reflect the twelve for one share consolidation effected in April 2017

RESULTS OF OPERATIONS

	Three month period ended June 30, 2017	Three month period ended June 30, 2016	Year ended June 30, 2017	Year ended June 30, 2016
Administration Expenses				
Management and consulting fees	$ 2,542	$ 1,620	$ 17,623	$ 10,975
Office and sundry	48	23	462	678
Professional fees	14,321	4,000	33,503	16,804
Transfer agent and filing fees	1,689	558	11,820	8,895
Total expenses	(18,600)	(6,201)	(63,408)	(37,352)
Interest income	13,173	17,532	52,166	28,217
Interest expense	(32,114)	(9,973)	(75,856)	(21,699)
Loss on derivative	(36,992)	-	(36,992)	-
Net loss	$ (74,533)	$ 1,358	$ (124,090)	$ (30,834)

THREE MONTH PERIOD ENDED JUNE 30, 2017 AND 2016

Loss

The net loss for the quarter ended June 30, 2017, was $74,533 compared to net income of $1,358 for the quarter ended June 30, 2016, representing an increase in loss of $75,891.

Expenses

For the quarter ended June 30, 2017, total expenses were $18,600 compared to $6,201 recorded during the same period in 2016, representing an increase in expenses of $12,399. Material variances over the comparable period are discussed below.

Professional fees

For the quarter ended June 30, 2017, professional fees were $14,321 compared to $4,000 for the same quarter in the prior year, representing an increase in professional fees of $10,321. The higher fees for the current quarter are related to costs associated with listing the Company on the Canadian Securities Exchange.

Interest income and interest expense

For the quarter ended June 30, 2017, interest income was $13,173 compared to $17,532 for the quarter ended June 30, 2016. The decrease in interest income is related to the repayment of the loan receivable from Mobio outlined in Note 4 of the financial statements. For the quarter ended June 30, 2017, interest expense was $32,114 compared to $9,973 for the same quarter ended in the prior year. The increase in interest expense is related to the loans payable outlined in Note 6 of the financial statements. In addition, the Company incurred a loss on derivative of $36,992 for the three months ended June 30, 2017 compared to $nil for comparable period in 2016. This is related to the decrease in the value of the warrants included in the units purchased from Mobio during the current year.

SUMMARY OF QUARTERLY RESULTS

Fiscal quarter ended	Revenues[1]	Net loss $	Comprehensive Loss $	Loss from continuing operations – per share[1,2,3] $
June 30, 2017	Nil	(74,533)	(88,701)	(0.04)
March 31, 2017	Nil	(29,659)	(6,159)	(0.01)
December 31, 2016	Nil	(18,252)	(41,752)	(0.01)
September 30, 2016	Nil	(1,646)	(1,646)	(0.00)
June 30, 2016	Nil	1,358	1,358	0.00
March 31, 2016	Nil	(9,207)	(9,207)	(0.00)
December 31, 2015	Nil	(19,985)	(19,985)	(0.01)
September 30, 2015	Nil	(3,000)	(3,000)	(0.00)

Note 1: Revenues exclude interest income. Fully diluted per share amounts are not shown as they would be anti-dilutive.

Note 2: Loss per share is rounded to the nearest whole cent

Note 3: All amounts have been restated to reflect the twelve for one share consolidation effected in April 2017

YEAR ENDED JUNE 30, 2017 AND 2016

Loss

The net loss for the year ended June 30, 2017, was $124,090 compared to a net loss of $30,834 for the year ended June 30, 2016, representing an increase in loss of $93,256.

Expenses

For the year ended June 30, 2017, total expenses were $63,408 compared to $37,352 recorded during 2016, representing an increase in expenses of $26,056. Material variances over the comparable period are discussed below.

Professional fees

For the year ended June 30, 2017, professional fees were $33,503 compared to $16,804 for 2016, representing an increase in professional fees of $16,699. The higher fees for the year ended June 30, 2017 are related to an overall increase in activity as well as costs associated with listing the Company on the Canadian Securities Exchange.

Management and consulting fees

For the year ended June 30, 2017, management and consulting fees were $17,623 compared to $10,975 for the prior year, representing an increase in management and consulting fees of $6,648. The higher fees for the year ended June 30, 2017 are related to the hiring of a consultant to generate a business plan.

Interest income and interest expense

For the year ended June 30, 2017, interest income was $52,166 compared to $28,217 for the year ended June 30, 2016. The increase in interest income is related to the short-term investment outlined in Note 4 of the financial statements. For the year ended June 30, 2017, interest expense was $75,856 compared to $21,699 for the prior year. The increase in interest expense is related to the loans payable outlined in Note 6 of the financial statements. In addition, the Company incurred a loss on derivative of $36,992 for the year ended June 30, 2017 compared to $nil for 2016. This is related to the decrease in the value of the warrants included in the units purchased from Mobio during the current year.

LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2017, the Company had current assets of $516,335 and current liabilities of $736,219 compared to current assets of $412,315 and current liabilities of $513,542 as at June 30, 2016. At June 30, 2017, there was a working capital deficiency of $219,884 compared to $101,227 at June 30, 2016.

Cash and cash equivalents at June 30, 2017, were $6,370 compared to $7,784 at June 30, 2016.

On July 26, 2017, Code loaned $250,000 to the Company. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On July 26, 2017, the Company loaned $100,000 to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On October 3, 2017, the Company loaned $50,000, out of a total commitment of $150,000, to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on October 3, 2018.

On August 17, 2016, Code loaned $235,000 to the Company to facilitate the investment in the common shares of Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest was due and payable on August 17, 2017. As of the date of this MD&A the loan remains outstanding.

In the future, the Company will need to continue raising additional capital. As a public company, the evaluation by the investment community and individual investors will determine the outcome of any financing in the public market.

Off Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Transactions with Related Parties and Key Management Personnel

Balances

The following amounts payable to related parties are included in trade payables and accrued liabilities:

		June 30, 2017		June 30, 2016
Code Consulting Limited	$	-	$	70,360
CEO of the Company		-		5,000
Company controlled by the CFO of the Company		588		-
	$	588	$	75,360

On October 29, 2015, the Company executed a Debt Assignment Agreement with the former CEO of the Company, the former CFO of the Company and a company with common directors whereby the $70,360 aggregate amount owing by the Company to these parties was assigned to Code Consulting Limited ("Code"). During the year ended June 30, 2017, the Company repaid the amount of $70,360 owing to Code and the amount of $5,000 owing to the CEO of the Company.

Transactions – paid or accrued

Transactions with related parties are summarized in the tables below:

		Year ended June 30, 2017		Year ended June 30, 2016
Interest and accretion on loans payable to Code	$	75,856	$	21,699
Interest on loan receivable from Mobio		2,515		6,964
Interest on loan receivable from TYM		49,651		17,503

Key management personnel compensation:

		Year ended June 30, 2017		Year ended June 30, 2016
Management and consulting fees	$	14,088	$	10,975
Professional fees		8,100		3,334
Office and sundry		-		600

All transactions with related parties have occurred in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Loans from related party

In connection with the loan receivable outlined in Note 4 to the financial statements, the sum of $400,000 was advanced to the Company by Code, a company owned by Lance Tracey, the Company's CEO and controlling shareholder. These funds, which are to be used to fund the loan receivable and for general working capital, are repayable on demand and bear interest at 10% per annum, compounded annually.

On May 18, 2016, Code loaned an additional $10,000 to the Company. The advance is non-interest bearing, unsecured and has no fixed terms of repayment.

On August 17, 2016, Code loaned $235,000 to the Company to facilitate the investment in the common shares of Mobio, a company with a common director and common CFO, as outlined in Note 3 to the financial statements. This loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The loan was initially recorded at fair market value of $215,399 using a discount rate of 19.1% and $19,601 was allocated to reserves. The balance at June 30, 2017 is $251,255 including interest and accretion of $35,856. The principal balance plus accrued interest was due and payable on August 17, 2017. As of the date of this MD&A, the loan remains outstanding.

As at June 30, 2017, total loans outstanding were $722,954 including accrued interest and accretion of $97,555. During the year ended June 30, 2017, the Company recorded interest and accretion expense of $75,856 related to the loans payable.

Financial Instruments

Financial assets

Financial assets are initially recognized at fair value and are classified into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss – derivatives or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Loans and receivables - non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of operations.

Available-for-sale – non-derivative financial assets not included in the above categories are classified as available-for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of operations.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at the minimum of at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Other financial liabilities - includes amounts due to related parties and payables and accruals, all of which are recognized at amortized cost.

Classification of Financial Instruments

The Company has classified loans payable and payables and accruals as other financial liabilities.

Share Capital

The total number of common shares outstanding at June 30, 2017 and the date of this MD&A is 1,987,470.

As at the date of this report there were no stock options or warrants outstanding.

Future Cash Requirements

The Company's future capital requirements will depend on many factors, including, among others, the development of Wind Assets and cash flow from operations. Should the Company wish to develop the Wind Assets or pursue other business opportunities, it will likely need to raise additional funds through debt or equity financing. The Company believes that its current cash requirements can be funded from short-term advances from related parties until such time as a financing is completed. Current market conditions have made it more difficult to raise additional funds. If additional funds are raised through the issuance of equity securities, the percentage ownership of current shareholders will be reduced and such equity securities may have rights, preferences, or privileges senior to those of the holders of the Company's common stock. No assurance can be given that additional financing will be available, or that it can be obtained on terms acceptable to the Company and its shareholders. If adequate funds are not available, the Company may be required to further delay the development of the Wind Assets.

RISK FACTORS

In evaluating an investment in Lanebury, in addition to other information contained in this MD&A, investors should consider the following risk factors associated with Lanebury. These risk factors are not a definitive list of all risk factors associated with the Company and its business.

Competition - Significant and increasing competition exists for wind power generation businesses. There are many companies that compete for electricity purchase agreements and may be able to offer better pricing than Lanebury. Currently BC Hydro and Power Authority has the monopoly on purchasing power from independent power producers in British Columbia. There can be no guarantee that Lanebury will enter into electricity purchase agreements.

It is the strategy of Lanebury to obtain and develop new wind power generation assets. The existence of competition could adversely affect Lanebury's ability to obtain and develop these assets and could have a potential impact upon its revenues and ability to meet its debt obligations.

Conflicts of Interest - Certain directors and officers of Lanebury are, and may continue to be, involved in acquiring assets through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of Lanebury. Situations may arise in connection with potential acquisitions or investments where the other interests of these directors and officers may conflict with the interests of Lanebury. The directors of Lanebury are required by law, however, to act honestly and in good faith with a view to the best interests of Lanebury and their shareholders and to disclose any personal interest which they may have in any material transaction which is proposed to be entered into with Lanebury and to abstain from voting as a director for the approval of any such transaction.

Dependency on a Small Number of Management Personnel - Lanebury is dependent on a very small number of key personnel, the loss of any of whom could have an adverse effect on Lanebury and its business operations. Lanebury also needs to retain qualified technical and sales personnel.

Development Costs - Lanebury may experience losses due to higher prices of labour and consulting fees and costs of materials. Lanebury will closely monitor the costs of services and materials and look for long-term commitments for those prices whenever possible. Costs of research, development, supplies and marketing have fluctuated over the past several years and Lanebury intends to pass such additional costs to buyers through higher pricing. Any significant increase that Lanebury cannot pass on to buyers may have a negative material impact on Lanebury and its business operations.

General and Industry Risks - In the normal course of business, Lanebury will be subject to the risks and uncertainties common to the industry for wind power generation, which highly depends on governmental policies. These risks include the supply and demand for green energy, electricity prices, aboriginal land claims, changes of climate, global warming, intermittent nature of wind, environmental standards, infrastructure lines transmitting electricity, subsidies or lack thereof and competition from other suppliers of electricity. Due to the recent economic climate, the Company will also be impacted by the global credit crisis which creates additional credit liquidity risks to manage for the future.

The Wind Assets are subject to varying degrees of risk. These risks may include: (i) changes in general economic conditions such as the availability and cost of financing capital; (ii) changes in local conditions, including oversupply or reduction in demand for wind energy in a particular geographical area; (iii) changes to government regulations and (iv) competition from others. In addition, there is no guarantee that Lanebury will be successful in developing the Wind Assets or enter into electricity purchase agreements.

No History of Earnings or Dividends - Lanebury has no history of earnings, and there is no assurance that the Wind Assets will generate earnings, operate profitably or provide a return on investment in the future. Lanebury has no plans to pay dividends for the foreseeable future.

Potential Profitability Depends Upon Factors Beyond the Control of Lanebury - The potential profitability of the Wind Assets or any other assets that may be acquired by Lanebury is dependent upon many factors beyond the Company's control. For instance, prices are subject to market conditions and availability of credit and response to changes in domestic, international, political, social and economic environments.

Profitability also depends on the costs of operations, including costs of labour, equipment, electricity, environmental compliance or other production inputs. Such costs will fluctuate in ways Lanebury cannot predict and are beyond the Company's control, and such fluctuations will impact on profitability and may eliminate profitability altogether. Additionally, events which cause worldwide economic uncertainty may make fundraising for development difficult. These changes and events may materially affect the financial performance of Lanebury.

Regulations, Permits, and Compliance - the current or future operations of Lanebury, including development activities, require permits and approvals from local governmental authorities as well as market research and analysis. There can be no assurance that any or all permits and approvals for research Lanebury may require for the Wind Assets or other projects which Lanebury may undertake will be given.

In particular, the current or future operations of Lanebury, including development activities, require permits and approvals from provincial, federal, municipal governmental authorities and approval of the First Nations. There can be no assurance that any or all permits and approvals which Lanebury may require for the construction and development of the power generation assets or other projects which Lanebury may undertake will be given.

Securities of Lanebury and Dilution - Lanebury plans to focus on the development of the Wind Assets as well as other power assets it may acquire from time to time, and will use its working capital to carry out such activities. However, the Company will require significant additional funds to further such activities. To obtain such funds, Lanebury may sell additional securities including, but not limited to, Lanebury shares or some form of convertible security, the effect of which would result in substantial dilution of the equity interests of Lanebury shareholders.

There is no assurance that additional funding will be available to the Company to develop the Wind Assets and to acquire additional power assets. There is no assurance that Lanebury will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further development of the Wind Assets or any other assets that the Company may acquire.

Supply and Demand – Lanebury's performance would be affected by the supply and demand for green energy in British Columbia and in the US. Key drivers of demand include government policies and plans with respect to the acquisition of green energy from independent power producers. The potential for reduced sales revenue exists in the event that demand diminishes or supply becomes over abundant thereby making wind power projects uneconomical.

SUBSEQUENT EVENTS

On July 26, 2017, Code loaned $250,000 to the Company. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On July 26, 2017, the Company loaned $100,000 to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On October 3, 2017, the Company loaned $50,000, out of a total commitment of $150,000, to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on October 3, 2018.

ADDITIONAL INFORMATION

Additional information pertaining to the Company is available on the SEDAR website at www.sedar.com.

SUBSEQUENT EVENTS

On July 26, 2017, the Issuer received a $250,000 loan from Code Consulting Limited, a company wholly controlled by Lance Tracey, a director, CEO and controlling shareholder of the Issuer.

On October 3, 2017, the Issuer loaned $150,000 to Mobio Technologies Inc., a company with a common director in Laurie Baggio.

On November 2, 2017, the Issuer entered into a private placement with Code Consulting Limited, a company wholly controlled by Lance Tracey, a director, CEO and controlling shareholder of the Issuer. The private placement consisted of an investment of $5,000,000 through the issuance of 8,333,333 common shares at a price of $0.60 per share.

ADDITIONAL INFORMATION

Additional information pertaining to the Company is available on the SEDAR website at www.sedar.com.

7. Market for Securities

The Issuer's securities were not listed on any stock exchange prior to the Issuer applying to have its common shares listed and posted for trading on the Canadian Securities Exchange.

8. Consolidated Capitalization

The following table reflects the capitalization of the Issuer as of the date of this Listing Statement.

Designation of Security	Number Authorized	Outstanding as at Date of Listing Statement
Common Shares	Unlimited, without par value	10,320,803
Preferred Shares	Unlimited, with par value of $100 Canadian each	Nil

1

9. Options to Purchase Securities

There are no outstanding incentive stock options to purchase common shares of the Issuer.

The Issuer has a 10% rolling share option plan (the "Plan"). Pursuant to the Plan, up to 10% of the issue and outstanding common shares of the Issuer may be reserved for issue.

10. Description of the Securities

Authorized Capital

Common Shares

Authorization - The Issuer is authorized to issue an unlimited number of Common Shares without par value, of which 10,320,803 are issued and outstanding as at the date of this Listing Statement.

Voting - Holders of Common Shares are entitled to vote at all meetings of the Issuer's common shareholders declared by the Issuer's directors.

Dividends – Holders of Common shares are entitled to dividends if the dividends are declared by the Board of Directors.

Rights on Dissolution - Subject to the rights of holders of any shares ranking in priority to or on a parity with the Common Shares, holders of Common Shares are entitled to participate rateably in any distribution of the Issuer's assets upon the liquidation, dissolution, winding-up or any other distribution for the purpose of winding up.

Preferred Shares

Authorization - The Issuer is authorized to issue an unlimited number of Preferred Shares with par value of $100 each, of which nil are issued and outstanding as at the date of this Listing Statement.

Voting - Holders of Preferred Shares are entitled to receive notice of and to attend all meetings of our the shareholders of the Issuer (except meetings at which only holders of another specified class or series of shares of the Issuer are entitled to vote separately as a class or series) but shall not be entitled to vote at any such meeting.

Dividends – There is no stated dividend for Preferred Shares. Subject to the prior dividend rights and privileges of any shares ranking senior to the Preferred Shares with respect to priority in the payment of dividends, the holders of Preferred Shares shall be entitled as such to receive dividends, as, if and when declared by the directors of the Issuer from time to time, and all such dividends shall be declared and paid in equal amounts per share on all such Preferred Shares at the time outstanding. The dividends payable on the Preferred Shares shall be, subject to the prior rights and privileges of any shares ranking senior to the Preferred Shares with respect to priority in the payment of dividends, in preference and priority to any dividends payable on the Common Shares.

Rights on Dissolution - In the event of the liquidation, dissolution or winding up of the Issuer, whether voluntary, or involuntary, or any other distribution of assets of the Issuer among its shareholders for the purpose of winding up its affairs, subject to the prior rights and privileges of any shares ranking senior to the Preferred Shares with respect to priority in the distribution of assets upon the liquidation, dissolution or winding up or any other distribution for the purpose of winding up, each holder of Preferred Shares shall be entitled, as such, to promptly receive from the assets and property of the Issuer, in preference and in priority to the registered holders of any Common Shares, the original issue price per share for each of their respective Preferred Shares together with all declared but unpaid dividends thereon. After payment to the holders of Preferred Shares of the amounts so payable to them as provided above, the holders of Preferred Shares shall not, as such, be entitled to share in any further distribution of the assets or property of the Issuer.

Modification of Terms

Subject to the BCBCA and in particular those provisions of the BCBCA relating to the rights of holders of outstanding shares to vote if their rights are prejudiced or interfered with, the Issuer may by ordinary resolution:

(a) create special rights or restrictions for, and attach those special rights or restrictions to, the shares of any class or series of shares, whether or not any or all of those shares have been issued; or

(b) vary or delete any special rights or restrictions attached to the shares of any class or series of shares, whether or not any or all of those shares have been issued and alter its Notice of Articles and Articles accordingly.

Other Attributes

Subject to the special rights or restrictions attached to the shares of any class or series, the BCBCA, and securities laws and regulations of general application, the Issuer may, if authorized by the directors, purchase, redeem or otherwise acquire any of its shares at the price and upon the terms specified in such resolution. The Issuer must not make a payment or provide any other consideration to purchase, redeem or otherwise acquire any of its shares if there are reasonable grounds for believing that the Issuer is insolvent, or making the payment or providing the consideration would render the Issuer insolvent.

Prior Sales

The following table shows prior sales of the securities of the Issuer within the 12 months before the date of this Listing Statement.

Date	Type of Security	Price per Security	Number of Securities
November 2, 2017	Common Shares	$0.60	8,333,333

11. Escrowed Securities

The Issuer anticipates that it will be classified as an "emerging issuer", as defined under National Policy 46-201 - *Escrow for Initial Public Offerings* ("**NP 46-201**") at the time its common shares are listed on the Exchange. Code Consulting Limited, a company controlled by Lance Tracey, a director and officer of the Issuer, and a controlling shareholder, falls within the definition of "principal" of an emerging issuer under NP 46-201 and has entered into an escrow agreement with the Issuer and Computershare on November 14, 2017. Pursuant to the terms of the Escrow Agreement, Code Consulting Limited has agreed that it is restricted from selling or dealing in other ways with the escrow securities until they are released from escrow in accordance with the Escrow Agreement. The following automatic timed releases will apply to such escrowed common shares:

Date of Automatic Timed Release	Amount of Escrow Securities Released
On the date the Issuer's securities are listed on the Exchange (the "Listing Date")	1/10 of the escrow securities
6 months after the Listing Date	1/6 of the remaining escrow securities
12 months after the Listing Date	1/5 of the remaining escrow securities
18 months after the Listing Date	1/4 of the remaining escrow securities
24 months after the Listing Date	1/3 of the remaining escrow securities
30 months after the Listing Date	1/2 of the remaining escrow securities
36 months after the Listing Date	The remaining escrow securities

The following table sets out information on the number of common shares subject to the terms of the Escrow Agreement made as of November 14, 2017, among the Issuer, Computershare, and Code Consulting Limited.

Name of Escrow Holder	Number of Escrowed Securities	Percentage of Class[1]
Code Consulting Limited[2]	9,127,500[3]	88.44%[4]

1 Based on 10,320,803 iss ued and outstanding common shares
2 Lance Tracey, a director and officer of the Issuer, controls Code Consulting Limited
3 Escrowed common shares deposited with Computershare
4 Percentage rounded to the nearest second decimal place

Particulars of the Escrow Agreement

The complete text of the Escrow Agreement is available for inspection during regular business hours at the registered office of the Issuer located at Suite 1080, 789 West Pender Street, Vancouver, British Columbia, V6C 1H2, and will be filed on www.sedar.com under the profile of the Issuer.

12. Principal Shareholders

To the knowledge of the Directors and officers of the Issuer, no person beneficially owns, controls or directs, directly or indirectly, shares carrying 10% or more of the voting rights attached to all shares of the Issuer, except as follows:

Name	Number of Common Shares Beneficially Owned, Controlled or Directed, Directly or Indirectly	Percentage of Outstanding Common Shares
Code Consulting Limited[2]	9,127,500[3]	84.44%[4,5]

1 Based on 10,320,803 issued and outstanding common shares
2 Lance Tracey, a director and officer of the Issuer, controls Code Consulting Limited
3 Escrowed common shares deposited with Computershare
4 Percentage rounded to the nearest second decimal place on both a non-diluted and fully-diluted basis

13. Directors and Officers

The following table sets out the names of the directors and officers of the Issuer, the municipality of residence of each, the respective position(s) and office(s) held by each individual, their principal occupations within the five preceding years, and the number of common shares in the Issuer's authorized capital, which each beneficially owns, directly or indirectly, or over which control or direction is exercised as of the date of this Listing Statement:

Name, province and country of ordinary residence, and positions held with the Issuer	Principal occupation, business or employment	Period serving as a director of the Issuer	Number and Percentage of common shares beneficially owned or Controlled
Lance Tracey North Vancouver British Columbia, Canada CEO & Director	Self-employed business owner	November 30, 2015 - present	9,127,500 (84.44%)
Sheri Rempel[1] Vancouver British Columbia, Canada CFO & Director	Principal of CTB Consulting Inc. since 2006	November 1, 2016 - present	Nil
Laurie Baggio[1] Victoria British Columbia, Canada Director	Self-employed business owner; Chief Executive Officer of Mobio Technologies Inc. (August 2016 – present)	November 30, 2015 - present	Nil
Gary Schroeder[1] Vancouver British Columbia, Canada Director	2012 – present: Business Consultant specializing in matters relating to public companies; 2010 – 2012: President of Creation Casinos Ltd., a listed issuer on the Canadian Securities Exchange (now Orca Power Corp.)	January 19, 2017	6,346 (0.06%)

1 Member of Audit Committee

Each director of the Issuer is elected annually and holds office until the next annual general meeting of shareholders of the Issuer or until his successor is duly elected, unless his office is earlier vacated, in accordance with the Articles of the Issuer. The Issuer is required to have an audit committee, the members of which are set out above.

Collectively, as a group, the Issuer's directors and officers hold 9,133,846 Common Shares, or approximately 88.5% of the Common Shares issued and outstanding as at the date of this Listing Statement.

Cease Trade Orders and Corporate Bankruptcies

Except as disclosed below, one of the directors or officers of the Issuer, or a shareholder holding a sufficient number of securities of the Issuer to affect materially the control of the Issuer, is, or within 10 years before the date of this Listing Statement, has been, a director of officer of any other issuer that, while that person was acting in that capacity:

(a) was the subject of a cease trade or similar order, or an order that denied the other issuer access to any exemptions under Ontario securities law, for a period of more than 30 consecutive days;

(b) was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the issuer being the subject of a cease trade or similar order or an order that denied the relevant Issuer access to any exemption under securities legislation, for a period of more than 30 consecutive days;

(c) became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or

(d) within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Penalties and Sanctions

None of the directors or officers of the Issuer, or a shareholder holding sufficient securities of the Issuer to affect materially the control of the Issuer, has:

(a) been subject to any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority; or

(b) been subject to any other penalties or sanctions imposed by a court or regulatory body that would be likely to be considered important to a reasonable investor making an investment decision.

Personal Bankruptcies

Except as disclosed below, none of the directors or officers of the Issuer, or a shareholder holding sufficient securities of the Issuer to affect materially the control of the Issuer, or a personal holding issuer of any such persons has, within the 10 years before the date of the Listing Statement, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director or officer.

Subsequent to a confidential settlement agreement (the "**Settlement**") entered into between Gary Schroeder and the Canada Revenue Agency (the "**Parties**"), Gary Schroeder was formally discharged from bankruptcy on January 15, 2016. The matter arose from a tax disagreement, which resulted in litigation being brought before the BC Supreme Court, between the Parties. The end result was the execution of the Settlement, which included and required an uncontested declaration of bankruptcy, the formal discharge thereof, and the return of assets to Mr. Schroeder.

Conflicts of Interests

The directors of the Issuer are required by law to act honestly and in good faith with a view to the best interests of the Issuer and to disclose any interests which they may have in any project or opportunity of the Issuer. If a conflict of interest arises, any director in a conflict will disclose his interest and abstain from voting on such matter at a meeting of the board of directors.

To the best of the Issuer's knowledge, and other than as disclosed in this Listing Statement, there are no known existing or potential material conflicts of interest among the Issuer, its directors and officers or other members of management of the Issuer or any proposed director, officer or other member of management as a result of their outside business interests, except that certain of the directors and officers serve as directors and officers of other companies, and, therefore, it is possible that a conflict may arise between their duties to the Issuer and their duties as a director or officer of such other companies.

Management

Lance Tracey
Chief Executive Officer and Director

Mr. Tracey (age 70) was appointed Chief Executive Officer and a director of the Issuer on November 30, 2015.

He is a co-founder of Sutton Group Financial Services Ltd. ("**Sutton Group**"), one of Canada's largest and most successful real estate firms. The Sutton Group, working through more than 8,000 agents throughout Canada, provides a range of residential real estate brokerage services. The Sutton Group was founded in 1983 and was publicly listed in 2004 on the Toronto Stock Exchange, upon which it traded for three years.

Mr. Tracey is a strategy and corporate finance professional with 45+ years' business experience in leadership, strategy, corporate and general finance roles in blue chip management real estate, financial and commercial organizations. He also has extensive international business experience and has worked with companies in Asia, Europe and the U.S. His industry experience includes 35+ years in financial services organizations, 30+ years in technology, 20+ years in Internet and networking, and 15+ years in mobile and consumer goods. Throughout his career, he has been a technology enthusiast involved in a variety of high-tech ventures.

He is co-founder and partner of CommandWear Systems Inc., which designs software platforms for first responders, and was a Founding Partner of Full Stack Foundry GP, which operated as a venture capital investment firm specializing in early stage investment in Canadian technology businesses. In 1999, Mr. Tracey co-founded PEER 1 Hosting.

Mr. Tracey co-founded Peer 1 Network Enterprises, Inc. ("**PEER 1**"), where he served as Chairman of the Board. He also served as Chief Executive Officer from December 2005 to September 2007. Cogeco Cable Inc. bought PEER1 for more than $635 million in 2013.

Mr. Tracey also served as President of Kavalmedia Services Ltd. from October 2003 to May 2008 and Secretary of E-xact Transactions Ltd. ("**E-xact**") from September 1998 to 2005. E-xact is an e-commerce company that offers innovative payment processing solutions, such as secure, real-time credit card transaction processing. In addition, he served as President of EmerGeo Solutions Worldwide Inc., from October 2003 to May 2008 co-founded Internet Direct and Bryght.com, and has served as President of Code Marketing Ltd. since January 1990.

He also served as a Director of Sourcesmith Industries Inc., which designs business process management software and provides custom development and consulting services, and, since February 2013, he has been a member of the Advisory Board of Mobio Technologies Inc. ("**Mobio**"), an issuer listed on the TSX Venture Exchange. Mobio is an evergreen fund investing in technology start-ups with a focus on B2B SaaS companies and early stage seed funds that retail investors rarely get the opportunity to participate in.

Mr. Tracey has been an early stage investor in many successful Internet start-ups, including Look Communications and Internet Direct. Look Communications offered digital television over a broadband network to the Greater Toronto Area, other southern Ontario markets, Montreal, Quebec City and Ottawa in the 1990s. Internet Direct was an ISP operating in British Columbia, Alberta, Manitoba, Ontario and Quebec. The firms and/or their respective operations and/or assets were eventually merged with TotalNet, a Canadian public ISP.

Mr. Tracey will spend 100% of his available time on the affairs of the Issuer. Mr. Tracey is an independent contractor of the Issuer. He has not entered into a non-competition or non-disclosure agreement with the Issuer.

Sheri Rempel
Chief Financial Officer and Director

Ms. Rempel (age 50) was appointed Chief Financial Officer and a director of the Issuer on November 30, 2015.

She has more than 25 years of accounting and financial management experience. Ms. Rempel started her career with public companies in 2001 and currently provides senior financial advisory services to Canadian private and public corporations, acting in director, officer or controller capacities. In 2006, she founded CTB Consulting Inc. to provide 'one-stop' financial reporting services to public companies on the Toronto Stock Exchange, TSX Venture Exchange, and Canadian Securities Exchange. Presently, Ms. Rempel is a director of Norsemont Capital Inc. (CSE:NOM), Chief Financial Officer and a director of Fantasy 6 Sports Inc. (CSE:FYS), Chief Financial officer of Mobio Technologies Inc. (TSX.V: MBO) and Chief Financial Officer of Serengeti Resources Inc. (TSX.V:SIR). She also serves as Controller of a number of other publicly-listed issuers. She intends to spend 50% of her available time on the affairs of the Issuer. Ms. Rempel is an independent contractor of the Issuer. She has not entered into a non-competition or non-disclosure agreement with the Issuer.

Laurie Baggio
Director

Mr. Baggio (age 51) was appointed a director of the Issuer on November 30, 2015.

He is a serial entrepreneur and business leader with vast cross-industry and market experience. He has entrepreneurial experience in marketing and new business development, including finance, start-up operations, recruiting and strategic partnering in various fast-paced industries.

Mr. Baggio is skilled in short- and long-term strategic planning, opportunity identification, market risk analysis and seed/venture capitalization and he has effectively led organizations through critical rollouts with a proven ability to manage development of products from concept to commercialization. He has been, and is, an advisor and board member to the Angel community and various technology start-ups.

Since 2001, he has served as President of Phoenix Ventures Inc., which provides management consulting services to technology companies. He is also the principal and a director of You Move Me with franchise operations in North America generating annual revenues in excess of $10 million. Since August 2016, Mr. Baggio has served as the Chief Executive Officer and a director of Mobio Technologies Inc. Mobio is an evergreen fund investing in technology start-ups with a focus on investments in B2B SaaS companies and early stage seed funds.

From 2009 to 2011, he was Chief Operating Officer, Vice-President of Franchise Development and a board member of 1-800-GOT-JUNK? Inc. Mr. Baggio was part of the leadership team that grew the brand into four countries with over $130 million in revenue. Mr. Baggio restructured the firm, stabilized the team and helped recruit the current Chief Operating Officer before his departure.

Mr. Baggio will spend 50% of his available time on the affairs of the Issuer. Mr. Tracey is an independent contractor of the Issuer. He has not entered into a non-competition or non-disclosure agreement with the Issuer.

Gary Schroeder
Director

Mr. Schroeder (age 72) was elected to the board of directors of the Issuer on January 19, 2017.

He is a corporate finance expert with extensive experience in private capital and public finance as well as corporate structuring. Since 2012, he has been semi-retired providing consulting services to select clients. His work over the past five years has centred on public companies, such as reorganizations, sales, business plans, and listing matters.

From 2003 to 2004 he served as President of Creation Casinos Ltd., a firm listed on the Canadian Securities Exchange, and remained a director until 2009. Mr. Schroeder was President of Abbastar Holdings Ltd., a TSX Venture Exchange listed mineral exploration issuer, from 2002 to 2008. From 2003 to 2006, he was a director of Fountain House Holdings Ltd., which initially manufactured and marketed beverage dispensing machines and subsequently entered the infomercial business.

From 1996 to 2002, Mr. Schroeder was President and a director of Stox.com Ltd., another TSX Venture Exchange listed issuer and a distributor of a proprietary stock quotation system.

Mr. Schroeder will spend approximately 50% of his available time on the affairs of the Issuer. Schroeder is an independent contractor of the Issuer. He has not entered into a non-competition or non-disclosure agreement with the Issuer.

14. Capitalization

The following tables provide information about the Issuer's capitalization as of the date of this Listing Statement.

Issued Capital

	Number of Securities (non-diluted)	Number of Securities (fully-diluted)	%of Issued (non-diluted)	% of Issued (fully diluted)
Public Float				
Total outstanding (A)	10,320,803	10,320,803	100%	100%
Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons or companies who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B)	9,133,846	9,133,846	88.50%	88.50%
Total Public Float (A-B)	1,186,953	1,186,953	11.50%	11.50%
Freely-Tradeable Float				
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C)	9,133,845	9,133,845	88.50%	88.50%
Total Tradeable Float (A-C)	1,186,953	1,186,953	11.50%	11.50%

Public Securityholders (Registered)

Class of Security		
Size of Holding	**Number of holders**	**Total number of securities**
1 – 99 securities	12	312
100 – 499 securities	6	1,670
500 – 999 securities	4	2,728
1,000 – 1,999 securities	0	0
2,000 – 2,999 securities	2	5,529
3,000 – 3,999 securities	0	0
4,000 – 4,999 securities	1	4,000
5,000 or more securities	6	184,999
	31	199,238

Public Securityholders (Beneficial)

Class of Security		
Size of Holding	**Number of holders**	**Total number of securities**
1 – 99 securities	250	30,045
100 – 499 securities	16	5,916
500 – 999 securities	61	43,229
1,000 – 1,999 securities	35	51,691
2,000 – 2,999 securities	19	47,637
3,000 – 3,999 securities	6	21,458
4,000 – 4,999 securities	1	4,000
5,000 or more securities	41	936,768
Unable to confirm		46,209

Non-Public Securityholders (Registered)

Class of Security		
Size of Holding	**Number of holders**	**Total number of securities**
1 – 99 securities	0	0
100 – 499 securities	0	0
500 – 999 securities	0	0
1,000 – 1,999 securities	0	0
2,000 – 2,999 securities	0	0
3,000 – 3,999 securities	0	0
4,000 – 4,999 securities	1	6,346
5,000 or more securities	1	9,127,500
	2	9,133,846

The Issuer has no securities issued and outstanding that are convertible or exchangeable into any class of listed securities. Further, the Issuer has no listed securities reserved for issuance that are not included above.

15. Executive Compensation

The following information regarding executive compensation is presented in accordance with National Instrument Form 51-102F6, *Statement of Executive Compensation.* The objective of this disclosure is to communicate the compensation the Issuer paid, made payable, awarded, granted, gave or otherwise provided to certain executive officers and directors, and the decision-making process relating to compensation.

Named Executive Officer

In this section, Named Executive Officer ("**NEO**") means each of the following individuals:

(a) an individual who acted as chief executive officer of the Issuer, or acted in a similar capacity, for any part of the most recently completed financial year ("**CEO**");

(b) an individual who acted as chief financial officer of the Issuer, or acted in a similar capacity, for any part of the most recently completed financial year ("**CFO**");

(c) each of the three most highly compensated executive officers of the Issuer, including any of its subsidiaries, or the three most highly compensated individuals acting in a similar capacity, other than the CEO and CFO, at the end of the most recently completed financial year whose total compensation was, individually, more than $150,000 for that financial year; and

(d) each individual who would be an NEO under paragraph (c) but for the fact that the individual was neither an executive officer of the Issuer or its subsidiaries, nor acting in a similar capacity, at the end of that financial year.

Disclosure in this section sets forth compensation for each of Lance Tracey, the CEO, Sheri Rempel, the CFO, Thomas Bell, the former CEO and President, Patrick Lavin, the former CFO, (together, the "**NEOs**"), Mark Sampson, a former director, and Laurie Baggio, a current director.

Summary Compensation Table

The following table is a summary of compensation paid to NEOs during the Issuer's financial year ended June 30, 2017, plus the two prior financial years:

Name and Principal Position	Year[1]	Salary ($)	Share-Based Awards ($)	Option-Based Awards ($)[1]	Non-Equity Incentive Plan Compensation		Pension Value ($)	All Other Compen-sation ($)	Total Compen-sation ($)
					Annual Incentive plans	term Incentive plans			
Lance Tracey[2] Chief Executive Officer & Director	2017	Nil	Nil	Nil	N/A	N/A	N/A	Nil	Nil
	2016	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2015	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Sheri Rempel[3] Chief Financial Officer & Director	2017	Nil	Nil	Nil	N/A	N/A	N/A	9,990[4]	9,990
	2016	N/A	N/A	N/A	N/A	N/A	N/A	6,750[4]	6,750
	2015	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Thomas Bell[5] Former CEO, Former President and Former Director	2017	Nil	Nil	Nil	N/A	N/A	N/A	Nil	Nil
	2016	Nil	Nil	Nil	N/A	N/A	N/A	Nil	Nil
	2015	4,500[6]	Nil	Nil	N/A	N/A	N/A	18,500[7]	23,000
Patrick Lavin[8] Former CFO and Former Director	2017	Nil	Nil	Nil	N/A	N/A	N/A	Nil	Nil
	2016	Nil	Nil	Nil	N/A	N/A	N/A	Nil	Nil
	2015	4,500[6]	Nil	Nil	N/A	N/A	N/A	18,500[7]	23,000

1 Financial year ended June 30th.
2 Lance Tracey was appointed CEO and a director of the Issuer on November 30, 2015.
3 Sheri Rempel was appointed CFO and a director of the Issuer on November 30, 2015.
4 Fees paid by the Issuer for CFO services to a corporation controlled by Sheri Rempel
5 Thomas Bell ceased to be CEO, President and a director of the Issuer on November 30, 2015.
6 NEOs were paid $500 per month from October 1, 2014, to June 30, 2015.
7 One-time accrual fee for the 37-month period from September 1, 2011, to September 30, 2014.
8 Patrick Lavin ceased to be CFO and a director of the Issuer on November 30, 2015.

Incentive Plan Awards

Outstanding share-based awards and option-based awards

The following table sets out the outstanding option-based and share-based awards held by NEOs as at June 30, 2017:

Name	Option-based Awards				Share-based Awards	
	Number of securities underlying unexercised options (#)	Option exercise price ($)	Option expiration date	Value of unexercised in-the-money options ($)[1]	Number of shares or units of share that have not vested (#)	Market or payout value of share-based awards that have not vested ($)
Lance Tracey CEO Director	N/A	N/A	N/A	N/A	N/A	N/A
Sheri Rempel CFO Director	N/A	N/A	N/A	N/A	N/A	N/A

Incentive plan awards – value vested or earned during the year

The following table sets out the value vested or earned in incentive plan awards held by NEOs during the financial year ended June 30, 2017:

Name	Option-based awards – Value vested during the year ($)[1]	Share-based awards – Value vested during the year ($)	Non-equity incentive plan compensation – Value earned during the year ($)
Lance Tracey CEO Director	N/A	N/A	N/A
Sheri Rempel CFO Director	N/A	N/A	N/A

DIRECTOR COMPENSATION

Director compensation table

The following table sets forth the compensation provided to directors of the Issuer, who are not NEOs, during the Issuer's financial year ended June 30, 2017:

Name	Year	Fees earned ($)	Share-based awards ($)	Option-based awards ($)[1]	Non-equity incentive plan compensation ($)	Pension value ($)	All other compensation ($)	Total ($)
Laurie Baggio[1]	2017	Nil	Nil	Nil	N/A	N/A	N/A	Nil
	2016	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2015	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Mark Sampson[2]	2017	Nil	Nil	Nil	N/A	N/A	N/A	Nil
	2016	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2015	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Gary Schroeder[3]	2017	Nil	Nil	Nil	N/A	N/A	N/A	Nil
	2016	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2015	N/A	N/A	N/A	N/A	N/A	N/A	N/A

1 Laurie Baggio was appointed a director of the Issuer on November 30, 2015.

2 Mark Sampson was appointed a director of the Issuer on November 30, 2015 and resigned on January 19, 2017.

3 Gary Schroder was appointed a director of the Issuer on January 19, 2017.

Incentive Plan Awards

Outstanding share-based awards and option-based awards

The following table sets out the outstanding option-based and share-based awards held by the directors of the Issuer, who are not NEOs, as at June 30, 2017:

	Option-based Awards				Share-based Awards	
Name	**Number of securities underlying unexercise d options (#)**	**Option exerci se price ($)**	**Option expiration date**	**Value of unexercised in-the-money options ($)**	**Number of shares or units of share that have not vested (#)**	**Market or payout value of share-based awards that have not vested ($)**
Laurie Baggio	N/A	N/A	N/A	N/A	N/A	N/A
Gary Schroeder	N/A	N/A	N/A	N/A	N/A	N/A

Incentive plan awards – value vested or earned during the year

The following table sets out the value vested or earned in incentive plan awards by the directors of the Issuer, who are not NEOs, during the financial year ended June 30, 2017:

Name	**Option-based awards – Value vested during the year ($)**[1]	**Share-based awards – Value vested during the year ($)**	**Non-equity incentive plan compensation – Value earned during the year ($)**
Laurie Baggio	N/A	N/A	N/A
Gary Schroeder	N/A	N/A	N/A

Securities Authorized for Issuance Under Equity Compensation Plans

The following table sets out information with respect to all compensation plans under which equity securities are authorized for issuance as of June 30, 2017:

Equity Compensation Plan Information

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights (a)	Weighted-average exercise price of outstanding options, warrants and rights (b)	Number of securities remaining available for future issuance under equity compensation plans (excluding securities reflected in column (a)) (c)
Equity compensation plans approved by securityholders	Nil	N/A	1,032,080[1]
Equity compensation plans not approved by securityholders	N/A	N/A	N/A
Total	Nil	N/A	1,032,080[1]

1 Represents the number of common shares available for issuance under the Stock Option Plan, which reserves a number of common shares for issuance, pursuant to the exercise of stock options, that is equal to 10% of the issued and outstanding common shares from time to time.

Employment, Consulting and Management Agreements

Management functions of the Issuer are not, to any substantial degree, performed other than by directors or NEOs of the Issuer. There are no agreements or arrangements that provide for compensation to NEOs or directors of the Issuer, or that provide for payments to a NEO or director at, following or in connection with any termination (whether voluntary, involuntary or constructive), resignation, retirement, severance, a change of control in the Issuer or a change in the NEO or director's responsibilities.

Oversight and Description of Director and NEO Compensation

Compensation of Directors

Compensation of directors of the Issuer is reviewed annually and determined by the Board. The level of compensation for directors is determined after consideration of various relevant factors, including the expected nature and quantity of duties and responsibilities, past performance, comparison with compensation paid by other issuers of comparable size and nature, and the availability of financial resources.

In the Board's view, there is, and has been, no need for the Issuer to design or implement a formal compensation program for directors. While the Board considers option grants to directors under the Stock Option Plan from time to time, the Board does not employ a prescribed methodology when determining the grant or allocation of stock options. Other than the Stock Option Plan, as discussed above, the Issuer does not offer any long-term incentive plans, share compensation plans or any other such benefit programs for directors.

Compensation of NEOs

Compensation of NEOs is reviewed annually and determined by the Board. The level of compensation for NEOs is determined after consideration of various relevant factors, including the expected nature and quantity of duties and responsibilities, past performance, comparison with compensation paid by other issuers of comparable size and nature, and the availability of financial resources. In the Board's view, there is, and has been, no need for the Issuer to design or implement a formal compensation program for NEOs.

Elements of NEO Compensation

As discussed above, the Issuer provides a Stock Option Plan to motivate NEOs by providing them with the opportunity, through stock options, to acquire an interest in the Issuer and benefit from the Issuer's growth. The Board does not employ a prescribed methodology when determining the grant or allocation of stock options to NEOs. Other than the Stock Option Plan, the Issuer does not offer any long term incentive plans, share compensation plans, retirement plans, pension plans, or any other such benefit programs for NEOs.

Pension Plan Benefits

No pension, retirement or deferred compensation plans, including defined contribution plans, have been instituted by the Issuer and none are proposed at this time.

16. Indebtedness of Directors and Executive Officers

No director or executive officer of the Issuer, or associate or affiliate of any such director or officer, is or has been indebted to the Issuer since the date of incorporation. No director or executive officer of the Issuer, or associate or affiliate of any such director or officer, is or has been indebted to the Issuer since the beginning of the last completed financial year of the Issuer

17. Risk Factors

Investors should carefully consider the following risk factors and all of the other information contained in this Listing Statement when evaluating the Issuer and its Common Shares.

An investment in the Issuer's shares involves a number of risks, many of which are beyond the Issuer's control. The risks and uncertainties set out below are all of the known risks which are deemed to be material to the Issuer's business or the results of its operations. When reviewing forward-looking statements and other information contained in this Listing Statement, investors and others should carefully consider these factors, as well as other uncertainties, potential events, and industry-specific factors that may adversely affect the Issuer's future results. If any of these risks should actually occur, the Issuer's business, financial condition, results of operations, cash flows, and prospects could be harmed. Such risks and uncertainties are not the only ones the Issuer faces. Additional risks and uncertainties of which the Issuer is currently unaware or that are deemed immaterial may also adversely affect the Issuer's business, financial condition, results of operations, cash flows, and prospects.

Reliance on Key Personnel

The Issuer's success depends, in large part, upon the continuing contributions of its personnel. The loss of the service of several key people within a short period of time could have a material adverse effect upon the Issuer's financial condition and operations. The Issuer's future success is also dependent upon its continuing ability to attract and retain other highly qualified personnel. Competition for such personnel is intense, and the Issuer's inability to attract and retain additional key employees could have a material and adverse effect on the Issuer's financial condition and operations.

Dependence on Management Team

The Issuer currently depends on certain key management team members to identify business and investment opportunities. The management team, which has developed key relationships in the technology industry, is also relied upon to oversee the core marketing, business development, operational and fund raising activities. If one or more of our management team members is unable or unwilling to continue their positions with the Issuer, the Issuer we may not be able to replace team members easily. Failure to attract and retain qualified employees or the loss or departure in the short-term of any member of senior management may result in a loss of organizational focus, poor operating execution, or an inability to identify and execute potential strategic initiatives. This could, in turn, materially and adversely affect the Issuer's business, financial condition and results of operations.

Lack of Availability of Growth Opportunities

The Issuer's business plan includes growth through the Issuer's identification of suitable investment or acquisition opportunities, pursuing such opportunities, consummating investments or acquisitions, and effectively generating returns on such investments or acquisitions. If the Issuer is unable to manage its growth effectively, its business, operating results, and financial condition could be adversely affected.

Suitable Investment Candidates

The Issuer expects a significant and major portion of its future growth to come from high-quality capital investments and acquisitions. There is no assurance that the Issuer can successfully identify suitable investment candidates. If suitable candidates are identified, however, the Company may not be able to complete an investment or acquisition on terms that are beneficial and acceptable to the Issuer. In addition, the Issuer competes with other entities to acquire quality technology investments and acquisitions. Some of its competitors may have greater financial resources than the Issuer does and may be able to outbid the Issuer for these investment or acquisition targets. If the Issuer is unable to complete investments or acquisitions, its growth strategy may be impeded and its earnings or revenue growth may be negatively affected.

If the Company succeeds in making investments or acquiring technology targets or a portion thereof, the investment or acquired companies may not perform to the Company's expectations for various reasons. Should an investment or acquired entity fail to perform to the Issuer's expectations, the Issuer's business, prospects, results of operations and financial condition may materially and adversely affected.

Limited Diversification of Investments

As the Issuer will be focusing on investments and acquisitions in the technology sector and, hence, concentrating its invested funds in one industry, the Issuer is subject to greater risk in one or more of its future investments should the technology sector experience a downturn. A decline in the technology sector will likely have a material adverse effect on the Issuer's business, results from operations, and financial condition. In addition, the Issuer is more exposed to business cycles than it would be if it owned a high number of investments diversified over various industries with differing business cycles in different geographic areas.

Currency Fluctuations

The issuer may invest in technology companies based in foreign jurisdictions such as the United States, Great Britain, Australia, New Zeland and the European Union. Such investments may be subject to currency and exchange fluctuations and may negatively influence the return on the Issuer's investments.

Foreign Taxes and Double Taxation

The Issuer may invest into technology companies based in foreign jurisdictions and may be subject to double taxation on its foreign investments, which will reduce the return on investments and the profitability, if any, of the Issuer.

Conflicts of Interest

The Issuer may, in the future, raise further funds through the sale of securities to other companies which may be associated with the directors of officers of the Issuer, and, as such, the directors and officers of the Issuer may increase their ownership and/or control positions in the Issuer without an equal opportunity to participate in such financings being granted to other shareholders. Under certain circumstances, shareholder approval of such action may be required. As certain directors and officers are involved with other companies, there may be potential conflicts of interest limiting the amount of time managing the affairs of the Issuer.

Inability to Perform Accurate Due Diligence

The Issuer will be investing in start-up companies and may not have the resources or may be not be able to perform detailed due diligence, which may result in a partial or complete loss of investments.

Lack of Capital

Until revenues exceed expenses, the Issuer raises the necessary capital through private placements and other financing tools. There can be no assurance that management will be successful in raising the necessary capital required to fund ongoing activities.

18. Promoters

As of the date of this Listing Statement, Mr. Lance Tracey is a promoter of the Issuer under the Securities Act (British Columbia). Disclosure about Mr. Tracey is provided in sections 12, 13 and 15 of this Listing Statement.

19. Legal Proceedings

As of the date of this Listing Statement, the Issuer is not a party to any material legal proceedings or any regulatory actions. The Issuer does not contemplate any material legal proceedings and is not aware of any material legal proceedings being contemplated against the Issuer.

Regulatory Actions

The Issuer has not been subject to any penalties or sanctions imposed by a court relating to provincial and territorial securities legislation or by a securities regulatory authority, any other penalties or sanctions imposed by a court or regulatory body, nor any settlement agreements entered into before a court relating to provincial and territorial securities legislation or with a securities regulatory authority within the three years immediately preceding the date hereof.

20. Interest of Management and Others in Material Transactions

Other than disclosed below, no director, executive officer or principal shareholder of the Issuer, or an associate or affiliate of a director, executive officer or principal shareholder of us, has any material interest, direct or indirect, in any transaction within the three years before the date of this Listing Statement, or in any proposed transaction, that has materially affected or will materially affect the Issuer.

On December 15, 2015, Code Consulting Limited ("Code"), a company controlled by the CEO of the Issuer, loaned $400,000 to the Issuer to facilitate the loan to Mobio Technology Inc. This loan bears interest at 10% per annum, calculated monthly, not in advance and is secured by a promissory note. The principal balance plus accrued interest was due and payable on December 15, 2016. This loan has not been repaid and the Company is currently in discussions with Code to revise the terms of the loan agreement.

On May 18, 2016, Code loaned an additional $10,000 to the Issuer. This advance is non-interest bearing, unsecured and has not fixed terms of repayment.

On August 17, 2016 the Issuer issued a promissory note to Code for $235,000. The promissory note matures on August 17, 2017 and bears 10% annual interest. The funds were used by the Issuer to acquire shares and warrants of Mobio Technologies Inc.

On July 26, 2017, Code loaned $250,000 to the Company. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On July 26, 2017, the Company loaned $100,000 to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On October 3, 2017, the Company loaned $50,000 and on November 7, 2017, the Company loaned another $50,000, out of a total commitment of $150,000, to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on October 3, 2018.

On November 7, 2017, the Company loaned $150,000 to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on November 7, 2018.

21. Auditors, Transfer Agents and Registrars

Auditor

The auditor of the Issuer is MNP LLP of Suite 2200, 1021 West Hastings Street, Vancouver, British Columbia, V6E 0C3.

Transfer Agent and Registrar

The transfer agent and registrar for the common shares of the Issuer is Computershare Investor Services Inc. of 510 Burrard Street, 3rd Floor, Vancouver, British Columbia, V6C 3B9.

22. Material Contracts

The following table summarizes the material contracts, other than contracts entered into in the ordinary course of business, which were entered into within the two years before the date of this Listing Statement by the Issuer:

Name of Contract	Parties	Date	Nature of Contract and Consideration
Promissory Note	The Issuer and Code Consulting Limited(1)	December 15, 2015	Promissory Note issued by the Issuer to Code Consulting Limited in the amount of $400,000 bearing annual interest of 10% maturing on December 15, 2016.
Promissory Note	The Issuer and Code Consulting Limited (1)	August 17, 2016	Promissory Note issued by the Issuer to Code Consulting Limited in the amount of $235,000 bearing annual interest of 10% maturing on August 17, 2017.
Credit Agreement	The Issuer and Twenty Year Media Corp.	January 15, 2016	Credit Agreement for $252,000 loan.
Convertible Promissory Note	Twenty Year Media Corp.	January 15, 2016	Promissory note issued by Twenty Year Media Corp. to the Issuer. The note bears 12% annual interest on the principal amount and 17% on the outstanding balance.
Assumption Agreement and Consent	The Issuer, Mobio Technologies Inc. and Twenty Year Media Corp.	January 16, 2016	Twenty Year Media Corp. agreed to assume $252,000 of the balance of the funds owed by Mobio Technologies Inc. to the Issuer.
General Security Agreement	The Issuer and Twenty Year Media Corp.	January , 2016	Twenty Year Media Corp. granted to the Issuer priority interest over all of its present and after-acquired

			personal property regarding the $252,000 loan.
Investors' Rights Agreement	The Issuer and Twenty Year Media Corp.	January , 2016	The agreement gives the right to the Issuer to have one nominee of the Issuer on the board of directors of Twenty Year Media Corp., the right of first offer on news shares and the right to receive financial information.
Pledge Agreement	The Issuer and Twenty Year Media Corp.	January 15, 2016	Twenty Year Media Corp. pledged shares of a third party as security for the loan.
Promissory Note	The Issuer and Mobio Technologies Inc	July 27, 2017	Promissory note re loan to Mobio Technologies Inc. for $100,000. The note bears 10% annual interest and matures on July 27, 2018.
Promissory Note	The Issuer and Mobio Technologies Inc.	October 3, 2017	Promissory note re loan to Mobio Technologies Inc. for up to $150,000. $100,000 were advanced pursuant to this note. The note bears 10% annual interest and matures on October 3, 2018.
Promissory Note	The Issuer and Mobio Technologies Inc.	November 7, 2017	Promissory re loan to Mobio Technologies Inc. for $150,000. The note bears 10% annual interest and matures on November 7, 2018.

(1) Code Consulting Limited is a British Columbia company controlled by Lance Tracey.

23 Interest of Experts

Other than as disclosed below, there is no direct or indirect interest in the Issuer or of a Related Person received or to be received by a person or Issuer whose profession or business gives authority to a statement made by the person or Issuer and who is named as having prepared or certified a part of this Listing Statement or prepared or certified a report or valuation described or included in this Listing Statement.

24. Other Material Facts

There are no material facts other than as disclosed herein.

25. Financial Statements

The following financial statements are attached as schedules to this Listing Statement:

- audited annual financial statements for the Issuer for the year ended June 30, 2017, attached as Schedule "A";
- audited annual financial statements for the Issuer for the year ended June 30, 2016, attached as Schedule "B";

- audited annual financial statements for the Issuer for the year ended June 30, 2015, attached as Schedule "C"; and
- unaudited interim financial statements for the Issuer for the period ended March 31, 2017 attached as Schedule "D".

CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, Lanebury Growth Capital Ltd., hereby applies for the listing of the above mentioned securities on the Exchange. The foregoing contains full, true and plain disclosure of all material information relating to Lanebury Growth Capital Ltd. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia

This 14th day of November, 2017.

/s/ "Lance Tracey"
Lance Tracey
Chief Executive Officer, Director

/s/ "Sheri Rempel"
Sheri Rempel
Chief Financial Officer, Director

/s/ "Laurie Baggio"
Laurie Baggio
Director

/s/'Gary Schroeder"
Gary Schroeder
Director

CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, Lanebury Growth Capital Ltd., hereby applies for the listing of the above mentioned securities on the Exchange. The foregoing contains full, true and plain disclosure of all material information relating to Lanebury Growth Capital Ltd. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia

This 14 day of November, 2017.

Lance Tracey Chief Executive Officer, Director	Sheri Rempel Chief Financial Officer, Director
Laurie Baggio Director	Gary Schroeder Director

Schedule "A"

Audited annual financial statements for the Issuer for the year ended June 30, 2017

LANEBURY GROWTH CAPITAL LTD.
(FORMERLY NU2U RESOURCES CORP.)
Vancouver, BC

Financial Statements

June 30, 2017 and 2016

(Expressed in Canadian Dollars)

MNP LLP

Independent Auditors' Report

To the Shareholders of Lanebury Growth Capital Ltd. (formerly NU2U Resources Corp.):

We have audited the accompanying financial statements of Lanebury Growth Capital Ltd., which comprise the statement of financial position as at June 30, 2017, and the statements of loss and comprehensive loss, statements of change in shareholders' deficiency and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these 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.

Auditors' Responsibility
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements present fairly, in all material respects, the financial position of Lanebury Growth Capital Ltd. as at June 30, 2017 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter
Without qualifying our opinion, we draw attention to Note 1 in the financial statements which indicates that the ability of the Company to continue as a going concern is dependent upon a number of factors including obtaining additional financing as required and seeking profitable operations. This condition, along with other matters as set forth in Note 1, indicates the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Other Matter
The financial statements of Lanebury Growth Capital Ltd. for the year ended June 30, 2016, were audited by another auditor who expressed an unmodified opinion on those statements on October 28, 2016.

MNP LLP

Vancouver, British Columbia
October 30, 2017

Chartered Professional Accountants

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
As at June 30,

	Notes	2017	2016
ASSETS			
Current assets			
Cash		$ 6,370	$ 7,784
Marketable securities	3	164,500	-
Warrants	3	19,340	-
Loan receivable and accrued interest - Mobio	4	-	133,214
Loan receivable and accrued interest - TYM	4	319,654	270,003
Receivable and prepaid expenses		6,471	1,314
		516,335	412,315
Non-current assets			
Wind assets	5	1	1
TOTAL ASSETS		**$ 516,336**	**$ 412,316**
LIABILITIES			
Current liabilities			
Trade payables and other payables	8	$ 13,265	$ 81,843
Loans payable and accrued interest	6, 8	722,954	431,699
TOTAL LIABILIITES		**736,219**	**513,542**
SHAREHOLDERS' DEFICIENCY			
Share capital	7	10,001	10,001
Reserves		19,601	-
Accumulated other comprehensive loss		(14,168)	-
Deficit		(235,317)	(111,227)
TOTAL SHAREHOLDERS' DEFICIENCY		**(219,883)**	**(101,226)**
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIENCY		**$ 516,336**	**$ 412,316**

Nature and continuance of operations (Note 1)

Approved and authorized for issue by the Company's Board of Directors on October 30, 2017.

"Lance Tracey"	*"Sheri Rempel"*
Lance Tracey, Director	Sheri Rempel, Director

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

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)
Years ended June 30,

	Notes		Year ended June 30, 2017		2016
Administration Expenses					
Management and consulting fees	8	$	17,623	$	10,975
Office and sundry	8		462		678
Professional fees	8		33,503		16,804
Transfer agent and filing fees			11,820		8,895
Total expenses			(63,408)		(37,352)
Interest income	4		52,166		28,217
Interest expense	6		(75,856)		(21,699)
Loss on derivative	3		(36,992)		-
Net loss		$	**(124,090)**	$	**(30,834)**
Other comprehensive loss					
Unrealized loss on marketable securities	3		(14,168)		-
Net loss and comprehensive loss for the year		$	**(138,258)**	$	**(30,834)**
Loss per share – basic and diluted		$	**(0.06)**	$	**(0.02)**
Weighted average number of common shares outstanding			**1,987,470**		**1,987,470**

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

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIENCY
(Expressed in Canadian Dollars)

	Share capital		Accumulated other comprehensive loss	Reserves	Deficit	*Total*
	Number of shares	Amount				
Balance at June 30, 2015	1,987,470	$ 10,001	$ -	$ -	$ (80,393)	$ (70,392)
Loss for the year	-	-	-	-	(30,834)	(30,834)
Balance at June 30, 2016	**1,987,470**	**$ 10,001**	**$ -**	**$ -**	**$ (111,227)**	**$ (101,226)**
Equity portion of loan	-	-	-	19,601	-	19,601
Unrealized loss on marketable securities	-	-	(14,168)		-	(14,168)
Loss for the year	-	-	-		(124,090)	(124,090)
Balance at June 30, 2017	**1,987,470**	**$ 10,001**	**$ (14,168)**	**$ 19,601**	**$ (235,317)**	**$ (219,883)**

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

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
Years ended June 30,

	Notes		2017		2016
Operating activities					
Net loss for the year		$	(124,090)	$	(30,834)
Adjustments for non-cash items:					
Interest income			(49,651)		(28,217)
Interest expense			75,856		21,699
Loss on derivative			36,992		-
Changes in non-cash working capital items:					
Receivables and prepaid expenses			(5,157)		(1,314)
Trade payables and other payables			(68,578)		11,450
Net cash flows used in operating activities			(134,628)		(27,216)
Investing activities					
Purchase of marketable securities	3		(235,000)		-
Loan proceeds advanced			-		(375,000)
Net cash flows used in investing activities			(235,000)		(375,000)
Financing activities					
Loan proceeds received	6		235,000		410,000
Loan receivable repayment	4		126,250		-
Interest on loan receivable	4		6,964		-
Net cash flows received from financing activities			368,214		410,000
Increase in cash and cash equivalents			(1,414)		7,784
Cash and cash equivalents, beginning			7,784		-
Cash and cash equivalents, ending		**$**	**6,370**	**$**	**7,784**

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

Note 1 Nature and Continuance of Operations

Lanebury Growth Capital Ltd. (formerly NU2U Resources Corp.) ("Lanebury" or the "Company") was incorporated under the Business Corporations Act (British Columbia) on August 19, 2011, under the name NU2U Resources Corp. and subsequently changed its name to Lanebury Growth Capital Ltd. on April 25, 2017. The Company's registered and records office is located at 1080 - 789 West Pender Street, Vancouver, BC, V6C 1H2.

Lanebury is an investment company with an investment strategy focused on building a portfolio of high-quality investments in technology start-ups. The Company targets investments, for the most part, that have a monthly revenue model and can be scaled easily using internet and mobile technologies.

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The ability of the Company to continue as a going concern is dependent upon a number of factors including obtaining additional financing as required and seeking profitable operations. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. These financial statements do not give effect to adjustments to the carrying value and classification of assets and liabilities and related expense that would be necessary should the Company be unable to continue as a going concern. If the going concern assumption is not appropriate, material adjustments to the financial statements could be required.

These financial statements are presented in Canadian dollars unless otherwise indicated.

Note 2 Significant Accounting Policies

Basis of presentation

The Company's annual audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Functional and presentation currency

The functional currency of the Company is measured using the currency of the primary economic environment in which the Company operates. The functional and presentation currency of the Company is the Canadian dollar.

Note 2 Significant Accounting Policies (continued)

Use of Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires management to make estimates, assumptions and judgments that affect the application of accounting policies and reported amounts of assets and liabilities and the reported amounts of income and expenses during the reported periods. The Company reviews its estimates and assumptions regularly; however, actual results could differ from those estimates. Significant judgments are used in the Company's assessment of its ability to continue as a going concern which is described in Note 1. Significant accounting estimates are used in the determination of fair value and value in use for purposes of the recoverability of the carrying value of assets. Key estimates made by management with respect to these areas have been described in the notes to these financial statements as appropriate.

Critical Accounting Judgments

i. Going concern
Management has applied judgements in the assessment of the Company's ability to continue as a going concern when preparing its financial statements. Management prepares the financial statements on a going concern basis unless management either intends to liquidate the entity or to cease trading, or has no realistic alternative to do so. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but is not limited to, twelve months from the end of the reporting period.

ii. Impairment of Available-for-Sale Financial Assets
The impairment assessment of an available for sale financial asset requires judgment. Management evaluates the duration and extent to which the fair value of an investment is less than its cost, and the financial health of and short-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flow. When the fair value declines, management makes judgment about if the decline in value is an other than temporary impairment to be recognized in profit or loss.

Critical Accounting Estimates

i. Current and Deferred Taxes
The determination of income tax expense and the composition of deferred tax assets and liabilities involves judgment and estimates as to the future taxable earnings, expected timing of reversal of deferred tax assets and liabilities, and interpretations of tax laws. The Company is subject to assessments by tax authorities who may interpret the tax law differently. Changes in these interpretation, judgments and estimates may materially affect the final amount of current and deferred tax provisions, deferred income tax assets and liabilities, and results of operations.

Note 2 Significant Accounting Policies (continued)

Use of Estimates and Judgments (continued)

Critical Accounting Estimates (continued)

ii. Fair value of financial instruments
The individual fair values attributable to the different components of a financing transaction, notably investment in equity in securities and derivative financial instruments are determined using valuation techniques. The Company uses judgment to select the methods used to make certain assumptions and in performing the fair value calculations in order to determine the (a) the values attributable to each component of a transaction at the time of their issuance; (b) the fair value measurements that require subsequent measurement at fair value on a recurring basis. These valuation estimates could be significantly different because of the use of judgment and the inherent uncertainty in estimating the fair value of these instruments that are not quoted in an active market.

iii. Fair value of related party loans payable
Management assesses the coupon interest rate on related party loans payable compared to the estimated interest rate if the loan payable was received from a third party. The third party interest rate is based on various assumptions and is an estimate that is updated by management on an individual loan payable basis. Changes in the assumptions may materially affect the initial fair value of the related party loan payable and subsequent interest payments made to reflect the loan payable at amortized cost.

iv. Collection of loan receivable and accrued interest
Management assesses the valuation of loans receivable and accrued interest at the end of each reporting period. Management will assess the repayment schedule for the loan, ability of the borrow to repay the loan receivable and accrued interest, and the Company's overall ability to collect the loan receivable and accrued interest amount. Management's assessment is based on significant judgements and estimates available at each reporting period. Changes in the assumptions may materially affect the amount of the loan receivable and accrued interest determined to be collectible.

Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Note 2 Significant Accounting Policies (continued)

Impairment (continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Financial instruments

Financial assets

Financial assets are initially recognized at fair value and are classified into one of the following categories, depending on the purpose for which the asset was acquired.

Fair value through profit or loss – derivatives or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Loans and receivables - non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statements of loss and comprehensive loss.

Available-for-sale – non-derivative financial assets not included in the above categories are classified as available-for- sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statements of loss and comprehensive loss.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at the minimum at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets described above.

Note 2 Significant Accounting Policies (continued)

Financial instruments (continued)

Financial liabilities

The Company classifies its financial liabilities into one of two categories.

Fair value through profit or loss - derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Other financial liabilities – includes all other liabilities, which are recognized at amortized cost.

Classification of Financial Instruments

The Company has classified cash and loans receivable and accrued interest as loans and receivables.
The Company has classified its marketable securities as available for sale financial assets.
The Company has classified its warrants held as assets fair valued through profit or loss.

The Company has classified trade payables and other payables and loan payable and accrued interest as other financial liabilities.

Share-based payments

The Company applies the fair value method of accounting for stock option awards using the Black-Scholes option pricing model. Under this method, the Company recognizes compensation expense for employee stock option awards, based on the grant date fair value, for each vesting installment, over the vesting period of the options. Each installment is valued separately, based on assumptions determined from historical data, and recognized as compensation expense over each installment's individual tranche vesting period. Forfeiture estimates are recognized in the period they are estimated, and are revised for actual forfeitures in subsequent periods.

In situations where stock option awards are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Note 2 Significant Accounting Policies (continued)

Income taxes (continued)

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when the related asset is realized or liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Loss per share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the periods presented, the dilutive effect has not been computed as it proved to be anti-dilutive.

Basic loss per share has been calculated using the weighted average number of common shares outstanding during the period.

Note 2 Significant Accounting Policies (continued)

The following standards and interpretations have been issued but are not yet effective:

The following standards, interpretations and amendments, which have not been applied in these financial statements, may have an effect on the Company's future financial statements.

IFRS 9 — Financial instruments, classification and measurement
IFRS 9 Financial Instruments is part of the IASB's wider project to replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. The standard is effective for annual periods beginning on or after January 1, 2018. The Company is in the process of evaluating the impact of the new standard.

IFRS 15 – Revenue from Contracts with Customers.
This IFRS establishes principles to address the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. IFRS 15 will be effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is in the process of evaluating the impact of the new standard.

IFRS 16 – Leases.
This IFRS, which supersedes IAS 17 – Leases, specifies how to recognize, present and disclose leases. The standard provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is 12 months or less or the underlying asset has a low value. IFRS 16 is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted if IFRS 15, has also been applied. The Company is in the process of evaluating the impact of the new standard.

Note 3 Marketable Securities

On August 17, 2016, the Company participated in a private placement offering by a related company, Mobio Technologies Inc. ("Mobio"). The Company subscribed to 4,700,000 units at $0.05 per unit for a total cost of $235,000. Each unit consisted of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share at a price of $0.075 for a period of 24 months from closing of the private placement. Concurrently, the Company entered into an agreement with Mobio that it will only be permitted to exercise that number of warrants which will result, when such common shares are issued, in the Company's total shareholdings not exceeding ten percent of Mobio's issued and outstanding shares as of the date of the warrant exercise. On initial recognition, the Company determined the fair value of the common shares and warrants to be $178,668 and $56,332, respectively.

Note 3 Marketable Securities (continued)

On December 1, 2016, Mobio completed a consolidation of its outstanding common share capital on the basis of one post-consolidation common share for every two outstanding common shares. As a result of the share consolidation, the Company holds 2,350,000 common shares of Mobio and 1,175,000 share purchase warrants to purchase common shares of Mobio at an exercise price of $0.15 per share.

As at June 30, 2017, the fair value of the common shares was $164,500 which resulted in a write-down of $14,168 that was recorded to other comprehensive income. In addition, the fair value of the warrants was $19,341 which resulted in a write-down of $36,992 which has been recorded to the statements of loss and comprehensive loss.

Note 4 Loans Receivable and Accrued Interest

Mobio Technologies Inc.

On December 15, 2015, the Company executed a Credit Agreement (the "Agreement") with Mobio whereby the Company granted to Mobio a credit facility in the aggregate principal amount of $375,000 to facilitate the continued growth of its subsidiary Strutta.com Media Inc. ("Strutta") and former subsidiary Twenty Year Media Corp. ("TYM") and to fund its working capital. Pursuant to the terms of the Agreement, interest accrued on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The credit facility is secured by a Convertible Promissory Note (the "Note"), General Security Agreements under which Mobio, Strutta and TYM granted a fixed and floating first priority security interest over all of their present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which Mobio granted to, pledged in favour of and assigned to the Company a first priority security interest in favour of the Company of the issued and outstanding shares in the capital of Strutta and TYM, Strutta and TYM unconditionally and irrevocably guaranteed all indebtedness owing under the Agreement and all present and future debts and liabilities of Mobio to Strutta and TYM were assigned to the Company and postponed to the indebtedness owing under the Agreement. Pursuant to the Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of Mobio at a price of $0.15 per share. As further consideration for the loan advance, Mobio issued to the Company a warrant certificate to purchase up to 1,250,000 common shares of Mobio at a price of $0.15 per share for a period of one year from the closing date. Subsequent to the warrants being issued, by mutual agreement between the parties, the warrants were terminated.

Note 4 Loans Receivable and Accrued Interest (continued)

Mobio Technologies Inc. (continued)

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio. During the year ended June 30, 2017, Mobio repaid the principal balance of $126,250 plus interest of $9,480.

Twenty Year Media Corp.

On January 15, 2016, the Company executed a Credit Agreement (the "TYM Agreement") with TYM. As part of a reorganization process, TYM agreed to assume $252,500 ($250,000 plus $2,500 in accrued interest) of the balance owing by Mobio to the Company under the Agreement. The $250,000 principal balance assumed by TYM is the facility granted by the Company under the TYM Agreement. Pursuant to the terms of the TYM Agreement, interest accrued on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). Interest on the outstanding balance accrues at 17% per annum upon the occurrence of a default event. The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. TYM did not make the payment in full on June 1, 2016 and interest on the loan began to accrue at 17% per annum.

The principal balance is secured by a Convertible Promissory Note (the "TYM Note") in the amount of $252,500, a General Security Agreement under which TYM granted a fixed and floating first priority security interest over all of its present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which TYM granted to and pledged in favour of the Company a first priority security interest over all of the issued and outstanding shares in the capital of two of its subsidiaries, 858466 Canada Corp. ("858466") and Emerging Pictures Corp.("EPC"), 858466 and EPC unconditionally and irrevocably guaranteed all indebtedness owing under the TYM Agreement and all present and future debts and liabilities of TYM to 858466 and EPC were assigned to the Company and postponed to the indebtedness owing under the TYM Agreement. Pursuant to the TYM Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of TYM at a conversion price to be calculated as specified.

On January 15, 2016, the Company executed an Investors' Rights Agreement with TYM whereby TYM is required to grant the Company a right of first offer with respect to future sales by TYM of new shares (as defined) in accordance with specified provisions.

Note 4 Loans Receivable and Accrued Interest (continued)

Twenty Year Media Corp. (continued)

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio.

On March 22, 2017, the due date of the loan with principal and accrued interest was amended to January 1, 2018.

As at June 30, 2017, the outstanding loan receivable balance totaled $319,654 including accrued interest of $67,154. During the year ended June 30, 2017, the Company earned interest income of $49,651 related to this loan receivable.

Note 5 Wind Assets

An investment in Katabatic Power Corp. ("Katabatic") comprised of various debt instruments and a minority equity interest, recorded at its fair value of $1.

Note 6 Loan Payable and Accrued Interest

On December 15, 2015, Code Consulting Limited ("Code"), a company controlled by the CEO of the Company, loaned $400,000 to the Company to facilitate the loan to Mobio (see Note 4). The loan bears interest at 10% per annum, calculated monthly, not in advance and is secured by a promissory note. The principal balance plus accrued interest was due and payable on December 15, 2016. The loan has not been repaid and the Company is currently in discussions with Code to revise the terms of the loan agreement.

On May 18, 2016, Code loaned an additional $10,000 to the Company. The advance is non-interest bearing, unsecured and has no fixed terms of repayment.

On August 17, 2016, Code loaned $235,000 to the Company to facilitate the investment in the units of Mobio (see Note 3). The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on August 17, 2017. The loan was initially recorded at the fair market value of $215,399 using a discount rate of 19.1% and $19,601 was allocated to reserves. The balance at June 30, 2017 is $251,255 including interest and accretion of $35,856.

Note 6 Loan Payable and Accrued Interest (continued)

As at June 30, 2017, total loans outstanding were $722,954 including accrued interest and accretion of $97,555. During the year ended June 30, 2017, the Company recorded interest and accretion expense of $75,856 related to the loans payable.

Note 7 Share Capital and Reserves

Share Capital

Authorized

Unlimited number of common shares without par value.
Unlimited number of preferred shares with a par value of $100 per share.

In April 2017, the Company consolidated its issued and outstanding common shares on the basis of twelve pre-consolidation common shares for one post-consolidation common share (the "Consolidation"). After Consolidation, the Company has 1,987,470 common shares issued and outstanding. All comparative references herein to the number of shares, options, warrants, weighted average number of common shares and loss per share have been restated for the Consolidation, including all such numbers presented for the prior year.

Stock Options

During the year ended June 30, 2016, the Board of Directors approved a stock option plan (the "Plan") in order to provide the Company with a share-related mechanism to attract, retain and motivate qualified executives, employees and consultants to contribute toward the long-term goals of the Company, and to encourage such individuals to acquire shares of the Company as long-term investments.

The number of shares available for purchase pursuant to options granted under the Plan will not exceed 10% of the shares that are outstanding (on a non-diluted basis) immediately prior to the share issuance or grant of options. The Plan places limits on the maximum number of options which may be granted to any one holder, insider, consultant and employees and consultants engaged in investor relations activities within any 12-month period. Options granted in relation to investor relations activities must vest in stages over 12 months with no more than 25% of the options vesting in any three-month period. The vesting period for all other options is at the discretion of the Board of Directors.

No stock options in connection with the above plan have been issued.

(Expressed in Canadian dollars)

Note 8 Related Party Transactions

Balances

The following amounts payable to related parties are included in trade payables and other payables:

		June 30, 2017		June 30, 2016
Code	$	-	$	70,360
CEO of the Company		-		5,000
Company controlled by the CFO of the Company		588		-
	$	588	$	75,360

On October 29, 2015, the Company executed a Debt Assignment Agreement with the former CEO of the Company, the former CFO of the Company and a company with common directors whereby the $70,360 aggregate amount owing by the Company to these parties was assigned to Code. During the year ended June 30, 2017, the Company repaid the amount of $70,360 owing to Code and the amount of $5,000 owing to the CEO of the Company.

Transactions – paid or accrued

Transactions with related parties are summarized in the tables below:

		Year ended June 30, 2017		Year ended June 30, 2016
Interest and accretion on loans payable to Code	$	75,856	$	21,699
Interest on loan receivable from Mobio		2,515		6,964
Interest on loan receivable from TYM		49,651		17,503

Key management personnel compensation:

		Year ended June 30, 2017		Year ended June 30, 2016
Management and consulting fees	$	14,088	$	10,975
Professional fees		8,100		3,334
Office and sundry		-		600

All transactions with related parties have occurred in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Note 9 Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support future business opportunities. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. In the management of capital, the Company includes cash balances, loans and components of equity.

In order to carry out future projects and pay for administrative costs, the Company will raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements. There were no changes to the Company's approach to capital management during the year ended June 30, 2017.

Note 10 Financial Instruments

The fair value of the Company's loans receivable and accrued interest, warrants held, trade payables and other payables, and loans payable and accrued interest approximates the carrying value due to the short-term nature of the instruments. The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk:

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company is exposed to credit risk on the loan receivable from TYM in the amount of $319,654. The Company is in regular communication with TYM and has a degree of confidence that the loan will be repaid. No allowance for doubtful accounts has been recorded.

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 June 30, 2017, the Company had a cash balance of $6,370 (June 30, 2016 - $7,784) to settle current liabilities of $736,219. (June 30, 2016 - $513,542). Management plans to raise funds to meet its future liabilities as they become due.

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.

Note 10 Financial Instruments (continued)

Market risk (continued):

(a) Interest rate risk - the Company has a cash balance and interest-bearing debt making the company sensitive to interest rate fluctuations.

(b) Foreign currency risk - the Company currently believes it has no significant foreign exchange risk.

(c) Price risk - the Company is a non-public reporting issuer and is not currently exposed to price risk with respect to its own equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company is exposed to price risk with respect to the investment in warrants and shares of Mobio. A 10% change in the value of Mobio shares would give rise to a $16,450 change in accumulated other comprehensive loss and a $3,700 loss or gain on derivative.

Fair Value of Financial Instruments

The Company's financial instruments consist of cash, receivables and accrued interest, warrants, marketable securities, trade payables and other payables and loans payable and accrued interest. The carrying values of cash, receivables and accrued interest, trade payables and other payables approximate their fair values due to their short-term nature and/or the existence of market related interest rates on the instruments. The carrying value of marketable securities approximates their fair value as it is based on the closing trading price of the security on the reporting date. Loans payable are measured at amortized cost using the effective interest rate method and their carrying value approximates their fair value. The carrying value of warrants is based on the Black-Scholes option pricing model and approximates the fair value.

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.

All financial instruments other than loans payable and warrants are classified as Level 1. Loans payable and accrued interest and warrants are classified as Level 2.

There has been no change in Levels for the year ended June 30, 2017.

(Expressed in Canadian dollars)

Note 10 Income Taxes

The following table reconciles the expected income tax expense (recovery) at Canadian statutory income tax rates to the amounts recognized in the statement of loss and comprehensive loss for the year ended June 30, 2017 and 2016:

		June 30 2017		June 30 2016
Net income (loss) before taxes	$	(124,090)	$	(30,834)
Statutory tax rate		26%		26%
Expected income tax (recovery)		(32,263)		(8,017)
Non-deductible items		4,809		-
Change in deferred tax assets not recognized		27,454		8,017
Total income tax expense (recovery)	$	-	$	-

Deferred taxes reflect the tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their corresponding values for tax purposes. Deferred tax assets (liabilities) as at June 30, 2017 and 2016 are as follows:

		June 30 2017		June 30 2016
Marketable securities	$	2,514	$	-
Non capital loss carry forward		1,097		-
Loans payable and accrued interest		(1,097)		-
Derivative - warrants		(2,514)		-
Net deferred tax asset (liability)	$	-	$	-

The unrecognized deductible temporary differences are as follows:

		June 30 2017		June 30 2016
Non capital loss carryfowards	$	178,724	$	111,227
Marketable securities		51,160		-
Unrecognized deductible temporary differences	$	229,884	$	111,227

(Expressed in Canadian dollars)

Note 10 Income Taxes (continued)

As at June 30, 2017 the Company has not recognized a deferred tax asset in respect of non-capital loss carry-forwards of approximately $178,724 (2016: $111,227) which may be carried forward to apply against future year income tax for Canadian income tax purposes, subject to the final determination by taxation authorities, expiring in the following years:

Expiry		
2037	$	71,716
2036		30,834
2035		50,889
2034		5,274
2033		7,170
2032		12,841
Total	$	178,724

Note 11 Subsequent Events

On July 26, 2017, Code loaned $250,000 to the Company. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On July 26, 2017, the Company loaned $100,000 to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on July 25, 2018.

On October 3, 2017, the Company loaned $50,000, out of a total commitment of $150,000, to Mobio. The loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on October 3, 2018.

Schedule "B"

Audited annual financial statements for the Issuer for the year ended June 30, 2016

NU2U RESOURCES CORP.
Vancouver, BC

Financial Statements

June 30, 2016 and 2015

(Expressed in Canadian Dollars)

DeVISSERGRAY LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

401-905 West Pender St
Vancouver BC V6C 1L6
t 604.687.5447
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Independent Auditor's Report

To the Shareholders of NU2U Resources Corp.,

We have audited the accompanying financial statements of NU2U Resources Corp., which comprise the statements of financial position as at June 30, 2016 and 2015 and the statements of loss and comprehensive loss, cash flows, and changes in shareholders' deficiency for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of NU2U Resources Corp. as at June 30, 2016 and 2015 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Emphasis of Matter

Without modifying our opinion, we draw attention to Note 1 in the financial statements which indicates that the Company is dependent upon its ability to secure new sources of financing to fund on-going operations. This condition, along with other matters as set forth in Note 1, indicates the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

CHARTERED PROFESSIONAL ACCOUNTANTS

De Visser Gray LLP

Vancouver, Canada
October 28, 2016

NU2U RESOURCES CORP.
STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
As at June 30,

	Notes		2016		2015
ASSETS					
Current assets					
Cash		$	7,784	$	-
Receivables			1,314		-
Loan receivable and accrued interest - Mobio	3		133,214		-
Loan receivable and accrued interest - TYM	3		270,003		-
			412,315		-
Non-current assets					
Wind assets	4		1		1
TOTAL ASSETS		**$**	**412,316**	**$**	**1**
LIABILITIES					
Current liabilities					
Trade payables and accrued liabilities	7	$	81,843	$	70,393
Loans payable and accrued interest	5, 7		431,699		-
TOTAL LIABILIITES			**513,542**		**70,393**
SHAREHOLDERS' DEFICIENCY					
Share capital	6		10,001		10,001
Deficit			(111,227)		(80,393)
TOTAL SHAREHOLDERS' DEFICIENCY			**(101,226)**		**(70,392)**
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIENCY		**$**	**412,316**	**$**	**1**

Nature and continuance of operations (Note 1)

Approved and authorized for issue by the Company's Board of Directors on October 28, 2016.

"Lance Tracey" *"Sheri Rempel"*

Lance Tracey, CEO Sheri Rempel, CFO

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

NU2U RESOURCES CORP.
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)
Years ended June 30,

	Notes	2016	2015
Administration expenses			
Management and consulting fees	7	$ 14,309	$ 46,000
Office and sundry	7	678	-
Professional fees		13,470	2,100
Transfer agents		8,895	2,789
		(37,352)	(50,889)
Finance income and interest expense			
Interest income		28,217	-
Interest expense	7	(21,699)	-
Net loss and comprehensive loss for year		**$ (30,834)**	**$ (50,889)**
Loss per share – basic and diluted		**$ (0.00)**	**$ (0.00)**
Weighted average number of common shares outstanding		**23,849,615**	**23,849,615**

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

NU2U RESOURCES CORP.
STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIENCY
(Expressed in Canadian Dollars)

	Share capital						
	Number of shares		Amount		Deficit		Total
Balance at June 30, 2014	23,849,615	$	10,001	$	(29,504)	$	(19,503)
Net loss for the year	-		-		(50,889)		(50,889)
Balance at June 30, 2015	**23,849,615**	**$**	**10,001**	**$**	**(80,393)**	**$**	**(70,392)**
Net loss for the year	-		-		(30,834)		(30,834)
Balance at June 30, 2016	**23,849,615**	**$**	**10,001**	**$**	**(111,227)**	**$**	**(101,226)**

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

NU2U RESOURCES CORP.
STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
Years ended June 30,

	2016	2015
Operating activities		
Net loss for the year	$ (30,834)	$ (50,889)
Adjustments for non-cash items:		
Interest income	(28,217)	-
Interest expense	21,699	-
Changes in non-cash working capital items:		
Receivables	(1,314)	-
Trade payables and accrued liabilities	11,450	50,889
Net cash flows used in operating activities	(27,216)	-
Investing activities		
Loan proceeds advanced	(375,000)	-
Net cash flows used in investing activities	(375,000)	-
Financing activities		
Loan proceeds received	410,000	-
Net cash flows received from financing activities	410,000	-
Increase in cash	7,784	
Cash, beginning	-	-
Cash, ending	$ 7,784	$ -

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

Note 1 Nature and Continuance of Operations

NU2U Resources Corp. ("NU2U" or the "Company") was incorporated under the Business Corporations Act (British Columbia) on August 19, 2011. The Company's registered and records office is located at 610-700 West Pender Street, Vancouver, BC, V6C 2V6.

The Company has yet to commence operations and its success will be dependent upon its ability to find a suitable business and obtain necessary financing.

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The ability of the Company to continue as a going concern is dependent upon a number of factors including obtaining additional financing as required and seeking profitable operations. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These financial statements are presented in Canadian dollars unless otherwise indicated.

Note 2 Significant Accounting Policies

Basis of presentation

The Company's annual audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board effective as of June 30, 2016.

Use of Estimates, Judgments and Assumptions

The preparation of financial statements in conformity with IFRS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reported periods. The Company reviews its estimates and assumptions regularly; however, actual results could differ from those estimates. Significant judgments are used in the Company's assessment of its ability to continue as a going concern which is described in Note 1 and the carrying value of the balance receivable from TYM that was due on March 31, 2016. It is management's opinion, based on an assessment of TYM's business and a significant contract the company is in the process of negotiating, that the $270,003 will be repaid in full.

Significant accounting estimates are used in the determination of fair value and value in use for purposes of the recoverability of the carrying value of assets. Key estimates made by management with respect to these areas have been described in the notes to these financial statements as appropriate.

Note 2 Significant Accounting Policies (continued)

Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from

the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Financial instruments

Financial assets

Financial assets are initially recognized at fair value and are classified into one of the following categories, depending on the purpose for which the asset was acquired.

Fair value through profit or loss – derivatives or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Loans and receivables - non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying

Note 2 Significant Accounting Policies (continued)

amount of the investment, including impairment losses, are recognized in the statement of loss and comprehensive loss.

Available-for-sale – non-derivative financial assets not included in the above categories are classified as available-for- sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of loss and comprehensive loss.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at the minimum of each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories.

Fair value through profit or loss - derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

Other financial liabilities – includes all other liabilities, which are recognized at amortized cost.

The Company does not have any derivative financial assets or liabilities.

Classification of Financial Instruments

The Company has classified cash and loans receivable and accrued interest as loans and receivables.
The Company has classified trade payables, accrued liabilities and loan payable as other financial liabilities.

Share-based payments

The Company applies the fair value method of accounting for stock option awards using the Black-Scholes option pricing model. Under this method, the Company recognizes compensation expense for employee stock option awards, based on the grant date fair value, for each vesting installment, over the vesting period of the options. Each installment is valued separately, based on assumptions determined from historical data, and recognized as compensation expense over each installment's individual tranche vesting period. Forfeiture estimates are recognized in the period they are estimated, and are revised for actual forfeitures in subsequent periods.

Note 2 Significant Accounting Policies (continued)

In situations where stock option awards are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

Income taxes

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 financial position date.

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

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Loss per share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the periods presented, the dilutive effect has not been computed as it proved to be anti-dilutive.

Basic loss per share has been calculated using the weighted average number of common shares outstanding during the period.

Note 2 Significant Accounting Policies (continued)

The following standards and interpretations have been issued but are not yet effective:

The following standards, interpretations and amendments, which have not been applied in these financial statements, may have an effect on the Company's future financial statements.

IFRS 9 — Financial instruments, classification and measurement
IFRS 9 Financial Instruments is part of the IASB's wider project to replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. The standard is effective for annual periods beginning on or after January 1, 2018. The Company is in the process of evaluating the impact of the new standard.

Note 3 Loans Receivable and Accrued Interest

Mobio Technologies Inc.

On December 15, 2015, the Company executed a Credit Agreement (the "Agreement") with Mobio Technologies Inc. ("Mobio") whereby the Company granted to Mobio a credit facility in the aggregate principal amount of $375,000 to facilitate the continued growth of two of its subsidiaries (Strutta.com Media Inc. ("Strutta")) and Twenty Year Media Corp. ("TYM")) and to fund its working capital. Pursuant to the terms of the Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The credit facility is secured by a Convertible Promissory Note (the "Note"), General Security Agreements under which Mobio, Strutta and TYM granted a fixed and floating first priority security interest over all of their present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which Mobio granted to, pledged in favour of and assigned to the Company a first priority security interest in favour of the Company of the issued and outstanding shares in the capital of Strutta and TYM, Strutta and TYM unconditionally and irrevocably guaranteed all indebtedness owing under the Agreement and all present and future debts and liabilities of Mobio to Strutta and TYM were assigned to the Company and postponed to the indebtedness owing under the Agreement. Pursuant to the Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of Mobio at a price of $0.15 per share. As further consideration for the loan advance, Mobio issued to the Company a warrant certificate to purchase up to 1,250,000 common shares of Mobio at a price of $0.15 per share for a period of one year from the closing date. Subsequent to year end, Mobio repaid the principal balance plus accrued interest (see Note 11).

Note 3 Loans Receivable and Accrued Interest (continued)

Twenty Year Media Corp.

On January 15, 2016, the Company executed a Credit Agreement (the "TYM Agreement") with TYM. As part of a reorganization process, TYM agreed to assume $252,500 ($250,000 plus $2,500 in accrued interest) of the balance owing by Mobio to the Company under the Agreement. The $250,000 principal balance assumed by TYM is the facility granted by the Company under the TYM Agreement. Pursuant to the terms of the TYM Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). Interest on the outstanding balance accrues at 17% per annum upon the occurrence of a default event. The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. Because TYM did not raise at least $150,000 in equity capital prior to March 31, 2016, the $250,000 facility immediately became due and payable on March 31st. The principal balance is secured by a Convertible Promissory Note (the "TYM Note") in the amount of $252,500, a General Security Agreement under which TYM granted a fixed and floating first priority security interest over all of its present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which TYM granted to and pledged in favour of the Company a first priority security interest over all of the issued and outstanding shares in the capital of two of its subsidiaries, 858466 Canada Corp. ("858466") and Emerging Pictures Corp.("EPC"), 858466 and EPC unconditionally and irrevocably guaranteed all indebtedness owing under the TYM Agreement and all present and future debts and liabilities of TYM to 858466 and EPC were assigned to the Company and postponed to the indebtedness owing under the TYM Agreement. Pursuant to the TYM Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of TYM at a conversion price to be calculated as specified.

On January 15, 2016, the Company executed an Investors' Rights Agreement with TYM whereby TYM is required to grant the Company a right of first offer with respect to future sales by TYM of new shares (as defined) in accordance with specified provisions.

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio.

Note 4 Wind Assets

An investment in Katabatic Power Corp. ("Katabatic") comprised of various debt instruments and a minority equity interest, recorded at its fair value of $1.

Note 5 Loan Payable and Accrued Interest

On December 15, 2015, Code Consulting Limited ("Code"), a company controlled by the CEO of the Company, loaned $400,000 to the Company to facilitate the loan to Mobio (see Note 3). This loan bears interest at 10% per annum, calculated monthly, not in advance and is secured by a promissory note. The principal balance plus accrued interest is due and payable on December 15, 2016. On May 18, 2016, Code loaned an additional $10,000 to the Company. This advance is non-interest bearing, unsecured and has no fixed terms of repayment. See Note 7.

Note 6 Share Capital and Reserves

Share Capital

Authorized

Unlimited number of common shares without par value.
Unlimited number of preferred shares with a par value of $100 per share.

Stock Options

During the year ended June 30, 2016, the Board of Directors approved a stock option plan (the "Plan") in order to provide the Company with a share-related mechanism to attract, retain and motivate qualified executives, employees and consultants to contribute toward the long term goals of the Company, and to encourage such individuals to acquire shares of the Company as long term investments.

The number of shares available for purchase pursuant to options granted under the Plan will not exceed 10% of the shares that are outstanding (on a non-diluted basis) immediately prior to the share issuance or grant of options. The Plan places limits on the maximum number of options which may be granted to any one holder, insider, consultant and employees and consultants engaged in investor relations activities within any 12 month period. Options granted in relation to investor relations activities must vest in stages over 12 months with no more than 25% of the options vesting in any three-month period. The vesting period for all other options is at the discretion of the Board of Directors.

No stock options in connection with the above plan have been issued.

(Expressed in Canadian dollars)

Note 7 Related Party Transactions

Balances

The following amounts payable to related parties are included in trade payables and accrued liabilities:

		June 30, 2016		June 30, 2015
Code	$	70,360	$	-
CEO of the Company		5,000		-
Former CEO of the Company		-		25,193
Former CFO of the Company		-		25,193
Company with common directors		-		16,928
	$	75,360	$	67,314

On October 29, 2015, the Company executed a Debt Assignment Agreement with the former CEO of the Company, the former CFO of the Company and a company with common directors whereby the $70,360 (June 30, 2015 - $67,314) aggregate amount owing by the Company to these parties was assigned to Code.

See Note 5.

Transactions – paid or accrued

Transactions with related parties are summarized in the tables below:

		Year ended June 30, 2016		Year ended June 30, 2015
Interest on loan payable to Code	$	21,699	$	-
Rent charged by a company controlled by the CFO of the Company		600		-

Key management personnel compensation:

		Year ended June 30, 2016		Year ended June 30, 2015
Management and consulting fees	$	14,309	$	46,000

All transactions with related parties have occurred in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Note 8 Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support future business opportunities. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. In the management of capital, the Company includes cash balances, loans and components of equity.

In order to carry out future projects and pay for administrative costs, the Company will raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements.

Note 9 Financial Instruments

The fair value of the Company's loans receivable and accrued interest, trade payables and accrued liabilities and loan payable and accrued interest approximates their carrying value due to the short-term nature of the instruments. The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk:

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company believes its credit risk is minimal.

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 June 30, 2016, the Company had a cash balance of $7,784 (June 30, 2015 - $nil) to settle current liabilities of $513,542 (June 30, 2015 - $70,393). Management plans to raise funds to meet its future liabilities as they become due.

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.

(a) Interest rate risk - the Company has a cash balance and interest-bearing debt making the company sensitive to interest rate fluctuations.

(b) Foreign currency risk - the Company currently believes it has no significant foreign exchange risk.

(Expressed in Canadian dollars)

Note 9 Financial Instruments (continued)

(c) Price risk - the Company is a non-public reporting issuer and is not currently exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.

Fair Value of Financial Instruments

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.

Note 10 Income Taxes

A reconciliation of income taxes at statutory rates is as follows:

	Year ended June 30, 2016	Year ended June 30, 2015
Combined Canadian federal and provincial statutory corporate tax rate	**26.00%**	26.00%
Expected income tax recovery	$ **(8,017)**	$ (13,229)
Unrecognized benefit of deferred income tax assets	**8,017**	13,229
Total income tax recovery	$ -	$ -

There are no deferred income tax assets presented in the statement of financial position. The significant components of the Company's deferred income tax assets are as follows:

	Year ended June 30, 2016	Year ended June 30, 2015
Deferred income tax assets:		
Non-capital loss carry forwards	$ **111,000**	$ 80,000
Net deferred income tax assets	$ **111,000**	$ 80,000

(Expressed in Canadian dollars)

Note 10 Income Taxes (continued)

The Company has non-capital losses available for Canadian income tax purposes which may be carried forward to reduce taxable income in future years. The non-capital losses will begin to expire in 2032 until 2036. If not utilized, the non-capital losses will expire as follows:

2032	$17,000
2033	7,000
2034	5,000
2035	51,000
2036	31,000
	$111,000

Note 11 Subsequent Events

On August 17, 2016, the Company executed a private placement subscription agreement to purchase 4,700,000 units of Mobio at a purchase price of $235,000. Each unit is comprised of one common share of Mobio and one half of one share purchase warrant valid for a period of 24 months from the date of issue at an exercise price of $0.075.

On August 17, 2016, the Company negotiated a loan from Code to facilitate the investment in Mobio's private placement. The loan bears interest at 10% per annum calculated monthly, not in advance, is secured by a promissory note and all outstanding principal and accrued interest is due on August 17, 2017.

On August 30, 2016, Mobio repaid the $126,250 principal balance plus accrued interest of $9,480 owing under the agreement (see Note 3).

Schedule "C"

Audited annual financial statements for the Issuer for the year ended June 30, 2015.

NU2U RESOURCES CORP.

Vancouver, BC

FINANCIAL STATEMENTS

June 30, 2015 and 2014

(Expressed in Canadian Dollars)

DeVISSER GRAY LLP
CHARTERED ACCOUNTANTS

401-905 West Pender St
Vancouver BC V6C 1L6
t 604.687.5447
f 604.687.6737

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of NU2U Resources Corp.,

We have audited the accompanying financial statements of NU2U Resources Corp., which comprise the statements of financial position as at June 30, 2015 and 2014, and the statements of operations and comprehensive loss, cash flows and changes in equity for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of NU2U Resources Corp. as at June 30, 2015 and 2014 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the financial statements which indicates that the Company has limited working capital available for ongoing corporate and administrative operations, no current sources of revenue and is dependent upon its ability to secure new sources of financing. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

De Visser Gray LLP

CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC
October 28, 2015

NU2U RESOURCES CORP.

STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian Dollars)

As at June 30,

	2015	2014
	$	$
Assets		
Wind assets (Note 3)	1	1
	1	1
Liabilities		
Current		
Payables and accruals	3,079	3,079
Due to related parties (Note 5)	67,314	16,425
	70,393	19,504
Equity		
Share capital (Note 4)	10,001	10,001
Deficit	(80,393)	(29,504)
	(70,392)	(19,503)
	1	1

Nature and continuance of operations (Note 1)

Approved and authorized for issue by the Company's Board of Directors on October 28, 2015.

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

NU2U RESOURCES CORP.

STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

(Expressed in Canadian Dollars)

Years ended June 30,

	2015 $	2014 $
Expenses		
Management fees (Note 5)	**46,000**	-
Professional fees	**2,100**	3,107
Regulatory filing fees	**1,679**	1,679
Transfer agent fees	**1,110**	488
Net loss and comprehensive loss	**(50,889)**	(5,274)
Basic and diluted loss per common share	**-**	-
No. of common shares – weighted average	**23,849,615**	23,849,615

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

NU2U RESOURCES CORP.

STATEMENTS OF SHAREHOLDERS' EQUITY

(Expressed in Canadian Dollars)

	Share Capital				
	Number	Amount	Reserves	Deficit	Equity
		$	$	$	$
Balances, July 1, 2013	23,849,615	10,001	-	(24,230)	(14,229)
Net loss	-	-	-	(5,274)	(5,274)
Balances, June 30, 2014	23,849,615	10,001	-	(29,504)	(19,503)
Net loss	-	-	-	**(50,889)**	**(50,889)**
Balances, June 30, 2015	**23,849,615**	**10,001**	**-**	**(80,393)**	**(70,392)**

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

NU2U RESOURCES CORP.

STATEMENTS OF CASH FLOWS

(Expressed in Canadian Dollars)

Years ended June 30,

	2015	2014
	$	$
Cash flows from operating activities		
Net loss	**(50,889)**	(5,274)
Changes in non-cash working capital		
Payables and accruals	-	133
Due to related parties	**50,889**	5,141
Net cash used in operating activities	-	-
Change in cash	-	-
Cash, beginning	-	-
Cash, ending	-	-

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

Note 1 Nature and Continuance of Operations

NU2U Resources Corp. ("NU2U" or the "Company") was incorporated under Business Corporations Act (British Columbia) on August 19, 2011. The Company's registered and records office is located at 1150-789 West Pender Street, Vancouver, BC, V6C 1H2.

The Company has yet to commence operations and its success will be dependent upon its ability to find a suitable business and obtain necessary financing.

These financial statements have been prepared on accounting principles applicable to a going concern, which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The ability of the Company to continue as a going concern is dependent upon a number of factors including obtaining additional financing as required and seeking profitable operations.

These financial statements are presented in Canadian dollars unless otherwise indicated.

Note 2 Significant Accounting Policies

Basis of presentation

The Company's annual audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board effective as of June 30, 2015.

Use of Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires management to make estimates, assumptions and judgments that affect the application of accounting policies and reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reported periods. The Company reviews its estimates and assumptions regularly; however, actual results could differ from those estimates. Significant judgments are used in the Company's assessment of its ability to continue as a going concern which is described in Note 1. Significant accounting estimates are used in the determination of fair value and value in use for purposes of the recoverability of the carrying value of wind assets, valuation of share-based payments, and the valuation of deferred income taxes. Key estimates made by management with respect to these areas have been described in the notes to these financial statements as appropriate.

Note 2 Significant Accounting Policies (continued)

Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Financial instruments

Financial assets

Financial assets are initially recognized at fair value and are classified into one of the following categories, depending on the purpose for which the asset was acquired.

Fair value through profit or loss – derivatives or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Loans and receivables - non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of operations.

Note 2 Significant Accounting Policies (continued)

Financial instruments (continued)

Available-for-sale – non-derivative financial assets not included in the above categories are classified as available-for- sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of operations.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at the minimum of at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories:

Fair value through profit or loss - derivatives or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Other financial liabilities - includes amounts due to related party and payables and accruals, all of which are recognized at amortized cost.

Classification of Financial Instruments

The Company has classified due to related party and payables and accruals as other financial liabilities.

Share-based payments

The Company applies the fair value method of accounting for stock option awards using the Black-Scholes option pricing model. Under this method, the Company recognizes compensation expense for employee stock option awards, based on the grant date fair value, for each vesting installment, over the vesting period of the options. Each installment is valued separately, based on assumptions determined from historical data, and recognized as compensation expense over each installment's individual tranche vesting period. Forfeiture estimates are recognized in the period they are estimated, and are revised for actual forfeitures in subsequent periods.

In situations where stock option awards are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

Note 2 Significant Accounting Policies (continued)

Income taxes

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 financial position date.

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

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Loss per share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the periods presented, the dilutive effect has not been computed as it proved to be anti-dilutive.

Basic loss per share has been calculated using the weighted average number of common shares outstanding during the period.

Recent accounting pronouncements

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after January 1, 2013, including IAS 19 Employee Benefits, IAS 27 Separate Financial Statements, IAS 28 Investments in Associates and Joint Ventures, IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements, IFRS 12 Disclosure of Interest of Other Entities, and IFRS 13 Fair Value Measurement. The Company has adopted these policies and they do not have a significant effect on the financial statements.

Note 2 Significant Accounting Policies (continued)

Recent accounting pronouncements (continued)

IFRS 9 Financial Instruments is effective for annual periods beginning after January 1, 2015. The extent of the effects of this new accounting standard on the financial statements has not been determined.

IFRS 7 has been amended to require additional disclosures on transition from IAS 39 and IFRS 9, effective for annual periods beginning on or after January 1, 2015. The extent of the effects of this new accounting standard on the financial statements has not been determined.

Note 3 Wind Assets

An investment in Katabatic Power Corp. ("Katabatic") comprised of various debt instruments and a minority equity interest, recorded at its fair value of $1.

Note 4 Share Capital

Authorized

Unlimited number of common shares without par value

Note 5 Related Party Transactions

All transactions with related parties have occurred in the normal course of operations and are measured at their fair value as determined by management. Unless otherwise indicated, the year-end balances are unsecured and non-interest bearing and have arisen from advances and the provision of services and fees described.

During the year the Company approved management fees for its CEO and CFO each at $500 per month commencing September 1, 2011. Accordingly, fees totaling $46,000 have been accrued for the forty-six months (September 1, 2011 - June 30, 2015) as follows:

- During the year ended June 30, 2015, the Company incurred $23,000 in management fees (2014 - $nil) to its CEO and at June 30, 2015 the Company owes this individual $25,193 (June 30, 2014 - $nil) for unpaid fees and expenses paid on behalf of the Company.

- During the year ended June 30, 2015, the Company incurred $23,000 in management fees (2014 - $nil) to its CFO and at June 30, 2015 the Company owes this individual $25,193 (June 30, 2014 - $nil) for unpaid fees and expenses paid on behalf of the Company.

Note 5 Related Party Transactions (continued)

As at June 30, 2015 the Company owes a company with common directors $16,928 (June 30, 2014 - $16,425) for expenses paid on behalf of the Company.

Key management personnel comprise the Company's Board of Directors and executive officers. During the year ended June 30, 2015, key management share-based payments were $nil (2014 - $nil).

Note 6 Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support future business opportunities. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

In the management of capital, the Company includes cash balances and components of equity. At June 30, 2015 there were no cash balances.

In order to carry out future projects and pay for administrative costs, the Company will raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements.

Note 7 Financial Instruments

The fair value of the Company's payables and accruals and due to related party approximates their carrying value due to the short-term nature of the instruments. The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk:

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company believes its credit risk is minimal.

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 June 30, 2015, the Company had a cash balance of $nil (2014 - $nil) to settle current liabilities of $70,393 (2014 - $19,504). Management plans to raise funds to meet its future liabilities as they become due.

(Expressed in Canadian Dollars)

Note 7 Financial Instruments (continued)

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.

(a) Interest rate risk - the Company has no cash balances and no interest-bearing debt. The Company's sensitivity to interest rates is minimal.

(b) Foreign currency risk - the Company currently believes it has no significant foreign exchange risk.

(c) Price risk - the Company is a non-public reporting issuer and is not currently exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.

Note 8 Income Taxes

A reconciliation of income taxes at statutory rates is as follows:

	Years ended June 30, 2015 $	2014 $
Loss for the year before taxes	**(50,889)**	(5,274)
Income taxes recovery at statutory rates	**(13,229)**	(1,371)
Net adjustment for depreciation, deductible and non-deductible amounts	-	-
Unrecognized benefit of non-capital losses	**13,229**	1,371
Total income taxes (recovery)	-	-

The significant components of the Company's deferred income tax assets are as follows:

	June 30, 2015 **$**	June 30, 2014 $
Deferred income tax assets:		
Non-capital loss carry forwards	**20,902**	7,671
Valuation allowance	**(20,902)**	(7,671)
Net deferred income tax assets	-	-

The Company has non-capital losses of approximately $80,000 which are available to reduce future taxable income in Canada and which expire in 2035. The Company has not recognized any future tax benefit for these tax losses as it is not considered likely that they will be utilized.

Schedule "D"

Unaudited interim financial statements for the Issuer for the period ended March 31, 2017

LANEBURY GROWTH CAPITAL LTD.
(FORMERLY NU2U RESOURCES CORP.)
Vancouver, BC

Condensed Interim Financial Statements

Nine Month Period Ended March 31, 2017

(Unaudited – prepared by Management)

(Expressed in Canadian Dollars)

LANEBURY GROWTH CAPITAL LTD.

(FORMERLY NU2U RESOURCES CORP.)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The condensed interim unaudited financial statements of Lanebury Growth Capital Ltd. (formerly NU2U Resources Corp.) (the "Company") are the responsibility of the Company's management. The financial statements are prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board and reflect management's best estimates and judgment based on information currently available.

Management has developed and maintains a system of internal controls to ensure that the Company's assets are safeguarded, transactions are authorized and properly recorded and financial information is reliable.

The Board of Directors is responsible for ensuring management fulfills its responsibilities for financial reporting and internal controls through an Audit Committee. The Audit Committee reviews the results of the condensed interim unaudited financial statements prior to their submission to the Board of Directors for approval.

"Lance Tracey"
President and Chief Executive Officer

"Sheri Rempel"
Chief Financial Officer

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited – Expressed in Canadian Dollars)

	Notes	March 31, 2017	June 30, 2016
ASSETS			
Current assets			
Cash and cash equivalents		$ 23,971	$ 7,784
Marketable securities	3	235,000	-
Loan receivable and accrued interest - Mobio	4	-	133,214
Loan receivable and accrued interest - TYM	4	306,480	270,003
Accounts receivable and prepaid expenses		4,895	1,314
		570,346	412,315
Non-current assets			
Wind assets	5	1	1
		1	1
TOTAL ASSETS		**$ 570,347**	**$ 412,316**
LIABILITIES			
Current liabilities			
Trade payables and other payables		$ 10,690	$ 81,843
Loans payable	6	710,440	431,669
TOTAL LIABILIITES		**721,130**	**513,542**
SHAREHOLDERS' DEFICIENCY			
Share capital	7	10,001	10,001
Deficit		(160,784)	(111,227)
TOTAL SHAREHOLDERS' DEFICIENCY		**(150,783)**	**(101,226)**
TOTAL LIABILITIES AND SHAREHOLDERS' DEFICIENCY		**$ 570,347**	**$ 412,316**

Nature and continuance of operations (Note 1)
Subsequent events (Note 11)

Approved and authorized for issue by the Company's Board of Directors on May 29, 2017.

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

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
CONDENSED INTERIM STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
(Unaudited – Expressed in Canadian Dollars)

	Notes	Three month period ended March 31, 2017	Three month period ended March 31, 2016	Nine month period ended March 31, 2017	Nine month period ended March 31, 2016
Expenses					
Management and consulting fees		$ 8,867	$ 3,542	$ 15,081	$ 9,355
Office and sundry		64	85	414	655
Professional fees		11,652	368	19,182	12,804
Transfer agents		6,116	4,588	10,131	8,337
Total expenses		(26,699)	(8,583)	(44,808)	(31,151)
Interest income		12,699	9,349	38,993	10,685
Interest expense		(15,659)	(9,973)	(43,742)	(11,726)
Net loss for the period		**$ (29,659)**	**$ (9,207)**	**$ (49,557)**	**$ (32,192)**
Other comprehensive loss					
Unrealized gain on marketable securities	3	23,500	-	-	-
Total comprehensive loss for the period		**(6,159)**	**(9,207)**	**(49,557)**	**(32,192)**
Loss per share – basic and diluted		**$ (0.00)**	**$ (0.00)**	**$ (0.00)**	**$ (0.00)**
Weighted average number of common shares outstanding		**23,849,615**	**23,849,615**	**23,849,615**	**23,849,615**

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

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
CONDENSED INTERIM STATEMENTS OF SHAREHOLDERS' DEFICIENCY
(Unaudited – Expressed in Canadian Dollars)

	Share capital		Accumulated other comprehensive loss	Deficit	Total
	Number of shares	Amount			
Balance at June 30, 2015	23,849,615	$ 10,001	$ -	$ (80,393)	$ (70,392)
Loss for the period	-	-	-	(32,192)	(32,192)
Balance at March 31, 2016	**23,849,615**	**$ 10,001**	**$ -**	**$ (112,585)**	**$ (102,584)**
Balance at June 30, 2016	23,849,615	$ 10,001	$ -	$ (111,227)	$ (101,226)
Loss for the period	-	-	-	(49,557)	(49,557)
Balance at March 31, 2017	**23,849,615**	**$ 10,001**	**$ -**	**$ (160,784)**	**$ (150,783)**

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

LANEBURY GROWTH CAPITAL LTD. (FORMERLY NU2U RESOURCES CORP.)
CONDENSED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited – Expressed in Canadian Dollars)

	Notes	Nine month period ended March 31, 2017	2016
Operating activities			
Loss for the period		$ (49,557)	$ (32,192)
Adjustments for non-cash items:			
Interest income		(36,477)	(10,685)
Interest expense		43,741	11,726
Changes in non-cash working capital items:			
Receivables and prepaid expenses		(3,581)	(1,205)
Trade payables and accrued liabilities		(71,153)	10,650
Net cash flows used in operating activities		(117,027)	(21,706)
Investing activities			
Purchase of marketable securities	3	(235,000)	-
Short-term investments		-	(375,000)
Net cash flows used in investing activities		(235,000)	(375,000)
Financing activities			
Loan proceeds	6	235,000	400,000
Loan receivable repayment	4	126,250	-
Interest on loan receivable	4	6,964	-
Net cash flows received from financing activities		368,214	400,000
Increase in cash and cash equivalents		16,187	3,294
Cash and cash equivalents, beginning		7,784	-
Cash and cash equivalents, ending		**$ 23,971**	**$ 3,294**

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

Note 1 Nature and Continuance of Operations

Lanebury Growth Capital Ltd. (formerly NU2U Resources Corp.) ("Lanebury" or the "Company") was incorporated under the Business Corporations Act (British Columbia) on August 19, 2011, under the name NU2U Resources Corp. and subsequently changed its name to Lanebury Growth Capital Ltd. on April 25, 2017 The Company's registered and records office is located at Suite 610, 700 West Pender Street, Vancouver, BC, V6C 1G8.

The Company has yet to commence operations and its success will be dependent upon its ability to find a suitable business and obtain necessary financing.

These financial statements have been prepared on accounting principles applicable to a going concern, which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The ability of the Company to continue as a going concern is dependent upon a number of factors including obtaining additional financing as required and seeking profitable operations.

These financial statements are presented in Canadian dollars unless otherwise indicated.

Note 2 Significant Accounting Policies

Basis of presentation

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting. Certain information and note disclosures normally included in the audited annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") have been omitted or condensed. As a result, these condensed interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended June 30, 2016.

Certain comparative figures have been reclassified to conform to the current period's presentation.

The following standards and interpretations have been issued but are not yet effective:

The following standards, interpretations and amendments, which have not been applied in these condensed interim financial statements, may have an effect on the Company's future condensed interim financial statements. The Company is in the process of evaluating these new standards.

IFRS 9 — Financial instruments, classification and measurement

IFRS 9 Financial Instruments is part of the IASB's wider project to replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. The

Note 2 Significant Accounting Policies (continued)

standard is effective for annual periods beginning on or after January 1, 2018. The Company is in the process of evaluating the impact of the new standard.

Note 3 Marketable Securities

On August 17, 2016, the Company participated in a private placement offering by a related company, Mobio Technologies Inc. ("Mobio"). The Company subscribed for 4,700,000 units at $0.05 per unit for a total cost of $235,000. Each unit consisted of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share at a price of $0.075 for a period of 24 months from closing of the private placement. Concurrently, the Company entered into an agreement with Mobio that it will only be permitted to exercise that number of warrants which will result, when such common shares are issued, in the Company's total shareholdings not exceeding ten percent of Mobio's issued and outstanding shares as of the date of the warrant exercise.

On December 1, 2016, Mobio completed a consolidation of its outstanding common share capital on the basis of one post-consolidation common share for every two outstanding common shares. As a result of the consolidation, the Company holds 2,350,000 common shares of Mobio and 1,175,000 share purchase warrants to purchase common shares of Mobio at an exercise price of $0.15 per share.

At March 31, 2017, the market value of the common shares of Mobio was equal to their cost and the unrealized loss of $23,500 for the adjustment to market value previously recorded in accumulated other comprehensive loss during the period ended December 31, 2016 was reversed in the three months ended March 31, 2017.

Note 4 Loans Receivable and Accrued Interest

Mobio Technologies Inc.

On December 15, 2015, the Company executed a Credit Agreement (the "Agreement") with Mobio whereby the Company granted to Mobio a credit facility in the aggregate principal amount of $375,000 to facilitate the continued growth of two of its subsidiaries (Strutta.com Media Inc. ("Strutta") and Twenty Year Media Corp. ("TYM")) and to fund its working capital. Pursuant to the terms of the Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The credit facility is secured by a Convertible Promissory Note (the "Note"), General Security Agreements under which Mobio, Strutta and TYM granted a fixed and floating first priority security interest over all of their present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which Mobio granted to, pledged in favour of and assigned to the Company a first priority security interest in favour of the Company of the issued and outstanding shares in

Note 4 Loans Receivable and Accrued Interest (continued)

the capital of Strutta and TYM, Strutta and TYM unconditionally and irrevocably guaranteed all indebtedness owing under the Agreement and all present and future debts and liabilities of Mobio to Strutta and TYM were assigned to the Company and postponed to the indebtedness owing under the Agreement. Pursuant to the Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of Mobio at a price of $0.15 per share. As further consideration for the loan advance, Mobio issued to the Company a warrant certificate to purchase up to 1,250,000 common shares of Mobio at a price of $0.15 per share for a period of one year from the closing date. Subsequent to the warrants being issued, by mutual agreement between the parties, the warrants were terminated.

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio. During the current period, Mobio repaid the principal balance of $126,250 plus accrued interest of $6,964.

Twenty Year Media Corp.

On January 15, 2016, the Company executed a Credit Agreement (the "TYM Agreement") with TYM. As part of a reorganization process, TYM agreed to assume $252,500 ($250,000 plus $2,500 in accrued interest) of the balance owing by Mobio to the Company under the Agreement. The $250,000 principal balance assumed by TYM is the facility granted by the Company under the TYM Agreement. Pursuant to the terms of the TYM Agreement, interest accrues on the outstanding balance at the rate of 12% per annum, calculated daily and compounded monthly in arrears (equivalent to a monthly rate of 1%). Interest on the outstanding balance accrues at 17% per annum upon the occurrence of a default event. The principal balance, together with all accrued but unpaid interest, was immediately due and payable in full on June 1, 2016. The Company has not demanded repayment of the loan and is currently in discussions with TYM to revise the terms of the loan agreement.

The principal balance is secured by a Convertible Promissory Note (the "TYM Note") in the amount of $252,500, a General Security Agreement under which TYM granted a fixed and floating first priority security interest over all of its present and after-acquired personal property and all proceeds thereof, a Pledge Agreement pursuant to which TYM granted to and pledged in favour of the Company a first priority security interest over all of the issued and outstanding shares in the capital of two of its subsidiaries, 858466 Canada Corp. ("858466") and Emerging Pictures Corp.("EPC"), 858466 and EPC unconditionally and irrevocably guaranteed all indebtedness owing under the TYM Agreement and all present and future debts and liabilities of TYM to 858466 and EPC were assigned to the Company and postponed to the indebtedness owing under the TYM Agreement. Pursuant to the TYM Note, the Company had the right, on or prior to June 1, 2016, to cancel the entire principal balance and accrued interest and convert it into common shares of TYM at a conversion price to be calculated as specified.

Note 4 Loans Receivable and Accrued Interest (continued)

On January 15, 2016, the Company executed an Investors' Rights Agreement with TYM whereby TYM is required to grant the Company a right of first offer with respect to future sales by TYM of new shares (as defined) in accordance with specified provisions.

On January 16, 2016, the Company executed an Assumption Agreement and Consent with Mobio and TYM. As of that date, the total principal and interest owing to the Company under the Note was $378,750. Of this amount, $252,500 owing by Mobio was assumed by TYM and is governed by the terms of the TYM Agreement. The outstanding balance owing by Mobio under the Note was reduced by the assumed amount, the Note was cancelled and an amended and restated note with identical terms in the principal amount of $126,250 was issued to Mobio.

Note 5 Wind Assets

An investment in Katabatic Power Corp. ("Katabatic") comprised of various debt instruments and a minority equity interest, recorded at its fair value of $1.

Note 6 Loans Payable and Accrued Interest

On December 15, 2015, Code Consulting Limited ("Code"), a company controlled by the CEO of the Company, loaned $400,000 to the Company to facilitate the loan to Mobio (see Note 4). This loan bears interest at 10% per annum, calculated monthly, not in advance and is secured by a promissory note. The principal balance plus accrued interest was due and payable on December 15, 2016. This loan has not been repaid and the Company is currently in discussions with Code to revise the terms of the loan agreement.

On May 18, 2016, Code loaned an additional $10,000 to the Company. This advance is non-interest bearing, unsecured and has no fixed terms of repayment.

On August 17, 2016, Code loaned $235,000 to the Company to facilitate the investment in the common shares of Mobio (see Note 3). This loan bears interest at 10% per annum, calculated monthly, not in advance, and is secured by a promissory note. The principal balance plus accrued interest is due and payable on August 17, 2017.

See Note 8.

(Expressed in Canadian dollars)

Note 7 Share Capital and Reserves

Share Capital

Authorized

Unlimited number of common shares without par value.
Unlimited number of preferred shares with a par value of $100 per share.

Stock Options

During the year ended June 30, 2016, the Board of Directors approved a stock option plan (the "Plan") in order to provide the Company with a share-related mechanism to attract, retain and motivate qualified executives, employees and consultants to contribute toward the long-term goals of the Company, and to encourage such individuals to acquire shares of the Company as long term investments.

The number of shares available for purchase pursuant to options granted under the Plan will not exceed 10% of the shares that are outstanding (on a non-diluted basis) immediately prior to the share issuance or grant of options. The Plan places limits on the maximum number of options which may be granted to any one holder, insider, consultant and employees and consultants engaged in investor relations activities within any 12-month period. Options granted in relation to investor relations activities must vest in stages over 12 months with no more than 25% of the options vesting in any three-month period. The vesting period for all other options is at the discretion of the Board of Directors.

No stock options in connection with the above plan have been issued.

See Note 11.

Note 8 Related Party Transactions

Balances

The following amounts payable to related parties are included in trade payables and accrued liabilities:

		March 31, 2017		June 30, 2016
Code	$	-	$	70,360
CEO of the Company		-		5,000
Company controlled by the CFO of the Company		1,731		-
	$	1,731	$	75,360

(Expressed in Canadian dollars)

Note 8 Related Party Transactions (continued)

On October 29, 2015, the Company executed a Debt Assignment Agreement with the former CEO of the Company, the former CFO of the Company and a company with common directors whereby the $70,360 aggregate amount owing by the Company to these parties was assigned to Code. During the period ended March 31, 2017, the Company repaid the amount of $70,360 owing to Code and the amount of $5,000 owing to the CEO of the Company.

Transactions – paid or accrued

Transactions with related parties are summarized in the tables below:

	Nine months ended March 31, 2017	Nine months ended March 31, 2016
Interest on loans payable to Code	$ 43,741	$ 11,726

Key management personnel compensation:

	Nine months ended March 31, 2017	Nine months ended March 31, 2016
Management and consulting fees	$ 11,545	$ 6,355
Professional fees	6,660	3,334
Office and sundry	-	600

All transactions with related parties have occurred in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Note 9 Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support future business opportunities. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. In the management of capital, the Company includes cash balances, loans and components of equity.

In order to carry out future projects and pay for administrative costs, the Company will raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements.

Note 10 Financial Instruments

The fair value of the Company's loans receivable and accrued interest, trade payables and accrued liabilities and loans payable and accrued interest approximates the carrying value due to the short-term nature of the instruments. The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk:

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company believes its credit risk is minimal.

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 March 31, 2017, the Company had a cash balance of $23,971 (June 30, 2016 - $7,784) to settle current liabilities of $721,130 (June 30, 2016 - $513,542). Management plans to raise funds to meet its future liabilities as they become due.

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.

(a) Interest rate risk - the Company has a cash balance and interest-bearing debt making the company sensitive to interest rate fluctuations.

(b) Foreign currency risk - the Company currently believes it has no significant foreign exchange risk.

(c) Price risk - the Company is a non-public reporting issuer and is not currently exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.

Fair Value of Financial Instruments

The fair value of the Company's financial assets and liabilities, other than marketable securities, 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:

Note 10 Financial Instruments (continued)

- 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.

Marketable securities are classified as Level 1 and are valued at fair market value of $235,000 at March 31, 2017.

Note 11 Subsequent Events

In April 2017, the Company consolidated its issued and outstanding common shares on the basis of twelve pre-consolidation common shares for one post-consolidation common share. After consolidation, the Company has 1,987,470 common shares issued and outstanding. In connection with the consolidation, the Company has changed its name to Lanebury Growth Capital Ltd.