High Hampton Holdings Corp.

(Formerly Herbal Clone Bank Canada Inc.)

Amended and Restated

Condensed Interim Consolidated Financial Statements

For the three months ended November 30, 2015

(Unaudited – Prepared by Management)

(Expressed in Canadian Dollars)

THESE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE THREE MONTHS ENDED NOVEMBER 30, 2015 AMEND AND RESTATE THE FINANCIAL STATEMENTS FOR THE SAME PERIOD PREVIOUSLY FILED (See "Amendment and Restatement" below).

AMENDMENT AND RESTATEMENT

Due to errors identified in the Company's audited financial statements for the year ended August 31, 2015, including the accounting treatment of a 2014 reverse acquisition transaction, the Company's Audited Consolidated Financial Statements for the year ended August 31, 2015 (prepared as at December 31, 2015) were amended and restated on March 24, 2016, with particulars of the changes made set out in the Notes thereto. The Company's Management Discussion and Analysis ("**MD&A**") for the 2015 fiscal year was also amended and restated as at March 24, 2016.

As a consequence of the amendment to the Company 2015 annual financial statements, the Company's unaudited interim financial statements for the immediately following fiscal quarter ended November 30, 2015 also require amendment to ensure consistency and accuracy of comparatives with the amended annual statements.

These Condensed Interim Consolidated Financial Statements of the Company for the three month period ended November 30, 2015 (prepared as at April 6, 2016) amend and restate the unaudited interim financial statements for the same period (prepared as at January 29, 2016) so as to reflect the corrections contained in the Company's Amended and Restated Audited Consolidated Financial Statements for the year ended August 31, 2015. The substantive change in these amended and restated interim financial statements is the correction of the total amount of share capital and the allocation of an amount to contributed surplus in addition to enhanced disclosures in the financial statement notes.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying Amended and Restated Condensed Interim Financial Statements of High Hampton Holdings Corp. (the "Company") are the responsibility of management and the Board of Directors.

These interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the balance sheets date. In the opinion of management, the unaudited condensed interim financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34, Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established systems of internal control over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited condensed interim financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed interim financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibilities for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

(signed) "*Robert Riley*"
Robert Riley,
Chief Executive Officer

(signed) "*Christopher P. Cherry*"
Christopher P. Cherry,
Chief Financial Officer

NOTICE TO READER

These unaudited condensed interim condensed consolidated financial statements of the Company for the three months ended November 30, 2015 have been prepared by management and were approved and authorized by the Company's Board of Directors on April 6, 2016. These unaudited condensed interim financial statements have not been reviewed by the Company's external auditors.

(Formerly Herbal Clone Bank Canada Inc.)

Condensed Interim Consolidated Statements of Financial Position

As at November 30, 2015

(Unaudited – Prepared by Management)

(Expressed in Canadian dollars)

	November 30, 2015	August 31, 2015
ASSETS		
Current assets		
Cash	$ -	$ -
Receivables	6,278	6,278
Loan receivable (Note 4)	64,800	64,800
GST recoverable	8,702	6,002
Prepaid expenses	5,000	5,000
Total current assets	84,780	82,080
Non-current assets		
Equipment (Note 5)	1,198	1,295
TOTAL ASSETS	$ 85,978	$ 83,375
LIABILITIES		
Current liabilities		
Trade payables and other accrued liabilities	$ 120,939	$ 117,789
Loan payable (Note 7)	18,367	18,367
Customer Deposits and Unearned revenue	67,000	67,000
Due to related parties (Note 8)	138,799	85,249
Total current liabilities	345,105	288,405
SHAREHOLDERS' EQUITY (DEFICIENCY)		
Share capital (Note 6)	1,644,190	1,494,190
Reserve	(212,493)	(212,493)
Contributed Surplus (Note 2)	4,681,085	4,681,085
Deficit	(6,371,909)	(6,167,812)
TOTAL SHAREHOLDERS' DEFICIT	(259,127)	(205,030)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$ 85,978	$ 83,375

The accompanying notes form an integral part of these financial statements

High Hampton Holdings Corp. ***Amended and Restated***

(Formerly Herbal Clone Bank Canada Inc.)

Condensed Interim Consolidated Statements of Operations and Comprehensive Loss

For the Three Months Ended November 30, 2015

(Unaudited – Prepared by Management)

(Expressed in Canadian dollars)

	November 30, 2015	November 30, 2014
Revenue		
Consulting	$ -	$ 1,650
Expenses		
Amortization	97	180
Consulting (Note 8)	156,000	102,340
Legal and audit	-	25,621
Listing and filing fees	3,000	3,695
Management fees (Note 8)	45,000	101,538
Marketing and promotion	-	42,159
Office and general	-	32,160
Payroll	-	42,109
Total expenses	204,097	349,802
Loss before other items	204,097	348,152
Other items		
Write-off of Land purchase deposit	-	11,194
Loss and comprehensive loss for the year	**$ (204,097)**	**$ (359,346)**
Loss per share - basic and diluted	**$ (0.07)**	**$ (0.18)**
Weighted average number of shares outstanding	**2,934,518**	**2,033,266**

The accompanying notes form an integral part of these financial statements

High Hampton Holdings Corp.

Amended and Restated

(Formerly Herbal Clone Bank Canada Inc.)

Condensed Interim Consolidated Statement of Changes in Shareholders' Equity (Deficiency)

(Unaudited – Prepared by Management)

(Expressed in Canadian dollars)

	Share capital					
	Number of shares	Amount	Share-based payment reserve	Contributed Surplus	Deficit	Total
Balance at August 31, 2014	**4,923,420**	**$ 6,175,275**	**$ (212,493)**	**$ -**	**$ (5,387,534)**	**$ 575,248**
Net loss for the period	-	-	-	-	(359,346)	(359,346)
Balance at November 30, 2014	**4,923,420**	**$ 6,175,275**	**$ (212,493)**	**$ -**	**$ (5,746,880)**	**$ 215,902**
Escrow shares returned to Treasury	(2,190,000)	(4,681,085)	-	4,681,085	-	-
Net loss for the period	-	-	-	-	(420,932)	(420,932)
Balance at August 31, 2015	**2,733,420**	**$1,494,190**	**$ (212,493)**	**$** 4,681,085	**$ (6,167,812)**	**$ (205,030)**
Shares issued for settlement of debt	300,000	150,000	-	-	-	150,000
Net loss for the period	-	-	-	-	(204,097)	(204,097)
Balance at November 30, 2015	**3,033,420**	**$1,644,190**	**$ (212,493)**	**$** 4,681,085	**$ (6,371,909)**	**$ (259,127)**

The accompanying notes form an integral part of these financial statements

Condensed Interim Consolidated Statements of Cash Flows
For the Three Months Ended November 30, 2015
(Unaudited – Prepared by Management)
(Expressed in Canadian dollars)

		November 30, 2015		November 30, 2014
Operating activities				
Comprehensive loss for the year	$	(204,097)	$	(359,36)
Adjustments for non-cash items:				
Amortization		97		180
Consulting fees, settled in common shares		150,000		-
Changes in non-cash working capital items:				
Accounts and GST receivable		(2,700)		(6,117)
Loan receivable		-		(16,048)
Prepaid expenses		-		(40,819)
Trade payables and other accrued liabilities		3,150		(59,228)
Net cash flows used in operating activities		**(53,550)**		**(399,740)**
Investing activities				
Term deposit		-		563,634
Net cash flows used in investing activities		**-**		**563,634**
Financing activities				
Loan payable		-		(45,000)
Due to related parties		53,550		(146,025)
Net cash flows used in investing activities		**53,550**		**(191,025)**
Increase (decrease) in cash		**-**		**(27,131)**
Cash, beginning		-		227,685
Cash, ending	**$**	**-**	**$**	**200,554**

Supplemental disclosure with respect to cash flows

There were no significant non-cash investing and financing transactions for the period.

1. Nature and continuance of operations

High Hampton Holdings Corp. was incorporated under the name Infinity Minerals Corp. on November 12, 2010, under the laws of the province of British Columbia, Canada. The name of the Company was changed to Herbal Clone Bank Canada Inc. on August 29, 2014 and subsequently to High Hampton Holdings Corp. on June 18, 2015. The corporate office and principal place of business address is Suite 804 - 750 W Pender Street, Vancouver, British Columbia, Canada, V6C 2T7. The Company is a reporting issuer in British Columbia, Ontario and Alberta, and its common shares are traded on the Canadian Securities Exchange under the symbol "HC" and on the Frankfurt Exchange under symbol FSE: 0HC.

Description of Business

Following a change of business at the end of the 2014 fiscal year, the Company shifted its focus to the medical marijuana industry. By way of reverse takeover, the Company acquired a wholly owned subsidiary company that had submitted an application with Health Canada in November 2013 for a license under the *Marihuana for Medical Purposes Regulations* ("**MMPR**"). The Company's principal activity was initially to secure that license in order to ultimately have the right and license to provide services to producers of medical marihuana (see Note 2). However, the application stalled due to a backlog of the unprecedented number of MMPR license applications received by Health Canada, processing delays and regulatory uncertainties. Consequently, the Company has broadened its business focus and commenced investigation into alternative avenues of entry into the medical and retail marijuana industry. The Company is focusing on potential strategic alliances with a view to negotiating a joint venture, acquisition or merger with an existing Licensed Producer or an entity offering products or services in the marijuana sector that does not require a MMPR license for its activities.

The Company continues to actively seek alternative marijuana-related business opportunities, while also concurrently assessing business opportunities outside of the marijuana sector with a view to enhancing shareholder value. Any fundamental change in the business activities of the Company will require appropriate filings and pre-approval of the Canadian Securities Exchange.

Share Consolidation

On September 16, 2015, in order to provide more flexibility in raising funds, the Company consolidated its shares on the basis of one new share for every ten old shares. All references to number of shares and per share amounts herein are expressed as *post-consolidation* values.

Going Concern

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("**IFRS**") applicable to a going concern, which assumes the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future. The Company has incurred losses from inception of $6,371,909. The Company needs to raise sufficient capital to fund development costs, administration expenses and future acquisitions.

The Company's ability to continue as a going concern is dependent upon its ability to attain future profitable operations and to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. As at November 30, 2015, the Company had not yet achieved profitable operations and expects to incur further losses in the development of its business plan, all of which may cast significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company not be able to continue as a going concern.

2. 2014 Reverse Takeover

THC Acquisition

On August 29, 2014, pursuant to a share exchange agreement, the Company acquired all of the issued and outstanding securities of The Herbal Clone Bank Inc. ("**THC**") including its subsidiary, Advanced Greenhouse Technologies Ltd., in exchange for the issuance of 2,875,000 common shares of the Company ("the **THC Acquisition**") at a deemed price of approximately $2.10 per share. As THC Acquisition resulted in the THC shareholders acquiring control of the Company, the transaction constituted a reverse takeover ("RTO") that was not a business combination and was accounted for as a recapitalization of the Company in accordance with IFRS 2, Share-based Payments. The purchase consideration, valued at $6,145,260, included a $4,862,088 listing expense which was recognized in comprehensive loss as a reverse acquisition transaction cost pursuant to IFRS 2.

Share Surrender and Cancellation

On February 17, 2015, 2,190,000 common shares which formed part of the shares issued by the Company to the THC founding shareholders in connection with the RTO, were surrendered and returned to treasury for cancellation. Upon cancellation, the carrying value of $4,681,085 attributable to the cancelled shares was credited to contributed surplus and total share capital decreased accordingly.

3. Significant accounting policies and basis of preparation

Statement of compliance

These unaudited condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34") using accounting policies consistent with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the IFRS Interpretations Committee.

These unaudited condensed consolidated interim financial statements do not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the Amended and Restated Audited Consolidated Financial Statements of the Company for the year ended August 31, 2015.

Basis of preparation

The financial statements of the Company have been prepared on an accrual basis accounting, except for cash flow information and are presented in Canadian dollars unless otherwise noted. In the opinion of management, all adjustments (including normal recurring accruals) considered necessary for a fair presentation have been included. These financial statements have been prepared on a historical cost basis except for financial instruments that have been measured at fair value.

Basis of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All material intercompany transactions and balances have been eliminated on consolidation.

(Expressed in Canadian dollars)

3. Significant accounting policies and basis of preparation

The legal subsidiaries of the Company as of November 30, 2015 are as follows:

Name of Subsidiary	Place of Incorporation	Ownership Interest
The Herbal Clone Bank Inc.	Canada	100%
Advanced Greenhouse Technologies Ltd.	Canada	100%
American Greenhouse Technologies Inc.	USA	100%

Significant accounting judgments, estimates and assumptions

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from those estimates and judgments. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised.

Areas requiring a significant degree of estimation and judgment by the Company's management relate to but are not limited to:

- the assessment of the Company's ability to continue as a going concern;
- whether there are events or conditions that may give rise to a different basis of accounting;
- whether the Company constitutes a business at any point in time thus supporting its acquisition as a business combination;
- the carrying value and recoverable amount of intangible assets and the fair value measurements for financial instruments;
- the recognition and valuation of qualifying expenditures for refundable and non-refundable tax credits and the timing of receipt of refundable tax credits;
- the recoverability and measurement of deferred tax assets and liabilities;
- whether an indication of impairment loss or a reversal of an impairment loss exists;
- the collectability of accounts receivable;
- the fair value estimation of share-based payments and awards and
- whether the Company has sufficient financing to operate as a going concern.

4. Loan receivable

On July 28, 2014, the Company provided a loan to an arm's-length party in the amount of $75,000. On September 9, 2014, the Company provided another loan to the same arm's-length party in the amount of $15,000. Under terms of the agreement, interest is payable on the unpaid principle at 6% per annum. Loan proceeds are convertible at the Company's option into equity of the arm's-length party at rate of 2.875%. The term of the loan was twelve months and is unsecured. A total of $64,800 remains due and owing to the Company. Although Management considered the loan for impairment, it was ultimately determined that the loan remains collectible.

(Expressed in Canadian dollars)

5. Equipment

		Computer Equipment
Cost:		
Balance at August 31, 2015	$	3,184
Additions		-
Balance at November 30, 2015		**3,184**
Accumulated Depreciation:		
Balance at August 31, 2015		1,889
Charge for the period		97
Balance at November 30, 2015		**1,986**
Net Book Value:		
Balance at November 30, 2015	**$**	**1,198**

6. Share capital

Authorized share capital

The authorized capital of the Company consists of an unlimited number of common shares without par value.

Issued share capital

As at November 30, 2015 there were 3,033,420 fully paid common shares issued and outstanding.

Share issuances

During the three months ended November 30, 2015, the Company settled accounts payable and accrued liabilities of $150,000 through the issuance of 3,000,000 common shares of the Company. There were no other share issuances during the period.

Shares held in escrow

There are no shares held in escrow.

Stock option plan and stock options

The Company has a 10% rolling stock option plan for its directors, employees and consultants to acquire common shares of the Company at a price determined by the fair market value of the shares at the date of grant. The Company's stock option plan provides for immediate vesting or vesting at the discretion of the Board of Directors at the time of the option grant. Stock options granted to investor relations' consultants vest over a twelve month period, with one quarter of such options vesting in each three month period.

As at August 31, 2015, there were no stock options outstanding; and no stock options were granted during the three months ended November 30, 2015.

Share purchase warrants

As at August 31, 2015 there were no warrants outstanding; and no share purchase warrants were granted during the three months ended November 30, 2015.

7. Loan Payable

As at November 30, 2015, the sum of $18,367 is due on a February 2013 loan advanced to an arm's length party by the Company's subsidiary, Advanced Greenhouse Technologies Ltd. The outstanding balance remains unpaid as the Company has disputed that there are any further monies owing.

8. Related party transactions

During the three months ending November 30, 2015, the directors and officers of the Company incurred management and consulting fees totaling $51,000 (2014: $120,000), of which $6,000 is owing to the Company's CFO and $22,500 is owing to each of the remaining directors of the Company. These fees are included in accounts payable and accrued liabilities together with management fees totaling $35,249 payable to former directors. All of these amounts are unsecured, non-interest bearing, have no fixed terms of repayment and are due on demand.

9. Financial risk management

The Company is exposed in varying degrees to a variety of financial instrument related risks as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its bank accounts. The Company's bank accounts are held with a major bank in Canada. As all of the Company's cash and cash equivalents are held by one bank in Canada, there is a concentration of credit risk. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies. The Company is not exposed to credit risk on recoverable taxes, as these are due from the Government of Canada.

Liquidity risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements at any point in time. While the Company attempts to achieve this by maintaining sufficient cash and banking facilities, as an early stage company with minimal revenues, the Company's liquidity position decreases as expenses are incurred. To mitigate this liquidity risk, the Company budgets its expenditures, closely monitors its rolling cash forecast and liquidity position, and raises capital as needed.

The Company's non-derivative financial liabilities are all due within one year.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, commodity prices, and interest rates will affect the Company's net earnings or the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns.

9. Financial risk management (cont'd)

Foreign currency exchange rate risk and commodity price risk

Foreign exchange risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Commodity price risk is the risk that market values and future incomes will fluctuate because of changes in commodity prices. The Company does not have any direct exposure to foreign currency exchange rate risk or commodity price risk. The Company has no forward exchange rate contracts or commodity price contracts in place.

Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. As at November 30, 2015, the Company did not have any significant interest rate risk. The Company has no interest rate swap or financial contracts in place.

Capital Management

The Company defines capital that it manages as shareholders' equity that is expected to be realized in cash. The Company raises capital through private and public share offerings and related party loans and advances. Capital is managed in a manner consistent with the risk criteria and policies provided by the board of directors and followed by management. All sources of financing and major expenditures are analyzed by management and approved by the board of directors.

The Company's primary objectives when managing capital is to safeguard and maintain the Company's financial resources for continued operations and to fund expenditure programs to further advance mineral property interests. The Company is meeting its objective of managing capital through detailed review and due diligence on all potential acquisitions, preparing short-term and long-term cash flow analysis to maintain sufficient resources.

The Company is able to scale its expenditure programs and the use of capital to address market conditions by reducing expenditures and the scope of operations during periods of commodity pricing decline and economic downturn. There were no changes in the Company's approach to capital management during the three onth ended November 30, 2015. The Company is not subject to any externally imposed capital requirements.

9. Financial risk management (cont'd)

Classification of financial instruments

The following is an analysis of the Company's financial assets measured at fair value as at November 30, 2015:

	Level 1	Level 2	Level 3
Cash and cash equivalents	$ -	$ -	$ -

	Level 1	Level 2	Level 3
Trade payables and accrued liabilities	$ 120,939	$ -	$ -

9. Financial risk management (cont'd)

Fair value

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

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

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

10. Segmented information

Operating segments

The Company currently operates one reportable operating segment – the medical marijuana business.

Geographic segments

The Company's non-current assets are located in Canada.