



SUPER NOVA PETROLEUM CORP.

CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED

November 30, 2017

(Unaudited)

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITORS' REVIEW OF
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the financial statements.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

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.

SUPER NOVA PETROLEUM CORP.
Condensed Interim Statements of Financial Position (unaudited)
[Expressed in Canadian dollars]

	Note	November 30 2017	May 31 2017
ASSETS		\$	\$
Current assets			
Cash		34,926	2,324
Restricted cash in lawyer's trust	4, 10	2,189,053	-
Advance to Koios	10	75,000	-
Receivables and prepayments		11,863	133
Total assets		2,310,842	2,457
LIABILITIES			
Provision for indemnity	7	-	32,219
Accounts payable and accrued liabilities		240,507	328,279
Short term loan	5	18,000	18,000
Due to related parties	5	96,060	178,129
		354,567	556,627
SHAREHOLDERS' EQUITY (DEFICIENCY)			
Share capital	4	3,068,325	2,993,325
Shares subscription receipts	4, 10	2,209,497	-
Special warrants	4	1,231,680	1,038,449
Reserves	4	218,951	218,951
Deficit		(4,772,178)	(4,804,895)
		1,956,275	(554,170)
Total liabilities and shareholders' equity (deficiency)		2,310,842	2,457

Nature and continuance of operations (Note 1)
Proposed transactions (Note 10)
Events subsequent to the reporting period (Note 11)

Approved and authorized for issue by the board of directors on January 9, 2018 and signed on its behalf by:

/s/ Wolf Wiese

Wolf Wiese, Director

/s/ Dieter Benz

Dieter Benz, Director

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

SUPER NOVA PETROLEUM CORP.
Condensed Interim Statements of Loss and Comprehensive Loss (unaudited)
[Expressed in Canadian dollars]

	Note	<u>Three months ended</u>		<u>Six months ended</u>	
		<u>November 30</u>	2016	<u>November 30</u>	2016
General and administration expenses		\$	\$	\$	\$
Administrative fees	5	39,061	30,487	86,620	61,532
Consulting fees		7,000	6,250	17,500	13,750
Filing fees and regulatory fees		3,891	5,170	5,777	7,569
Office		(9,072)	10,288	(8,813)	17,700
Professional fees		26,374	29,360	26,374	52,098
Rent		4,393	3,376	8,962	6,752
		71,647	84,931	136,420	159,401
Other (income) loss					
Gain on settlement of debt		(184,055)	(1,752)	(169,137)	(1,752)
(Income) loss and comprehensive (income) loss		(112,408)	83,179	(32,717)	157,649
(Income) loss per share, basic and diluted		(\$ 0.02)	\$ 0.02	(\$ 0.01)	\$ 0.03
Weighted average number of shares outstanding - basic and diluted		5,813,710	4,813,710	5,286,828	4,813,710

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

SUPER NOVA PETROLEUM CORP.
Condensed Interim Statements of Changes in Shareholders' Equity (Deficiency) (unaudited)
[Expressed in Canadian dollars]

	Number of Shares	Share Capital (Amount)	Number of Special Warrants	Special Warrants (Amount)	Number of Share Subscription Receipts	Share Subscription Receipts (Amount)	Reserves	Deficit	Total
Balance, May 31, 2016	4,813,710	\$ 2,993,325	-	\$ -	-	\$ -	\$ 218,951	\$ (4,127,487)	\$ (915,211)
Special warrants issued	-	-	13,399,333	669,967	-	-	-	-	669,967
Loss for the period	-	-	-	-	-	-	-	(157,649)	(157,649)
Balance, November 30, 2016	4,813,710	2,993,325	13,399,333	669,967	-	-	218,951	(4,285,136)	(402,893)
Balance, May 31, 2017	4,813,710	2,993,325	13,399,333	1,038,449	-	-	218,951	(4,804,895)	(554,170)
Private Placement	1,000,000	75,000	-	-	-	-	-	-	75,000
Share subscription receipts	-	-	-	-	11,475,000	2,295,000	-	-	2,295,000
Issuance cost	-	-	-	-	-	(85,503)	-	-	(85,503)
Special warrants issued	-	-	2,377,505	193,231	-	-	-	-	193,231
Income (loss) for the period	-	-	-	-	-	-	-	32,717	32,717
Balance, November 30, 2017	5,813,710	\$ 3,068,325	15,776,838	\$ 1,231,680	1,000,000	\$ 2,209,497	\$ 218,951	\$ (4,772,178)	\$ 1,956,275

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

SUPER NOVA PETROLEUM CORP.
Condensed Interim Statements of Cash Flows (unaudited)
[Expressed in Canadian dollars]

	Six months ended November 30	
	2017	2016
Cash flows from operating activities		
Income (loss) for the period	\$ 32,717	\$ (157,649)
Item not affecting cash:		
Gain (loss) on settlement of debt	169,137	(1,752)
Changes in non-cash working capital items:		
Change in receivables and prepayments	(9,480)	7,002
Change in accounts payable and accrued liabilities	(18,439)	13,569
Change in due to related parties	89,853	99,073
Net cash flows used in operating activities	(74,486)	(39,757)
Cash flows from investing activities		
Restricted cash in lawyer's trust	(2,189,053)	-
Short term loan to Koios, LLC	(75,000)	-
Net cash flows used in investing activities	(2,264,053)	-
Cash flows from financing activities		
Proceeds from the issuance of shares, net of share issuance costs	75,000	-
Proceeds from the issuance of share subscription receipts, net of issuance costs	2,287,500	-
Due to related parties	8,641	39,523
Net cash flows from financing activities	2,371,141	39,523
Net increase in cash	32,602	(234)
Cash, beginning of the period	2,324	2,615
Cash, ending of the period	\$ 34,926	\$ 2,381

Supplemental disclosure with respect to cash flow (Note 8)

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

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

1. NATURE AND CONTINUANCE OF OPERATIONS

Super Nova Petroleum Corp., (the “Company”) was incorporated on November 13, 2002, under the *Business Corporations Act (British Columbia)*. The corporate and registered and records offices of the Company are located at Suite 318, 1189 West Pender Street, Vancouver, British Columbia, V6E 2R1. The Company’s common shares are listed for trading on the Canadian Securities Exchange (“CSE”) under the symbol “SNP.”

During the year ended May 31, 2015, the Company wrote off the value of its exploration property as the Company made the decision to significantly reduce future exploration expenditures on the property due to the economic downturn in the mining industry.

On October 20, 2017, the Company entered into a share exchange agreement (the “Agreement”) with Koios, LLC (“Koios”), a company incorporated under the laws of the State of Colorado. Koios is in the business of producing, marketing and selling functional beverages. Pursuant to the Agreement, the Company will acquire 100% of Koios by issuing 15,000,000 common shares (the “Payment Shares”) to the securityholders of Koios (the “Transaction”). Upon the closing of the Transaction, Koios will become a wholly owned subsidiary of the Company. (Note 10)

a) Statement of Compliance

These unaudited condensed interim consolidated financial statements (“Financial Statements”) have been prepared in accordance with IAS 34 – Interim Financial Reporting, as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain disclosures included in annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRSs”) as issued by the IASB have been condensed or omitted and therefore, these Financial Statements should be read in conjunction with the Company’s audited financial statements for the year ended May 31, 2017.

b) Basis of Measurement

These Financial Statements have been prepared on a historical cost basis except for certain financial instruments which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The presentation and functional currency of the Company is the Canadian dollar.

c) Going Concern

The Company’s ability to continue operations as intended is dependent upon its ability to identify, evaluate and negotiate an acquisition of a participation in or an interest in properties, assets or businesses. Such an acquisition will be subject to regulatory approval and may be subject to shareholder approval. To continue as a going concern and meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. There is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. However, management believes that the Company has sufficient working capital to meet its projected minimum financial obligations for the next fiscal year.

These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue its existence.

2. SIGNIFICANT ACCOUNTING POLICIES

These Financial Statements have been prepared using accounting policies consistent with those used in the Company’s audited annual financial statements for the year ended May 31, 2017.

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

3. NEW ACCOUNTING STANDARDS

Accounting standards issued but not yet effective

Certain new accounting standards and interpretations have been published that are not mandatory for the November 30, 2017 reporting period. Management does not expect these standards will have a significant impact on the measurement or presentation of balances or transactions as reported in these financial statements.

a) IFRS 15 Revenue from Contracts with Customers

IFRS 15 contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized. The standard is effective for years beginning on or after January 1, 2018.

b) IFRS 9, Financial Instruments

The final version of IFRS 9 was issued in July 2014 and includes (i) a third measurement category for financial assets – fair value through other comprehensive income; and (ii) a single, forward-looking “expected loss” impairment model. The standard is mandatory for years beginning on or after January 1, 2018.

d) IFRS 16, Leases

The new standard on leases supersedes IAS 17, Leases, and related interpretations. The standard is effective for years beginning on or after January 1, 2019.

4. SHARE CAPITAL

Authorized - unlimited number of common shares without par value.

Share issuances

During the six months ended November 30, 2017:

In July 2017, the Company completed a private placement through the issuance of 1,000,000 shares at \$0.075 per unit for total proceeds of \$75,000. Each unit consisted of one common share and one common share purchase warrant exercisable at \$0.10 per share for a period of two years from the date of issuance.

There were no share issuances during the year ended May 31, 2017.

Share subscription receipts

In relation with the proposed transaction with Koios (Note 10), the Company issued 11,475,000 Share Subscription Receipts at a price of \$0.20 per subscription receipt for gross proceeds of \$2,295,000 in October and November 2017. The Company paid or accrued finders’ fee of \$84,000 and filing fee of \$1,503.

The gross proceeds were deposited in trust with Clark Wilson LLP (the “Escrow Agent”) pursuant to an escrow agreement (the “Escrow Agreement”) dated November 29, 2017 between the Company and the Escrow Agent. In the event that the Company complete the purchase of Koios by January 31, 2018 the Share Subscription Receipts will be automatically converted, for no additional consideration, into one common share of the Company. In the event that the purchase of Koios is not completed by January 31, 2018 (extended to April 30, 2018), the Escrow Agent will return the funds back to the subscribers.

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

4. SHARE CAPITAL (cont'd...)

Special warrants

During the six months ended November 30, 2017:

In July 2017, the Company issued 2,377,505 special warrants to settle debts of \$178,313; 1,674,301 special warrants were issued to Golden Dawn Minerals Inc. ("GOM") for \$125,573 and 703,204 special warrants were issued to a company controlled by the CEO for \$52,740.

Each warrant will automatically convert on the earlier of i) the second anniversary of the date of the issuance of the special warrants, and ii) the closing of a significant transaction involving the Company. At conversion, each special warrant shall convert into a unit of the Company. Each unit consists of one common share and one share purchase warrant. Each warrant shall be exercisable into a common share of the Company at \$0.10 per share for a period of two years from conversion. The special warrants were valued at \$0.081 per special warrant for a total value of \$193,231; \$0.075 for the underlying common share and \$0.006 for the underlying warrant (calculated using the Black-Scholes model). A \$14,918 loss on settlement of debt was recorded in the current period related to the issuance of the special warrants and settlement of debts noted above. The fair value of the warrants was determined using the following assumptions:

Weighted average assumptions	At issuance July 5, 2017
Risk free interest rate	1.13%
Volatility	125%
Expected life of warrants	2 years
Dividend rate	0%
Liquidity discount	90%

During the year ended May 31, 2017:

In October 2016, the Company issued 13,399,333 special warrants to settle debts of \$669,967, of which 9,799,333 special warrants were issued to GOM for \$489,967; 2,550,000 special warrants were issued to a company controlled by the CEO for \$127,500; and 525,000 special warrants were issued to a company controlled by the CFO for \$26,250.

Each warrant will automatically convert on the earlier of i) the second anniversary of the date of the issuance of the special warrants, and ii) the closing of a significant transaction involving the Company. At conversion, each special warrant will convert into a unit of the Company. Each unit consists of one common share and one share purchase warrant. Each warrant shall be exercisable into a common share of the Company at \$0.075 per share for a period of two years from conversion. The special warrants were valued at \$0.0775 per special warrant for a total value of \$1,038,449; \$0.05 for the underlying common share and \$0.0275 for the underlying warrant (calculated using the Black-Scholes model). A \$368,482 loss on settlement of debt was recorded in the current period related to the issuance of the special warrants and settlement of debts noted above. The fair value of the warrants was determined using the following assumptions:

Weighted average assumptions	At year ended May 31, 2017
Risk free interest rate	1.2%
Volatility	125%
Expected life of warrants	2 years
Dividend rate	0%
Liquidity discount	90%

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

4. SHARE CAPITAL (cont'd...)

Stock options

The Company grants stock options to employees, directors, officers, and consultants of the Company as compensation for services pursuant to its Stock Option Plan (the "Plan"). Options have a maximum expiry period of up to five years from the grant date and are subject to minimum vesting requirements, as determined by the Board of Directors. The number of options that may be issued under the Plan may not exceed 10% of the number of issued and outstanding common shares of the Company at the time of granting of options.

There were no stock options granted during the six months ended November 30, 2017 or the year ended May 31, 2017.

The following table summarizes stock option activity:

	Number of options	Weighted average price
Balance at May 31, 2016	255,000	\$ 0.70
Cancelled	(192,500)	(0.70)
Balance at May 31, 2017, and November 30, 2017	62,500	\$ 0.70

Information regarding stock options outstanding as at November 30, 2017 is as follows:

Number of options outstanding and exercisable	Exercise price	Expiry date
62,500	\$ 0.70	February 7, 2019

Share purchase warrants

The following table summarizes warrant activity:

	Number of warrants	Weighted average price
Balance at May 31, 2016	1,596,744	\$ 1.20
Expired	(640,997)	(1.21)
Balance at May 31, 2017	955,747	\$ 1.67
Issued	1,000,000	0.10
Expired	(955,747)	(1.67)
Balance at November 30, 2017	1,000,000	\$ 0.10

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

4. SHARE CAPITAL (cont'd...)

Share purchase warrants

Information regarding share purchase warrants outstanding at November 30, 2017 is as follows:

Number of warrants outstanding and exercisable	Exercise price	Expiry date
1,000,000	0.10	July 19, 2019
1,000,000		

5. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties during the six months ended November 30, 2017:

- \$30,000 (2016 - \$30,000) of management fees were accrued in administration expenses to a company controlled by the CEO. In July 2017, the Company issued 703,204 special warrants to settle debts of \$52,740 (Note 4). As at November 30, 2017, \$30,000 (May 31, 2017 - \$52,740) was payable to the company.
- GOM, a publicly traded company with common directors and officers of the Company, provides office space and administration services to the Company. During the six months ended November 30, 2017, the Company incurred \$57,603 (2016 - \$69,073) payable to GOM for its services provided. GOM also advanced cash or paid expenses on behalf of the Company, net of repayments, during the period to the Company totalling \$8,642 (2016 - \$40,299). In July 2017, the Company issued 1,674,301 special warrants to settle debts of \$125,573 (Note 4). As at November 30, 2017, a total of \$66,060 (May 31, 2017 - \$125,389) remained outstanding as due to GOM.
- As of November 30, 2017, the Company has an \$18,000 (2016 - \$17,000) unsecured loan from a relative of the CEO, which is payable on demand with a fixed rate of \$1,000 in interest accruing annually.
- Except where noted above, accounts payable to related parties do not bear interest, are unsecured and are repayable on demand.

6. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities, short term loan, and amounts due to related parties. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash and receivables. The Company limits its exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions. Receivables consist of Goods and Services Tax ("GST") receivable from the Canadian government and are considered low risk.

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

6. FINANCIAL INSTRUMENTS (cont'd...)

Currency risk

The Company operates primarily in Canadian dollars. There is foreign exchange risk to the Company as some of its exploration and evaluation property interests and resulting commitments are located in the United States. Management monitors its foreign currency balances and makes adjustments based on anticipated need for currencies. The Company does not engage in any hedging activities to reduce its foreign currency risk.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with its financial liabilities. The Company has historically relied upon equity financings to satisfy its capital requirements and will continue to depend heavily upon equity capital to finance its activities. There can be no assurance the Company will be able to obtain required financing in the future on acceptable terms. The Company anticipated it will need additional capital in the future to finance ongoing exploration of its properties, such capital to be derived from the exercise of outstanding warrants and/or the completion of other equity financings. The Company has limited financial resources, has no source of operating income and has no assurance that additional funding will be available to it for future exploration and development of its projects, although the Company has been successful in the past in financing its activities through the sale of equity securities.

The ability of the Company to arrange additional financing in the future will depend, in part, on the prevailing capital market conditions and exploration success. In recent years, the securities markets in Canada have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur. Any quoted market for the common shares may be subject to market trends generally, notwithstanding any potential success of the Company in creating revenue, cash flows or earnings.

Interest rate risk

The Company normally invests in short-term interest bearing financial instruments. There is a minimal risk that the Company would recognize any loss as a result of a decrease in the fair value of any guaranteed bank investment certificate included in cash as they would be held in large financial institutions.

Fair value measurements of financial assets and liabilities

Disclosure about significance of inputs used in making fair value measurements is as follows:

Level 1 – quoted prices in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e.: as prices) or indirectly (i.e.: derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data.

The fair value of cash is determined based on “Level 1” inputs, which consist of quoted prices in active markets for identical assets. The Company believes that the recorded values of its receivables, due to related parties, short term loan and accounts payable and accrued liabilities, approximate their current fair values because of their nature and relatively short maturity dates or durations.

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

7. PROVISION FOR INDEMNITY

Flow-Through Exploration Expenditures

During the year ended May 31, 2013, the Company raised a total of \$85,440 in flow-through funds, which the Company committed to use in exploration activities on its active projects. The Company allocated \$14,240 of the proceeds to the flow through share premium liability and the remaining proceeds of \$71,200 to share capital. As at May 31, 2014, the Company did not incur eligible exploration expenses which resulted in a penalty and accrued interest totaling approximately \$32,219 recognised as indemnity expense in the statement of loss and compressive loss.

As of November 30, 2017, the Company didn't receive any claims from the investors and accordingly, the contingent indemnity liability was written off.

8. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS

During the six months ended November 30, 2017, the Company had the following significant non-cash transactions:

1) issued 2,377,505 special warrants to settle debts of \$178,313, all of which were included in due to related parties (Note 4);

2) accrued \$78,002 in issuance costs in relation to the Share Subscription Receipts.

During the six month period ended November 30, 2016, the Company issued 13,399,333 special warrants to settle debts of \$669,967, of which 9,799,333 special warrants were issued to a company controlled by the CEO for \$489,967; 2,550,000 special warrants issued to GOM for \$127,500; and 525,000 special warrants issued to a company controlled by the CFO for \$26,250.

9. CAPITAL MANAGEMENT

The Company's capital structure consists of shareholders' equity. The Company's objective when managing capital is to maintain adequate levels of funding to support the development of its businesses and maintain the necessary corporate and administrative functions to facilitate these activities. This is done primarily through equity financing. Future financings are dependent on market conditions and there can be no assurance the Company will be able to raise funds in the future. The Company invests all capital that is surplus to its immediate operational needs in short-term, highly-liquid, high-grade financial instruments. There were no changes to the Company's approach to capital management since the year ended May 31, 2017. The Company is not subject to externally imposed capital requirements. The Company does not currently have adequate sources of capital to complete its exploration plan and ultimately the development of its business, and will need to raise adequate capital by obtaining equity financing through private placements or debt financing. The Company may raise additional debt or equity financing in the near future to meet its current obligations.

SUPER NOVA PETROLEUM CORP.

Notes to the condensed interim financial statements (unaudited)

For the six months ended November 30, 2017

Expressed in Canadian Dollars, unless otherwise stated

10. PROPOSED TRANSACTIONS

On October 20, 2017, the Company entered into a share exchange agreement (the “Agreement”) with Koios, LLC (“Koios”), a company incorporated under the laws of the State of Colorado. Koios is in the business of producing, marketing and selling functional beverages.

Pursuant to the Agreement, the Company will acquire 100% of Koios by issuing 15,000,000 common shares (the “Payment Shares”) to the securityholders of Koios (the “Transaction”). Upon the closing of the Transaction, Koios will become a wholly owned subsidiary of the Company. The Company intends to issue 1,500,000 finders’ shares in relation to the Transaction.

The Payment Shares will be deposited into escrow at the closing. 25% of the Payment Shares will be released on the first anniversary of the closing and 25% every three months thereafter, in three tranches.

In relation with the Transaction, the Company has issued 11,475,000 Share Subscription Receipts at a price of \$0.20 per subscription receipt for gross proceeds of \$2,295,000 in October and November 2017, and a further 425,000 Share Subscription Receipts for gross proceeds of \$85,000 subsequent to the period ended November 30, 2017. (Note 4 and 11)

The gross proceeds were deposited in trust with Clark Wilson LLP (the “Escrow Agent”) pursuant to an escrow agreement (the “Escrow Agreement”) dated November 29, 2017 between the Company and the Escrow Agent. In the event that the Company complete the purchase of Koios by January 31, 2018 the Share Subscription Receipts will be automatically converted, for no additional consideration, into one common share of the Company. In the event that the purchase of Koios is not completed by January 31, 2018 (extended to April 30, 2018), the Escrow Agent will return the funds back to the subscribers.

Pursuant to the Agreement, the Company made a secured bridge loan of \$75,000 to Koios. The bridge loan will mature in 6 months with an interest rate of 12% per annum.

This Transaction is subject to various conditions and to regulatory approval.

11. EVENTS SUBSEQUENT TO THE REPORTING PERIOD

On December 18, 2017, The Company issued the final tranche of 425,000 Share Subscription Receipts for gross proceeds of \$85,000. The gross proceeds are deposited in a lawyer’s trust account and are subject to the same escrow terms as Share Subscription Receipts issued in October and November 2017. (Notes 4 and 10)