IMAGINEAR INC.
(FOMERLY IMAGINATION PARK TECHNOLOGIES INC.)

CONDENSED INTERIM CONSOLIDATED
FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED MAY 31, 2020

(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED – PREPARED BY MANAGEMENT)

NOTICE OF NO AUDITOR REVIEW

The accompanying unaudited condensed interim financial statements of Imagination Park Technology have been prepared by and are the responsibility of management and have approved by the Board of Directors.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

IMAGINEAR INC.
(FOMERLY IMAGINATION PARK TECHNOLOGIES INC.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED – PREPARED BY MANAGEMENT)

	May 31, 2020	August 31, 2019
ASSETS		
Current		
Cash	$ 332,303	$ 439,721
Receivables (Note 6)	109,757	26,065
Prepaid expenses (Note 7)	202,039	28,101
Total current assets	644,099	493,887
Reclamation bonds (Note 8)	5,040	5,040
Intangible assets (Note 10)	5,774,800	6,467,449
Total assets	$ 6,423,939	$ 6,966,376
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities (Notes 11 and 16)	$ 626,503	$ 476,966
Loan payable (Note 12)	40,000	-
Convertible debentures – liability component (Note 14)	1,350,736	-
	1,390,736	
Total liabilities	2,017,239	476,966
Shareholders' equity		
Capital stock (Note 15)	24,089,856	23,851,616
Reserves (Note 15)	4,981,192	4,561,210
Convertible debentures – equity component (Note 14)	187,991	-
Deficit	(24,852,339)	(21,923,416)
Total shareholders' equity	4,406,700	6,489,410
Total liabilities and shareholders' equity	$ 6,423,939	$ 6,966,376

See accompanying notes to the condensed interim consolidated financial statements.
Nature and continuance of operations (Note 1)
Subsequent events (Note 19)

See accompanying notes to the condensed interim consolidated financial statements.

IMAGINEAR INC.
(FOMERLY IMAGINATION PARK TECHNOLOGIES INC.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED – PREPARED BY MANAGEMENT)

	For the three months ended May 31, 2020	For the three months ended May 31, 2019	For the nine months ended May 31, 2020	For the nine months ended May 31, 2019
REVENUE				
Services and licencing income	$ 7,392	$ 7,161	$ 54,569	$ 91,117
EXPENSES				
Accretion of convertible promissory note (Note 13)	-	466,679	-	692,857
Consulting, director and management fees (Note 16)	248,987	36,152	865,021	817,161
Depreciation (Note 10)	454,685	1,104,215	692,649	1,104,215
Foreign exchange loss (gain)	1,909	41,927	(47,363)	75,384
Interest expenses (Note 14)	80,176	-	80,176	-
Office, rent, and miscellaneous	42,887	94,595	124,847	262,949
Pre-production expenses	-	-	-	13,094
Professional fees	34,738	100,665	127,196	217,671
Share-based compensation (Note 16)	55,270	187,615	383,179	274,603
Shareholder communications and promotion	96,477	47,961	233,957	290,862
Software costs	142,611	23,458	443,216	23,458
Transfer agent and filing fees	5,138	1,609	12,436	21,730
Travel and accommodation	382	5,282	3,785	55,689
Wages and salaries	13,620	133,415	67,105	633,566
	(1,176,880)	(2,243,573)	(2,986,204)	(4,483,239)
OTHER				
Gain on revaluation of derivative liability (Note 13)	-	1,000	-	358,000
Gain on sale of subsidiary	-	-	-	8,758
Gain on settlement of debt (Notes 11 and 13)	2,712	1,901,790	2,712	1,919,407
Write-off of accounts payable	-	23,795	-	66,072
	2,712	1,926,585	2,712	2,352,237
Net loss and comprehensive loss for the period	$ (1,166,776)	$ (309,827)	$ (2,928,923)	$ (2,039,885)
Basic and diluted net loss per common share	$ (0.01)	$ (0.00)	$ (0.03)	$ (0.02)
Weighted average number of common shares outstanding – basic and diluted	116,607,567	102,508,701	114,884,634	95,645,338

See accompanying notes to the condensed interim consolidated financial statements.

IMAGINEAR INC.
(FOMERLY IMAGINATION PARK TECHNOLOGIES INC.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED – PREPARED BY MANAGEMENT)

	For the nine months ended May 31, 2020	May 31, 2019
CASH FLOW FROM OPERATING ACTIVITIES		
Net loss for the period	$ (2,928,923)	$ (2,039,885)
Items not affecting cash:		
Depreciation	692,649	1,104,215
Share-based compensation	383,179	274,603
Accretion interest on convertible debentures	80,176	-
Accretion of convertible promissory note	-	692,857
Write off of accounts payable	-	(66,072)
Gain on settlement of debt	-	(1,919,407)
Gain on revaluation of derivative liability	-	(358,000)
Gain on sale of Imagination Park Alberta Ltd.	-	(8,758)
Foreign exchange loss	-	78,579
Change in non-cash working capital items:		
Decrease (increase) in receivables	(83,692)	41,983
Decrease in prepaid expenses	39,874	40,876
Increase (decrease) in accounts payable and accrued liabilities	149,537	(165,493)
Net cash flows used in operating activities	(1,667,200)	(2,324,502)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from private placements	-	3,009,008
Proceeds from options exercised	50,000	-
Loan received	40,000	-
Share issuance costs	-	(3,696)
Proceeds from convertible debentures, net of issuance costs	1,469,782	-
Net cash flows provided by financing activities	1,559,782	3,005,312
CASH FLOWS FROM INVESTING ACTIVITIES		
Cash used for purchase of intangible assets	-	(77,094)
Cash relinquished on sale of Imagination Park Alberta Ltd.	-	(52,900)
Net cash flows used in investing activities	-	(129,994)
Change in cash	(107,418)	550,816
Cash, beginning of period	439,721	324,938
Cash, end of period	$ 332,303	$ 875,754
Cash paid for taxes during the period	$ -	$ -
Cash paid for interest during the period	$ -	$ -

Supplemental disclosure with respect to cash flows (Note 18)

See accompanying notes to the condensed interim consolidated financial statements.

IMAGINEAR INC.
(FOMERLY IMAGINATION PARK TECHNOLOGIES INC.)
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED – PREPARED BY MANAGEMENT)

			Reserves				
	Number of shares	Capital stock	Share-based payment reserve	Warrant reserve	Convertible debentures – equity component	Deficit	Total
Balance, August 31, 2018	76,381,470	$ 19,902,634	$ 3,111,529	$ 1,168,776	$ -	$ (19,562,790)	$ 4,620,149
Issued pursuant to private placements	25,075,068	3,009,008	-	-	-	-	3,009,008
Issued pursuant to purchase of intangible assets	5,000,000	425,000	-	-	-	-	425,000
Issued pursuant to settlement of promissory note	6,915,600	518,670	-	-	-	-	518,670
Share issuance costs	-	(3,696)	-	-	-	-	(3,696)
Share-based compensation	-	-	274,603	-	-	-	274,603
Net and comprehensive loss for the period	-	-	-	-	-	(2,039,885)	(2,039,885)
Balance, May 31, 2019	113,372,138	$ 23,851,616	$ 3,386,132	$ 1,168,776	$ -	$ (21,602,675)	$ 6,803,849
Balance, August 31, 2019	113,372,138	$ 23,851,616	$ 3,392,434	$ 1,168,776	$ -	$ (21,923,416)	$ 6,489,410
Issued pursuant to services	3,180,800	156,328	-	57,484	-	-	213,812
Issued pursuant to options exercised	1,000,000	81,912	(31,912)	-	-	-	50,000
Convertible debentures	-	-	-	11,231	187,991	-	199,222
Share-based compensation	-	-	383,179	-	-	-	383,179
Net and comprehensive loss for the period	-	-	-	-	-	(2,928,923)	(2,928,923)
Balance, May 31, 2020	117,552,938	$ 24,089,856	$ 3,743,701	$ 1,237,491	$ 187,991	$ (24,852,339)	$ 4,406,700

See accompanying notes to the condensed interim consolidated financial statements.

1. NATURE AND CONTINUANCE OF OPERATIONS

ImagineAR Inc. (formerly Imagination Park Technology Inc.) ("the Company") is a public company domiciled in Canada incorporated in British Columbia under the laws of the Business Corporation Act (BC, Canada) on October 11, 2011. On April 17, 2019, the Company was continued under the Canadian Business Corporations Act. The Company's head office is located at #510 – 580 Hornby Street, Vancouver, BC, V6C 3B6.

The Company's core business is to deliver engaging and interactive content to users through a cloud-based augmented reality platform. The Company's shares are listed on the Canadian Securities Exchange ("CSE") under the ticker symbol "IP".

The condensed interim consolidated financial statements of the Company as at, and for the nine months ended May 31, 2020 comprise the Company and its subsidiaries (together referred to as the "Company" and individually as "Company entities").

The condensed interim consolidated financial statements have been prepared on the assumption that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Continued operations of the Company are dependent on the Company's ability to receive financial support, complete additional equity financing, and generate profitable operations in the future. Management believes it will be successful in raising the necessary funding to continue operations however; there is no assurance that these funds will be available on terms acceptable to the Company or at all. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern. The condensed interim consolidated financial statements do not include the adjustments that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or ability to raise funds.

2. BASIS OF MEASUREMENT AND PRESENTATION

These condensed interim consolidated financial statements, including comparatives, approved by the Board of Directors on July 28, 2020 have been prepared using International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting. The policies applied in these consolidated statements are based on IFRS issued and outstanding as of May 31, 2020. Any subsequent changes to IFRS that are given effect in our annual consolidated financial statements for the year ending August 31, 2020 could result in restatements of these condensed interim consolidated financial statements. None of these standards are expected to have a significant effect on the condensed interim consolidated financial statements

(EXPRESSED IN CANADIAN DOLLARS)

2. BASIS OF MEASUREMENT AND PRESENTATION (continued)

These condensed interim consolidated financial statements have been prepared on a historical cost basis except for investments, and the derivative liabilities which are measured at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The functional and presentation currency of the Company and its wholly owned subsidiaries is the Canadian dollar. These condensed interim consolidated statements for the nine months ended May 31, 2020, should be read together with the annual consolidated financial statements as at and for the year ended August 31, 2019. The same accounting policies and methods of computation were followed in the preparation of these condensed interim consolidated financial statements as were followed in the preparation and described in Note 3 of the annual consolidated financial statements as at and for the year ended August 31, 2019.

In the preparation of these condensed interim consolidated financial statements, management is required to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of expenses and revenues during the period. Actual results could differ from these estimates.

These condensed interim consolidated financial statements include the financial statements of the Company and the entities controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All significant intercompany transactions and balances have been eliminated.

The condensed interim consolidated financial statements include the financial information of the Company and its subsidiaries listed in the following table:

Name of Subsidiary	Country of Incorporation	Ownership Interest at May 31, 2020	Ownership Interest at August 31, 2019	Principal Activity
Imagine AR Inc.	United States	100%	100%	Virtual reality

The condensed interim consolidated financial statements include the financial statements of Imagine AR Inc. from the date control was acquired on May 29, 2018.

During the year ended August 31, 2019, the Company:

i) sold Imagination Park Alberta Ltd. for proceeds of $6,000, which resulted in a gain of $8,758 (Note 5).

ii) dissolved 1142128 B.C. Ltd. due to inactivity which resulted in a loss of $8,902 during the year ended August 31, 2019.

iii) dissolved Prodigy Films Inc. due to inactivity which resulted in a loss of $Nil during the year ended August 31, 2019.

iv) impaired 3 Seconds Holdings Inc. due uncertainty around future benefits which resulted in a gain of $465 during the year ended August 31, 2019.

v) impaired investment in Kindergarten Holding. due uncertainty around future benefits which resulted in a loss of $20,117 during the year ended August 31, 2019.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been consistently applied to periods presented in these condensed interim consolidated financial statements, unless otherwise stated.

Subsidiaries
Subsidiaries are entities over which the Company has control. Control exists when the Company possesses power over an investee, has exposure to variable returns from the investee and has the ability to use its power over the investee to affect its returns. Subsidiaries are fully consolidated from the date control is transferred to the Company, and are de-consolidated from the date control ceases.

Revenue recognition
Revenue is recognized when persuasive evidence of an arrangement exists, the fee is fixed or determinable, and collectability is reasonably assured.

Services income is recognized when the services have been provided and control of the deliverable has been transferred to the customer. Revenue collected prior to it being earned is recorded as deferred revenue and recognized as the related services are provided. We noted that management estimates the pace of revenue recognition based on contract milestones and determination of when it considers the revenue to be earned. Company's arrangements with customers are evidenced by contracts with customers and/or purchase orders.

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Subscription and licensing income are recognized straight-line over the term of the contracts.

Revenue from production services is recognized on a percentage-of-completion basis. Percentage-of-completion is based upon the proportion of costs incurred in the current period to total expected costs. A provision is made for the entire amount of future estimated losses, if any, on productions-in-progress.

Financial instruments
The Company classifies its financial assets in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income ("FVTOCI") or at amortized cost. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Financial assets at FVTPL
Financial assets carried at FVTPL are initially recorded at fair value and transaction costs are expensed in profit or loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial asset held at FVTPL are included in profit or loss in the period in which they arise.

Financial assets at FVTOCI
Investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses arising from changes in fair value recognized in other comprehensive income. There is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial assets at amortized cost
Financial assets at amortized cost are initially recognized at fair value, net of directly attributable transaction costs, and are subsequently measured at amortized cost using the effective interest method. The effective interest rate' is the rate that discounts estimated future cash payments over the expected life of the financial instrument to the gross carrying amount of the financial asset or the amortized cost of the financial liability. The effective interest rate is calculated considering all contractual terms of the financial instruments, except for the expected credit losses of financial assets. They are classified as current assets or non-current assets based on their maturity date.

Financial assets are derecognized when they mature or are sold, and substantially all the risks and rewards of ownership have been transferred. Gains and losses on derecognition of financial assets classified as FVTPL or amortized cost are recognized in profit or loss. Gains or losses on financial assets classified as FVTOCI remain within accumulated other comprehensive income.

Business Combination
The Company applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Company. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.

Any contingent consideration to be transferred is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Goodwill is initially measured as the excess of the aggregate of the fair value of consideration transferred over the fair value of identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss.

Goodwill
Goodwill represents the cost of acquired businesses in excess of the fair value of net identifiable assets acquired at the date of acquisition. Goodwill is carried at cost less any accumulated impairment losses and is not subject to amortization. Goodwill is tested for impairment annually or more frequently if events or circumstances indicate that the asset might be impaired. Goodwill is allocated to a cash generating unit ("CGU"), or group of CGUs, which is the lowest level within an entity at which the goodwill is monitored for internal management purposes, which is not higher than an operating segment. Impairment is tested by comparing the recoverable amount of goodwill assigned to a CGU or group of CGUs to its carrying value.

Intangible assets
Identifiable intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is valued at fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Intangible assets (continued)
Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in profit or loss.

Impairment of financial assets
IFRS 9 introduces a new three-stage expected credit loss model for calculating impairment for financial assets.

IFRS 9 no longer requires a triggering event to have occurred before credit losses are recognized. An entity is required to recognize expected credit losses when financial instruments are initially recognized and to update the amount of expected credit losses recognized at each reporting date to reflect changes in the credit risk of the financial instruments. In addition, IFRS 9 requires additional disclosure requirements about expected credit losses and credit risk.

Impairment losses on financial assets carried at amortized cost are reversed in subsequent periods, if the amount of the loss decreases and the decrease can be objectively related to an event occurring after the impairment was recognized.

Impairment of non-financial assets
At each statement of financial position date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is an indication that those assets have suffered an impairment loss. If such an indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. The recoverable amount is the higher of the fair value less costs to sell and the value in use. If the recoverable amount is less than the carrying amount of the asset, the carrying amount is reduced to the recoverable amount and the impairment loss is recognized in profit or loss. Where an impairment loss subsequently reverses, the carrying amount of the asset 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 in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Convertible debentures
The liability, equity and other (when applicable) components of convertible notes are presented separately on the statement of financial position, starting from initial recognition. The Company determines the carrying amount of the financial liability by discounting the stream of future payments at the prevailing market rate for a similar liability of comparable credit status and providing substantially the same cash flows. The liability component is then increased by accretion of the discounted amounts to reach the nominal value of the convertible notes at maturity which is recorded in the statement of comprehensive loss as accretion expense.

The carrying amount of other components (when applicable), such as warrants, is determined using the Black-Scholes option pricing model. The carrying amount of the equity component is calculated by deducting the carrying amount of the financial liability and the carrying amounts of any other components (when applicable) from the amount of the convertible notes, and is presented in equity as an equity component of convertible notes. The equity component is not remeasured subsequent to initial recognition, except on conversion or expiry.

The transaction costs are distributed between liability, equity and other (when applicable) components, on a pro-rata basis according to their carrying amounts

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign currency translation

The Canadian dollar is the functional and reporting currency of the Company. All foreign currency monetary assets and liabilities are translated at the rate of exchange at the statement of financial position date and non-monetary assets and liabilities are translated at historical exchange rates, unless such items are measured at fair value, in which case they are translated using the exchange rates at the date when the fair value was measured. Income and expenses are translated at the rates approximating those at the transaction dates. Gains and losses arising from translation of foreign currency monetary assets and liabilities are recognized in profit or loss.

Provisions

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the statement of financial position date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

The Company had no material provisions as at May 31, 2020 and August 31, 2019.

Valuation of equity units issued in private placements

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first attributes value to the shares based on their quoted trading price at issuance, and the residual amount, if any, is attributed to the value of the warrants. Any fair value attributed to the warrants is recorded within the warrant reserve.

Share-based payment transactions

In situations where equity instruments are issued to non-employees and the fair value of some or all of the goods or services received by the entity as consideration cannot be reliably estimated, 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.

The fair value of stock options granted to employees is recognized as an expense over the vesting period with a corresponding increase in the equity settled share-based payments reserve account. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value is measured at the grant date using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of stock options that are expected to vest.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Share-based payment transactions (continued)

Where the terms of an equity-settled award are modified, the minimum expense recognized is the expense as if the terms had not been modified. An additional expense is recognized for any modification which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

Share consideration

Other equity instruments issued as purchase consideration in non-cash transactions are recorded at fair value determined by management using the Black-Scholes option pricing model. The fair value of the shares issued as purchase consideration is based upon the trading price of those shares on the CSE on the date of grant to issue shares as determined by the Board of Directors.

Income taxes

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

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

Deferred tax provides for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. 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 financial position reporting 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. Deferred tax assets are reviewed at each reporting date and to the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it is not recognized.

Loss per share

The basic loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. The diluted loss per share reflects the potential dilution of common share equivalents, such as outstanding stock options and share purchase warrants, in the weighted average number of common shares outstanding during the period. The “treasury stock method” is used for the assumed proceeds upon the exercise of the options and warrants that are used to purchase common shares at the average market price during the period. During the period ended May 31, 2020, the outstanding stock options and warrants were anti-dilutive.

Estimates and judgments

The preparation of these consolidated financial statements in conformity with IFRS requires the Company’s management to make judgments, estimates and assumptions about future events that affect the amounts reported in the consolidated financial statements and related notes. Although these estimates are based on management’s best knowledge of the amount, event or actions, actual results may differ from those estimates and these differences could be material.

i) Carrying values for assets and impairment charges

In the determination of carrying values and impairment charges, management looks at the higher of value in use or fair value less costs to sell in the case of non-financial assets and at objective evidence, significant or prolonged decline of fair value on financial assets indicating impairment. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Estimates and judgments (continued)

ii) Business combinations
The purchase price allocation process requires management to use significant estimates and assumptions, including fair value estimates including, but not limited to:

estimated fair values of tangible assets and liabilities;
estimated fair values of intangible assets;
estimated income tax assets and liabilities; and
estimated fair value of pre-acquisition contingencies.

While management uses its best estimates and assumptions as a part of the purchase price allocation process to accurately value the assets acquired and liabilities assumed at the business combination date, estimates and assumptions are inherently uncertain and subject to refinement. As a result, during the measurement period, which is the earlier of the date management receives the information necessary to identify and measure assets acquired, liabilities assumed, and consideration transferred or one year from the acquisition date, it is reasonably possible that adjustments will be recorded to the assets acquired and liabilities assumed, with the corresponding offset to goodwill.

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

iii) Income taxes and recoverability of potential deferred tax assets
In assessing the probability of realizing income tax assets recognized, management makes judgements related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

iv) Share-based payments
Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviors and corporate performance. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

v) Acquisitions
Management uses judgment in determining if an acquisition is a business combination or an asset acquisition.

(EXPRESSED IN CANADIAN DOLLARS)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

New accounting standards and interpretations

IFRS 16 Leases: The new standard specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17 Leases. Applicable to annual periods beginning on or after January 1, 2019. This standard did not have a significant impact on the Company's existing accounting policies or financial statement presentation.

4. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company. 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. Management considers the Company's capital structure to primarily consist of the components of shareholders' equity.

The Company is dependent on external financing to fund its activities. In order to carry out future transactions and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess additions to its media business if it feels there is sufficient economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the period presented. The Company and its subsidiaries are not subject to externally imposed capital requirements.

5. SALE OF SUBSIDARY – IMAGINATION PARK ALBERTA LTD.

Effective December 10, 2018, the Company sold all of the outstanding shares of its subsidiary Imagination Park Alberta Ltd. to a former director of the Company. In consideration, the Company received $6,000, which resulted in a gain of $8,758.

As at the date of the disposition, the assets and liabilities associated with the disposal were classified as follows:

		Carrying value at December 10, 2018
Asset held for sale:		
Cash	$	58,900
Liabilities held for sale:		
Current liabilities	$	61,658

(EXPRESSED IN CANADIAN DOLLARS)

6. RECEIVABLES

The receivables balance is comprised of the following items:

		May 31, 2020		*August 31, 2019*
Sales tax receivable from the Canadian Federal Government	$	26,580	$	2,497
Trade receivables		33,177		23,568
Related parties (Note 16)		50,000		-
	$	109,757	$	26,065

7. PREPAID EXPENSES

The prepaid expense balance is comprised of the following items:

		May 31, 2020		*August 31, 2019*
Consulting	$	91,302	$	13,910
Other		110,737		14,191
	$	202,039	$	28,101

8. RECLAMATION BONDS

The reclamation bonds balance at May 31, 2020 of $5,040 (August 31, 2019 - $5,040) relates to the Company's previously held mineral properties.

9. ASSET ACQUISITIONS

Asset purchase agreements

i) Prodigy Films Inc.

On December 20, 2017, the Company purchased a 100% interest in a private company, Prodigy Inc. by issuing 71,428 common shares. The fair value of the 71,428 common shares was determined to be $0.62 per common shares, based on the trading price at the date of issuance for consideration of $44,285. The acquisition was determined to be an asset acquisition and the total consideration was allocated to an option for a script. Effective December 20, 2017, the Company included the operations of Prodigy Films Inc. in the consolidated financial statements.

During the year ended August 31, 2018, the Company recorded an impairment of $44,285 due to uncertainty around future benefits.

During the year ended August 31, 2019, Prodigy Films Inc. was dissolved due to inactivity which resulted in a loss of $Nil.

(EXPRESSED IN CANADIAN DOLLARS)

9. ASSET ACQUISITIONS (continued)

3 Seconds Holdings Inc.

During the year ended August 31, 2018, the Company acquired 66.67% of the outstanding share capital of 3 Seconds Holdings Inc. in consideration for a cash payment of $126,659 (US$100,000). The acquisition was determined to be an asset acquisition and the total consideration, including the non-controlling interest, of $189,989 was allocated to a net profit interest in the film “The Informant”. Effective February 22, 2018, the Company began including the operations of 3 Seconds Holdings Inc. in the consolidated financial statements.

During the year ended August 31, 2018, $189,989 of net profit interests acquired were expensed due to uncertainty around future benefits.

During the year ended August 31, 2019, 3 Seconds Holding Inc. recorded an impairment of $465 due to inactivity and uncertainty around future benefits.

10. INTANGIBLE ASSETS

	Software platform and application	*Goodwill*	*Patent portfolio*	*Total Intangible Assets*
Balance August 31, 2018	$ 1,750,338	$ 4,892,465	$ -	$ 6,642,803
Additions	27,094	-	475,000	502,094
Depreciation	(666,537)	-	(10,911)	(677,448)
Balance August 31, 2019	1,110,895	4,892,465	464,089	6,467,449
Depreciation	(665,320)	-	(27,329)	(692,649)
Balance May 31, 2020	$ 445,575	$ 4,892,465	$ 436,760	$ 5,774,800

On December 1, 2018, intangible assets, comprising a mobile software platform and applications for augmented reality content, were commercially viable and available for use. The mobile software platform and applications are being depreciated using the straight-line method over their estimated useful life of 2 years.

In addition, the Company acquired a patent portfolio relating to the augmented reality industry in consideration for $50,000 in cash and 5,000,000 shares valued at $425,000 (Note 15). The patent portfolio is being depreciated using the straight-line method over a period of 13 years, its expected useful life.

The Company performs a goodwill impairment test annually on August 31 and whenever there is an indication of impairment. No impairment of goodwill was identified as a result of the Company’s most recent annual impairment test.

The recoverable amount is measured as its value in use, estimated using discounted cash flows. Management’s past experience and future expectations of the business’ performance are used to make a best estimate of the expected revenues, earnings before interest, taxes, depreciation and amortization, and operating cash flows covering a three year forecast period, and a terminal value using an exit multiple which assumes a potential sale of the company.

(EXPRESSED IN CANADIAN DOLLARS)

10. INTANGIBLE ASSETS (continued)

The key assumptions used in performing the impairment test are as follows:

Discount rate:

Management applied a discount rate of 20% in calculating the recoverable amount. This is a pre-tax rate which reflects the time value of money and risk associated with the business. Management has determined its discount rate to reflect the risk of an emerging technology company.

Revenue probability weighting:

Management applied a probability weighting to the expected forecast revenues which reflects the risk of success or failure. Management has determined the probability weighting based on market research.

11. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

The payables balance is comprised of the following items:

	May 31, 2020	*August 31, 2019*
Trade payables	$ 428,456	$ 253,910
Related parties (Note 16)	152,967	163,346
Accrued liabilities	45,080	59,710
Total	$ 626,503	$ 476,966

During the year ended August 31, 2019, the Company:

i) reversed outstanding payables of $131,907 due to the statute of limitations on amounts having lapsed.

ii) settled $32,469 of payables for $14,852, which resulted in a gain of $17,617.

12. LOAN PAYABLE

During the nine month period ended May 31, 2020, the Company received a loan of $40,000 for the Canada Emergency Business Account to provide emergency support to business due to the impact of COVID-19. The loan is non-interest bearing until December 31, 2022, after which it will incur interest at 5% per annum.

If the principal of $30,000 is fully repaid on or before December 31, 2022, the remaining $10,000 will be forgiven.

(EXPRESSED IN CANADIAN DOLLARS)

13. CONVERTIBLE PROMISSORY NOTE

The discount on the convertible promissory note is amortized using the effective interest method over the one-year term of the promissory note. The Corporation accretes the carrying value of the convertible promissory notes each month by recognizing an accretion expense in profit or loss and a credit to convertible promissory note. For the year ended August 31, 2018, $209,750 of accretion expense from the debt discount was recorded by the Company. During the year ended August 31, 2019, the Company recorded $692,857 of accretion expense from the debt discount.

The Company issued 6,915,600 shares valued at $518,670 on the date of share issuance and settled $2,420,460 of convertible promissory notes, which resulted in a gain of $1,901,790 during the year ended August 31, 2019.

The fair value of the derivative liability as at August 31, 2019 was estimated as $Nil using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%, expected volatility of 113% based on historical volatility, risk free interest rate of 1.66%, share price of $0.08, and an expected life of Nil years.

	Liability	*Derivative Liability*	*Total*
Balance August 31, 2018	$ 1,649,025	$ 358,000	$ 2,007,025
Accretion	692,857	-	692,857
Revaluation of derivative liability	-	(358,000)	(358,000)
Foreign exchange loss	78,578	-	78,578
Issuance of 6,915,600 common shares	(2,420,460)	-	(2,420,460)
Balance August 31, 2019	$ -	$ -	$ -

14. CONVERTIBLE DEBENTURES

On January 31, 2020, the Company closed a convertible debenture in the principal amount of $560,000. Each debenture bears interest at a rate of 12% per annum and matures in two years from the date of issuance. The debentures are convertible into units at a price of $0.05 per unit and each unit will consist of one common share of the Company and one share purchase warrant, with each warrant entitling the holder to purchase an additional share common share of the Company at a price of $0.10 per share for a period of three years from the date of issuance. The Company paid issuance costs of $2,100 cash and 42,000 broker's warrants valued at $2,076. During the nine month period ended May 31, 2020, the Company recorded accretion of interest of $33,095 for the debenture.

	Liability	*Equity*	*Total*
Balance August 31, 2019	$ -	$ -	$ -
Issuance of convertible debentures	487,822	72,178	560,000
Issuance costs - cash	(1,829)	(271)	(2,100)
Issuance costs - warrants	(1,808)	(268)	(2,076)
Accretion of interest	33,095	-	33,095
Balance May 31, 2020	$ 517,280	$ 71,639	$ 588,919

(EXPRESSED IN CANADIAN DOLLARS)

14. CONVERTIBLE DEBENTURES (continued)

On February 25, 2020, the Company closed a convertible debenture in the principal amount of $944,782. Each debenture bears interest at a rate of 12% per annum and matures in two years from the date of issuance. The debentures are convertible into units at a price of $0.05 per unit and each unit will consist of one common share of the Company and one share purchase warrant, with each warrant entitling the holder to purchase an additional share common share of the Company at a price of $0.10 per share for a period of three years from the date of issuance. The Company paid issuance costs of $32,900 cash and 184,900 broker's warrants valued at $9,155. During the nine month period ended May 31, 2020, the Company recorded accretion of interest of $47,081 for the debenture.

	Liability	*Equity*	*Total*
Balance August 31, 2019	$ -	$ -	$ -
Issuance of convertible debentures	823,010	121,772	944,782
Issuance costs - cash	(28,660)	(4,240)	(32,900)
Issuance costs - warrants	(7,975)	(1,180)	(9,155)
Accretion of interest	47,081	-	47,081
Balance May 31, 2020	$ 833,456	$ 116,352	$ 949,808

For accounting purposes, these convertible notes were separated into their liability and equity components. The fair value of the liability component at the time of issuance was calculated with the discounted cash flows for the convertible notes, assuming a 20% effective interest rate which was the management estimated rate for convertible notes without a conversion feature based. The fair value of the equity component was determined at the time of issuance as the difference between the face value of the convertible notes and the fair value of the liability component.

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS

Capital stock

The Company has authorized an unlimited number of common shares without par value.

During the nine months ended May 31, 2020, the Company:

i) issued 3,000,000 shares valued at $150,000 in consideration of consulting services over a six-month period. In addition, the Company also granted 1,500,000 warrants (valued at $57,484) exercisable at a price of $0.05 expiring on January 21, 2022.

ii) issued 180,800 common shares valued at $6,328 to settled consulting services of $9,040, which resulted in a gain of $2,712.

iii) issued 1,000,000 common shares pursuant to the exercise of options for proceeds of $50,000, and accordingly, the Company reallocated $31,912 of share-based payment reserve to share capital.

(EXPRESSED IN CANADIAN DOLLARS)

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS (continued)

During the year ended August 31, 2019, the Company:

i) closed a non-brokered private placement financing of 25,075,068 units at a price of $0.12 per unit raising total proceeds of $3,009,008. Each unit comprises of one common share and one common share purchase warrant with each warrant entitling the holder to purchase one additional common share of the Company at a price of $0.25 expiring on November 5, 2021. The residual value of $Nil was allocated to the common share purchase warrant on the units The Company paid cash finder's fees of $3,696 as share issuance costs.

ii) issued 6,915,600 shares valued at $518,670 on the date of share issuance and settled $2,420,460 worth of convertible promissory notes, which resulted in a gain of $1,901,790 (Note 13).

iii) issued 5,000,000 shares valued at $425,000 on the date of share issuance as consideration of a patent portfolio for the augmented reality industry.

Share purchase warrants

At May 31, 2020 warrants were outstanding enabling holders to acquire shares as follows:

Expiry Date	Exercise Price ($)	Number of warrants	Remaining contractual life (years)	Currently exercisable
November 14, 2020*	0.32	2,500,000	0.46	2,500,000
May 16, 2021**	0.25	4,758,571	0.96	4,758,571
August 9, 2021***	0.25	3,700,000	1.19	3,700,000
November 5, 2021****	0.25	25,075,068	1.43	25,075,068
January 21, 2022*****	0.05	1,500,000	1.64	1,500,000
January 30, 2023******	0.10	42,000	2.67	42,000
February 25, 2023*******	0.10	184,900	2.74	184,900
		37,760,539		37,760,539

* 1,000,000 share purchase warrants subsequently exercised
** 1,655,000 share purchase warrants subsequently exercised
*** 900,000 share purchase warrants subsequently exercised
**** 3,850,000 share purchase warrants subsequently exercised
***** 1,000,000 share purchase warrants subsequently exercised
****** 42,000 share purchase warrants subsequently exercised
******* 160,000 share purchase warrants subsequently exercised

(EXPRESSED IN CANADIAN DOLLARS)

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS (continued)

Share purchase warrants (continued)

The following is a summary of the warrant transactions during the period ended May 31, 2020 and the year ended August 31, 2019:

	Period ended May 31, 2020			Year ended August 31, 2019		
	Number Of Warrants		Weighted Average Exercise Price	Number Of Warrants		Weighted Average Exercise Price
Balance, beginning of the period	37,997,317	$	0.28	13,255,049	$	0.33
Warrants issued - pursuant to private placements	-		-	25,239,318		0.25
Warrants issued - pursuant to services	1,500,000		0.05	-		-
Warrants issued - pursuant to convertible debentures	226,900		0.10	-		-
Warrants expired/cancelled	(1,963,678)		0.67	(497,050)		0.32
Balance, end of period	37,760,539	$	0.25	37,997,317	$	0.28

Stock options

The Company may grant stock options pursuant to a stock option plan. The Board of Directors administers the plan, pursuant to which the Board of Directors may grant from time to time incentive stock options up to an aggregate maximum of 10% of the issued and outstanding shares of the Company to directors, officers, employees, consultants and advisors. The options can be granted for a maximum of five years.

(EXPRESSED IN CANADIAN DOLLARS)

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS (continued)

Stock options (continued)

As at May 31, 2020, the following incentive stock options were outstanding:

Expiry Date	Exercise price ($)	Number of Options Outstanding	Exercisable
September 28, 2020****	0.135	35,000	35,000
January 30, 2021	0.045	250,000	250,000
January 30, 2021*	0.05	750,000	750,000
February 5, 2021	0.075	100,000	100,000
March 10, 2021	0.05	100,000	-
May 7, 2021	0.05	200,000	50,000
May 20, 2021**	0.05	1,000,000	250,000
August 24, 2021	0.24	62,500	62,500
September 28, 2021	0.135	500,000	500,000
November 16, 2021	0.15	50,000	50,000
February 1, 2022	0.10	100,000	100,000
February 3, 2022	0.05	317,100	317,100
March 25, 2022	0.055	100,000	100,000
April 12, 2022	0.50	40,000	40,000
April 18, 2022	0.31	750,000	750,000
June 10, 2022	0.10	100,000	75,000
July 4, 2022	0.26	250,000	250,000
September 12, 2022***	0.05	500,000	250,000
October 9, 2022	0.05	2,000,000	2,000,000
November 9, 2022	0.275	325,000	325,000
February 19, 2023	0.10	750,000	750,000
April 21, 2023	0.05	200,000	200,000
April 11, 2024	0.60	1,500,000	1,500,000
May 14, 2024	0.90	1,000,000	1,000,000
April 25, 2025	0.50	250,000	50,000
		11,229,600	9,754,600

* 750,000 stock options subsequently exercised
** 250,000 share purchase warrants subsequently exercised
*** 37,500 share purchase warrants subsequently exercised
**** 35,000 share purchase warrants subsequently exercised

(EXPRESSED IN CANADIAN DOLLARS)

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS (continued)

Stock options (continued)

The following is a summary of the option transactions during the period ended May 31, 2020 and year ended August 31, 2019:

	Period ended May 31, 2020		Year ended August 31, 2019	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Balance, beginning of the period	5,994,600	$ 0.46	6,817,238	$ 0.27
Options granted	9,100,000	0.04	4,685,000	0.49
Options expired/cancelled	(2,900,000)	0.17	(5,507,638)	0.26
Balance, end of the period	11,229,600	$ 0.23	5,994,600	$ 0.46

The weighted average issuance date fair value of stock options exercised during the period ended May 31, 2020 was $0.07 per option (August 31, 2019 - $0.07).

The following weighted average assumptions were used for the Black-Scholes option pricing model valuation of options granted for the period ended May 31, 2020 and year ended August 31, 2019:

	Period ended May 31, 2020	Year ended August 31, 2019
Risk-free interest rate	1.09%	1.72%
Expected life of options	2.31 years	4.60 years
Expected annualized volatility	176%	201%
Exercise price	$0.06	$0.08
Expected dividend rate	0%	0%

Share based compensation

During the period ended May 31, 2020, the Company granted the following options:

i) issued 500,000 stock options to an officer and consultants of the Company. The options are valued at $11,830 exercisable at $0.05 per share, expiring on September 12, 2022. Half of the options vested immediately and half of the options vest on the first anniversary.

ii) issued 2,000,000 stock options to a director of the Company. The options are valued at $93,933, exercisable at $0.05 per share, expiring October 9, 2022. The options vested immediately.

iii) issued 2,000,000 stock options to a consultant of the Company. The options are valued at $93,933, exercisable at $0.05 per share, expiring on October 9, 2022. The options vested immediately. The options were cancelled during the period.

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS (Continued)

Share based compensation (Continued)

iv) issued 250,000 stock options to a consultant of the Company. The options are valued at $8,529, exercisable at $0.045 per share, expiring on January 30, 2021. The options vested immediately.

v) issued 750,000 stock options to a consultant of the Company. The options are valued at $24,417, exercisable at $0.05 per share, expiring on January 30, 2021. The options vested immediately.

vi) issued 100,000 stock options to a consultant of the Company. The options are valued at $5,177, exercisable at $0.075 per share, expiring on February 5, 2021. The options vested immediately.

vii) issued 750,000 stock options to a director of the Company. The options are valued at $47,353, exercisable at $0.10 per share, expiring on February 19, 2020. The options vested immediately.

viii) issued 100,000 stock options to a consultant of the Company. The options are valued at $1,878, exercisable at $0.05 per share, expiring on March 10, 2021. Half of the options vested immediately and half of the options vest on the first anniversary.

ix) issued 200,000 stock options to a consultant of the Company. The options are valued at $3,912, exercisable at $0.05 per share, expiring on April 21, 2025. The options vested immediately.

x) issued 250,000 stock options to a consultant of the Company. The options are valued at $7,306, exercisable at $0.05 per share, expiring on April 25, 2025. The options vest over 5 years, of which 50,000 options are vested at grant date, and 50,000 option are vested yearly over a 4 year period.

xi) issued 200,000 stock options to consultants of the Company. The options are valued at $6,382, exercisable at $0.05 per share, expiring on May 7, 2021. The options vest over 1 year, of which 50,000 options are vested at grant date, and 50,000 option are vested quarterly over a 1 year period.

xii) issued 1,000,000 stock options to consultants of the Company. The options are valued at $31,912, exercisable at $0.05 per share, expiring on May 7, 2021. The options vested immediately.

xiii) issued 1,000,000 stock options to a consultant of the Company. The options are valued at $53,757, exercisable at $0.05 per share, expiring on May 20, 2021. The options vest over 1 year, of which 250,000 options are vested at grant date, and 250,000 option are vested quarterly over a 1 year period.

During the year ended August 31, 2019, the Company granted the following options:

i) issued 35,000 stock options to a consultant of the Company. The options are valued at $4,143, exercisable at $0.135 per share, expiring on September 28, 2020. The options vested immediately.

ii) issued 500,000 stock options to a consultant of the Company. The options are valued at $66,108, exercisable at $0.135 per share, expiring September 28, 2021. The options vested immediately.

iii) issued 100,000 stock options to a director of the Company. The options are valued at $6,962, exercisable at $0.12 per share, expiring on December 12, 2021. The options vested immediately.

(EXPRESSED IN CANADIAN DOLLARS)

15. CAPITAL STOCK, STOCK OPTIONS AND WARRANTS (Continued)

Share based compensation (Continued)

iv) issued 100,000 stock options to a director of the Company. The options are valued at $6,387, exercisable at $0.10 per share, expiring on February 1, 2022. The options vest in equal tranches on the first, second, third anniversaries of the grant date.

v) issued 50,000 stock options to a consultant of the Company. The options are valued $4,175, exercisable at $0.09 per share, expiring on December 20, 2023. The options vested immediately.

vi) issued 700,000 stock options to a former officer of the Company. The options are valued at $54,988, exercisable at $0.09 per share, expiring on January 9, 2024. The options vest in equal tranches over a one-year period from the grant date. The options were cancelled on the resignation of the officer.

vii) issued 100,000 stock options to a consultant of the Company. The options are valued at $4,652, exercisable at $0.055 per share, expiring on March 25, 2022. The options vest in equal tranches over a one-year period from the grant date.

viii) issued 2,000,000 stock options to directors of the Company. The options are valued $98,130, exercisable at $0.06 per share, expiring on April 11, 2024. The options vested immediately.

ix) issued 1,000,000 stock options to directors of the Company. The options are valued $88,504, exercisable at $0.09 per share, expiring on May 14, 2024. The options vested immediately.

x) issued 100,000 stock options to a consultant of the Company. The options are valued $3,917, exercisable at $0.10 per share, expiring on June 10, 2022. The options vest in equal tranches over a one-year period from the grant date

16. RELATED PARTY TRANSACTIONS

Amounts paid or accrued to related parties are as follows:

		For the period ended May 31, 2020		May 31, 2019
Consulting, director, and management fees	$	229,781	$	354,328
Share-based compensation		142,468		307,731
Total	$	372,249	$	662,059

Related parties include the Board of Directors, Executive Officers and any companies owned or controlled by them. During the period ended May 31, 2020, the Company paid or accrued:

i) management and consulting fees of $211,781 (2019 - $189,618), to the CEO of the Company, namely Alen Paul Silverrstieen.

ii) consulting fees of $Nil (2019 - $51,000) to Triton Films Inc., a corporation owned by a former director and former CEO of the Company, namely Gabriel Napora.

16. RELATED PARTY TRANSACTIONS (Continued)

iii) consulting fees of $Nil (2019 - $ Nil) to a former director of the Company, namely Tim Marlowe.

iv) consulting fees of $Nil (2019 - $Nil) to a former director of the Company, namely Yas Taalat.

v) consulting fees of $Nil (2019 - $Nil) to a former director of the Company, namely Ben Lu.

vi) director fees of $Nil (2019 - $40,000) recorded in consulting, director, and management fees to a former director of the Company, namely James Skippen.

vii) director fees of $Nil (2019 - $100,000) recorded in consulting, director, and management fees to a former director of the Company, namely John Gillberry.

viii) consulting fees of $18,000 (2019 - $4,387) to the CFO of the Company, namely Leon Ho.

ix) wage and salaries of $Nil (2019 - $69,323) to the former CFO of the Company, namely Anthony Pizzonia.

As of May 31, 2020, $50,000 (August 31, 2019 - $Nil) owed to the Company by a director for subscription payments in the convertible debentures and is included in receivables.

As of May 31, 2020, $170,233 (August 31, 2019 - $163,346) remained outstanding to related parties and is included in accounts payable and accrued liabilities.

During the period ended May 31, 2020, the Company issued 2,800,000 stock options (2019 – 4,200,000) to an officer and a director of the Company, resulting in share-based compensation of $142,478 (2019 - $307,731).

17. FINANCIAL RISK FACTORS

The Company's risk exposures and the impact on the Company's financial instruments are summarized below. There have been no changes to the Company’s approach to mitigating risk exposures during the period ended May 31, 2020.

Fair value

The Company estimates the fair value of its financial instruments based on current interest rates, market value and pricing of financial instruments with comparable terms. Unless otherwise indicated, the carrying value of these financial instruments approximates their fair market value because of the near maturity of those instruments.

Financial statements measured at fair value on the statements of financial position are summarized in levels of fair value hierarchy as either “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.

(EXPRESSED IN CANADIAN DOLLARS)

17. FINANCIAL RISK FACTORS (continued)

Financial instruments measured at fair value on the statements of financial position are summarized in levels of fair value hierarchy as follows:

	May 31, 2020			August 31, 2019		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Asset						
Cash	$ 332,303	$ -	$ -	$ 439,721	$ -	$ -

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 credit risk is primarily attributable to cash and receivables. The Company limits its exposure to credit risk by placing its cash with a high credit quality financial institution in Canada. The receivables that are financial instruments consist of trade receivables. The Company has no significant concentration of credit risk arising from operations.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity risk is to ensure it has a planning and budgeting process in place to determine the funds required to support its ongoing operations and capital expenditures. The Company ensures that sufficient funds are raised from private placements to meet its working capital requirements, after taking into account existing cash and expected exercise of share purchase warrants and options. Management believes that it will be successful in raising the necessary funds however, given the current market conditions, management believes that the raising of the required funds will take longer than is normal and will be at prices that may be less than desirable. There are no assurances that additional funds will be available on terms acceptable to the Company or at all. As at May 31, 2020, the Company had $626,503 (August 31, 2019 - $476,966) of accounts payable and accrued liabilities which are due on standard trade payable terms not exceeding 90 days.

Interest risk

Interest risk consists of two components: to the extent that payments made or received on the Company's financial instruments are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk; and to the extent that changes in prevailing market rates differ from the interest rates on the Company's financial instruments the Company is exposed to interest rate fair value risk. The Company has cash balances and no material interest-bearing debt, therefore, interest rate risk is minimal.

Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company's functional and presentation currency is the Canadian dollar. Certain expenditures are transacted in foreign currencies. As a result, the Company is exposed to fluctuations in these foreign currencies relative to the Canadian dollar. As at May 31, 2020, the Company has US$29,546 included in cash, US$96,554 included in accounts payable and accrued liabilities. Management does not hedge its foreign exchange risk, and does not believe a change in foreign exchange would materially affect the Company at its current stage.

18. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Significant non-cash investing and financing transactions for the period ended May 31, 2020 consisted of

i) issued 1,500,000 warrants valued at $57,484 pursuant to the consulting services agreement (Note 14).

ii) issued 226,900 warrants valued at $11,231 pursuant to the issuance of convertible debentures (Note 13).

iii) transfer of fair value of $31,912 from contributed surplus to capital stock pursuant to the exercise of stock options.

iv) issued 180,800 common shares valued at $6,328 in consideration of marketing services.

v) issued 3,00,000 common shares valued at $150,000 in consideration of financial advisory services.

There were no significant non-cash investing and financing transactions for the period ended May 31, 2019.

19. SUBSEQUENT EVENTS

Subsequent to May 31, 2020, the Company:

i) issued 28,407,000 common shares pursuant to the exercise of warrants for proceeds of $3,991,950.

ii) issued 1,072,500 common shares pursuant to the exercise of warrants for proceeds of $56,600.

xiv) issued 125,000 stock options to a consultant of the Company. The options are exercisable at $0.140 per share, expiring on June 26, 2022. Half of the options vested immediately and the remaining half of the options vest in 90 days from the grant date.

iii) issued 600,000 stock options to directors of the Company. The options are exercisable at $0.30 per share, expiring on July 8, 2023. The options vest in 90 days from the grant date.

iv) issued 28,137,145 units from the conversion of the convertible debentures in settlement of principal of $2,050,000 and interest of $58,514 (Note 14).