GREENBANK CAPITAL INC.

Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2015

(Unaudited)

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR 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 the financial statements have not been reviewed by an auditor.

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 Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

GreenBank Capital Inc.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

As at	As at October 31, 2015	As at July 31, 2015
ASSETS		
Current assets		
Cash	**$ 60,150**	$ 67,229
Government HST recoverable	**34,772**	46,398
Prepaid expenses	**5,775**	5,775
Due from related companies (note 13)	**74,922**	66,752
Total current assets	**175,619**	186,154
Non-current assets		
Intangible asset (note 8)	**12,500**	12,500
Exploration and evaluation assets (note 9)	**88,416**	88,416
Total non-current assets	**100,916**	100,916
Total assets	**$ 276,535**	$ 287,070
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (note 10)	**$ 211,120**	$ 199,274
Due to related parties (note 13)	**103,781**	3,176
Total current liabilities	**314,901**	202,450
Non-current liabilities		
Convertible debentures of subsidiary (note 14)	**16,052**	15,274
Total liabilities	**330,953**	217,724
Equity		
Equity portion of Convertible Debentures (note 14)	**4,666**	4,666
Convertible preferred shares of Zara Resources Inc. (note 11(a)(ii))	**549,500**	549,500
Common share capital (note 11(a)(i))	**907,901**	907,901
Reserve for share-based payments (note 11(e))	**354,315**	354,315
Reserve for warrants (note 11(d))	**281,000**	281,000
Contributed surplus (note 11(f))	**305,765**	305,765
Deficit	**(2,215,270)**	(2,119,003)
Total shareholders' equity attributed to owners	**187,877**	284,144
Non-controlling interest (note 15)	**(242,295)**	(214,798)
Total shareholders' (deficiency) equity	**(54,418)**	69,346
Total liabilities and shareholders' equity	**$ 276,535**	$ 287,070

Nature of operations (note 1)
Going concern (note 2)
Contingency (note 16)

Approved on behalf of the Board of Directors:

"Daniel Wettreich" (signed) Director — **Daniel Wettreich, Director**

"Mark Wettreich" (signed) Director — **Mark Wettreich, Director**

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.

GreenBank Capital Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)
(Unaudited)

Three Months Ended October 31,		2015		2014
Operating Expenses				
Transfer agent fees	**$**	**4,762**	$	8,463
Listing and filing fees		**6,165**		41,604
Shareholder information		**1,595**		250
Professional fees		**32,173**		11,490
Consulting expenses		**60,821**		11,063
Office and general		**9,714**		6,081
Interest accretion (note 14)		**778**		4,076
		116,008		83,027
Loss before other items		**(116,008)**		(83,027)
Gain on sale of investments		**-**		9,425
Net loss and comprehensive loss for the period	**$**	**(116,008)**	$	(73,602)
Net loss for the period attributed to:				
Equity holders of GreenBank Capital Inc.		**(88,511)**		(33,842)
Non-controlling interest (note 15)		**(27,497)**		(39,760)
	$	**(116,008)**	$	(73,602)
Loss per share attributed to equity holders of GreenBank Capital Inc. - diluted net loss	**$**	**(0.01)**	$	(0.00)
Weighted average number of common shares outstanding - basic and diluted		**13,742,461**		9,295,885

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.

GreenBank Capital Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

Three Months Ended October 31,	2015	2014
Operating activities		
Net loss for the period	**$ (116,008)**	$ (73,602)
Non-cash adjustments for:		
Interest accretion	**778**	4,076
Gain on sale of investment	**-**	(9,425)
Net changes in non-cash working capital:		
Government HST recoverable	**11,626**	14,006
Prepaid expenses	**-**	(3,684)
Accounts payable and accrued liabilities	**4,090**	(12,488)
Net cash used in operating activities	**(99,514)**	(71,692)
Investing activities		
Additions to exploration and evaluation activities	**-**	(10,943)
Net cash provided by (used in) investing activities	**-**	(10,943)
Financing activities		
Due from related companies	**(8,170)**	(13,956)
Exercise of warrants	**-**	100,000
Issuance of common shares	**-**	225,000
Share issue costs	**-**	(3,000)
Due to related parties	**100,605**	85,401
Net cash provided by financing activities	**92,435**	393,445
Net change in cash	**(7,079)**	310,810
Cash, beginning of period	**67,229**	241,580
Cash, end of period	**$ 60,150**	$ 552,390

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.

GreenBank Capital Inc.
Consolidated Statements of Changes in Equity
(Expressed in Canadian Dollars)

	Common Share Capital Amount	Reserves: Warrants	Reserves: Options	Reserves: Contributed Surplus	Convertible Preferred Shares	Convertible Debenture	Deficit	Non-Controlling Interest	Total
Balance, July 31, 2014	**$ 628,401**	**$ 361,500**	**$ 415,300**	**$ 64,300**	**$ 549,500**	**$ 34,666**	**$ (1,854,767)**	**$ 363,798**	**$ 562,698**
Provided by non-controlling interests	-	-	-	-	-	-	-	4,004	4,004
Issued on private placement (note 11(c)(ii))	50,000	50,000	-	-	-	-	-	-	100,000
Net loss for the period	-	-	-	-	-	-	(33,842)	(39,760)	(73,602)
Balance, October 31, 2014	**678,401**	**411,500**	**415,300**	**64,300**	**549,500**	**34,666**	**(1,888,609)**	**328,042**	**593,100**
Balance, July 31, 2015	**$ 907,901**	**$ 281,000**	**$ 354,315**	**$ 305,765**	**$ 549,500**	**$ 4,666**	**$ (2,119,003)**	**$ (214,798)**	**$ 69,346**
Dividends (notes 11(a)(ii))	-	-	-	-	-	-	(7,756)	-	(7,756)
Net loss for the period	-	-	-	-	-	-	(88,511)	(27,497)	(116,008)
Balance, October 31, 2015	**$ 907,901**	**$ 281,000**	**$ 354,315**	**$ 305,765**	**$ 549,500**	**$ 4,666**	**$ (2,215,270)**	**$ (242,295)**	**$ (54,418)**

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.

1. Nature of Operations

GreenBank Capital Inc. ("GreenBank" or "the Company") was incorporated on January 30, 2013 under the laws of the Province of British Columbia. It was incorporated as a 100% subsidiary of Winston Resources Inc. ("Winston"). Pursuant to a February 7, 2013 plan of arrangement, Winston distributed all of its shares in GreenBank to its Winston shareholders. GreenBank is engaged in the business of investing in Canadian small cap companies with its two principal subsidiaries being GreenBank Financial Inc., a licensed investment banker and GreenCoinX Inc., a software developer which has developed an identifiable crypto currency. The Company is a public company whose common shares are listed for trading on the Canadian Securities Exchange ("CSE") under the symbol "GBC". The head office of the Company is located at 208 Queens Quay West, Suite 2506, Toronto, Ontario M5J 2Y5, Canada.

The Company has a mineral exploration investment portfolio comprising of a 49% interest in Hadley Mining Inc. ("Hadley"), a 31.07% interest in Zara Resources Inc. ("Zara) and a 19.96% interest in Leo Resources Inc. ("Leo"). Although Hadley, Zara and Leo are not legal subsidiaries of the Company, they have common directors and officers giving GreenBank effective control of Hadley, Zara and Leo. Therefore International Financial Reporting Standards ("IFRS") requires that Hadley, Zara and Leo be consolidated into these financial statements.

On June 2, 2014 the Company incorporated a 100% subsidiary GreenBank Financial Inc ("Financial") which received approval from the Ontario Securities Commission for an Exempt Market Dealer License on May 22, 2015. The granting of the Exempt Market Dealers License enables Financial to commence investment banking transactions. As a registered exempt market securities dealer, Financial is a dealer or underwriter for any securities which are prospectus exempt. It is also a dealer for any securities provided they are sold to clients who qualify for the purchase of exempt securities. Financial now intends to identify public and private companies who may be candidates for its investment banking services, including corporate finance, mergers and acquisitions, private placements and reverse mergers.

On June 11, 2014, the Company acquired all the rights, title and interest to the GreenCoin cryptocurrency software. Under the agreement, the Company issued 1,250,000 new common shares from its newly formed subsidiary GreenCoin Inc. On October 22, 2014, the name of GreenCoin Inc. was changed to GreenCoinX Inc. and the software was renamed GreenCoinX. After the transaction, the Company owned 75% of GreenCoin Inc., which has since been increased to 80%. When all aspects of the GreenCoinX software are completed, GreenCoinX will be a new innovative cryptocurrency featuring digital identification that aims to resolve the "trust based concerns" with other virtual currencies.

On November 5, 2013, the Company approved a share consolidation of its common shares on the basis of one new common share for five old common shares to be effective November 15, 2013. All outstanding common shares, options and warrants were adjusted to reflect the consolidation ratio.

2. Going Concern Assumption

These condensed interim consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern under International Financial Reporting Standards ("IFRS"). The use of these principles under IFRS assumes that the Company will continue in operation for the foreseeable future and will be able to realize assets and discharge its liabilities in the normal course of operations. The Company and its subsidiaries and affiliates have interests in crypto currency software, investment banking and exploration and evaluation mineral assets ("E&E"). As such active exploration has not commenced and it is unknown whether the E&E contain reserves that are economically recoverable. The Company continues to incur operating losses, which casts significant doubt about the Company's ability to continue as a going concern.

The business of exploration involves a high degree of risk, as such there is no assurance that the Company's expected exploration programs will result in profitable mining operations. Until it is determined that the E&E contain mineral reserves or resources that can be economically mined, they are classified as exploration and evaluation assets using the full cost method allowed under IFRS 6. The Company's continued existence is dependent upon the discovery of economically recoverable reserves and resources, securing and maintaining title and beneficial interest in its E&E, making the required payments pursuant to E&E purchase agreements, successfully market and promote its cryptocurrency software to attract investors and obtain profits from its investment banking operation. The Company has yet to generate significant income and cash flows from its operations.

There is no assurance that the Company will be able to obtain external financing necessary to explore, develop, if E&E are proven successful, and bring to commercial production its E&E and promote its cryptocurrency software and investment banking operations. The Company has no proven history of profitability, which casts doubt as to whether the Company will be able to continue as a going concern should it not be able to obtain the necessary financing to fund working capital and capital expenditures. The ability of the Company to arrange such financing in the future depends in part upon the prevailing capital market conditions as well as the business performance of the Company. If additional financing is raised by the issuance of shares from the treasury of the Company existing shareholders may have their interest diluted. If adequate financing is not available, the Company may be required to relinquish rights to certain of its interests or terminate its operations.

As at October 31, 2015, the Company had yet to generate significant revenues from operations and had a deficit of $2,215,270 (July 31, 2015 - $2,119,003). The Company is actively seeking additional sources of financing. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. Management is aware, in making its assessment, of uncertainties related to events or conditions that may cast significant doubt upon the entity's ability to continue as a going concern that these uncertainties are material and, therefore, that it may be unable to realize its assets and discharge its liabilities in the normal course of business. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore to realize its assets and discharge its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying financial statements. These adjustments could be material.

3. Statement of Compliance and Basis of Presentation

(a) Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRSs issued and outstanding as of December 28, 2015, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended July 31, 2015, except as noted below. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending July 31, 2016 could result in restatement of these unaudited condensed interim consolidated financial statements.

(b) Basis of presentation

These consolidated financial statements have been prepared on a going concern basis, under the historical cost convention, except for certain financial instruments which may be measured at fair value in subsequent periods, and have been prepared using the accrual basis of accounting, except for cash flow information.

4. Significant Accounting Policies

Future accounting policies

At the date of authorization of these financial statements, the IASB has issued the following new and revised Standards and Interpretations which are not yet effective for the relevant reporting period.

(i) IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 and will replace IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 replaces the multiple rules in IAS 39 with a single approach to determine whether a financial asset is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having only two categories: amortized cost and fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. This standard also requires an expected loss impairment method to be used, replacing the incurred loss model.

In October 2010, the IASB added requirements for financial liabilities to IFRS 9. These requirements were largely carried forward from the existing requirements in IAS 39, however, fair value changes due to credit risk for liabilities designated at fair value through profit and loss are to be recorded in other comprehensive income.

In November 2013, the IASB amended IFRS 9 to include a new general hedge accounting model. The amendment also removed the January 1, 2015 effective date.

In July 2014, the IASB issued the final version IFRS 9 that supersedes the requirements of earlier versions of the standard. The new standard will replace both IAS 39 and IFRIC 9 - Reassessment of Embedded Derivatives. The standard will retain the classification and measurements requirements and new hedge accounting model introduced by the previous versions while introducing a single forward-looking expected credit loss impairment model. The final version of this new standard is effective for annual periods beginning on or after January 1, 2018. The Company is still in the process of assessing the impact of this pronouncement.

4. Significant Accounting Policies (continued)

Future accounting policies (continued)

(ii) IFRS 11 - Joint Arrangements ("IFRS 11") was amended in May 2014 to require business combination accounting to be applied to acquisitions of interests in a joint operation that constitute a business. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted. The Company is still in the process of assessing the impact of this pronouncement.

(iii) IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted. The Company is still in the process of assessing the impact of this pronouncement.

Various other accounting pronouncements (such as IFRS 14, IFRS 15, and the various annual improvements) that have no material impact to the Company are not included above. The Company has not early adopted these standards.

5. Financial Risk Management

Financial risk management objectives and policies

The Company is exposed to various financial risks resulting from both its operations and its investments activities. The Company's management, with the Board of Directors oversight, manages financial risks. Where material, these risks will be reviewed and monitored by the Board of Directors. The Company does not enter into financial instrument agreements including derivative financial instruments for speculative purposes.

Financial risks

The Company's main financial risk exposure and its financial risk management policies are as follows:

Credit risk
Credit risk is the risk of loss associated with a counter-party's inability to fulfill its payment obligations. The credit risk is limited to the carrying value amount carried on the consolidated statement of financial position. The Company's assets most susceptible to credit risk is its cash, which is held at a Canadian chartered bank in a non-interest bearing account, government HST recoverable, which is due from the Canadian government, due from related companies, which is described in Note 13 and is expected to be recoverable. As such, the risk of loss on these assets is minimal.

Market and other risk
Market risk is the risk of uncertainty arising primarily from possible commodity market price movements and their impact on the future economic viability of the Company's projects and ability of the Company to raise capital. These market risks are evaluated by monitoring changes in key economic indicators and market information on an on-going basis and adjusting operating and exploration budgets accordingly.

Interest rate risk
The savings accounts are at variable rates. Consequently, the Company is exposed to a fluctuation of the interest rate on the market which could vary the interest income on the savings accounts. The Company does not use financial derivatives to decrease its exposure to interest rate risk.

Liquidity risk
Liquidity risk is the risk the Company will not be able to meet its financial obligations as they fall due. The Company manages its liquidity needs by carefully monitoring cash outflows due in day-to-day business. As at October 31, 2015, the Company had, at its disposal, $60,150 in cash. The Company will require additional working capital to fund its corporate and administrative expenses for the next twelve months and will be seeking additional equity capital to expand investment opportunities. There is no guarantee that market conditions will be conducive to raising such additional equity capital.

Commodity risk
The value of the Company's exploration and evaluation assets are related to the price of gold and other mineral commodities, and the outlook for these mineral commodities. Adverse changes in the price of gold can also significantly impair the economic viability of the Company's projects, along with the ability to obtain future financing.

The carrying values of the Company's financial instruments carried at amortized cost approximate fair values due to their short duration.

(Expressed in Canadian Dollars)

5. Financial Risk Management (continued)

The Company has designated its cash at FVTPL. The government HST recoverable and due from related companies are classified as loans and receivables whereby they are initially recognized at fair value and then subsequently carried at amortized cost. Accounts payables and accrued liabilities, due to related parties and convertible debentures are classified as other financial liabilities whereby they are initially recognized at fair value and then measured at amortized cost.

The carrying values, which approximate fair values, of the Company's financial instruments are as follows:

	As at October 31, 2015	As at July 31, 2015
Financial Assets		
Fair value through profit or loss		
Cash	**$ 60,150**	$ 67,229
Loans and receivables		
Government HST Recoverable	**34,772**	46,398
Due from related companies	**74,922**	66,752
Financial Liabilities		
Other financial liabilities		
Accounts payable and accrued liabilities	**$ 211,120**	$ 199,274
Due to related parties	**103,781**	3,176
Convertible debentures	**16,052**	15,274

6. Capital Management

The Company's objective in managing capital is to ensure continuity as a going-concern and to safeguard its ability to continue its investment activities. The Company manages its capital structure and makes adjustment to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares and acquire or sell its investments to improve its financial performance and flexibility.

The Company defines its capital as its shareholders' equity (deficiency). As at October 31, 2015, the Company's capital resources amounted to $(54,418) (July 31, 2015 - $69,346) in shareholders' (deficiency) equity. To effectively manage the Company's capital requirements, the Company has in place a planning and budgeting process to help determine the funds required to ensure the Company has appropriate liquidity to meet its operating and growth objectives. As needed, the Company raises funds through private placements or other equity financing.

The Company's capital management objectives, policies and processes have remained unchanged during the three months ended October 31, 2015. The Company is not subject to any capital requirements imposed by a lending institution.

(Expressed in Canadian Dollars)

7. Government HST Recoverable

	As at October 31, 2015	As at July 31, 2015
Government HST receivables	**$ 34,772**	$ 46,398

Government HST recoverable is not past due.

8. Intangible Assets

In June 2014, the Company's subsidiary GreenCoinX Inc. (previously known as GreenCoin Inc.) purchased all rights, title and interest to an unfinished cryptocurrency software by the issuance of GreenCoinX common shares with a nominal value of $12,500. No amortization was recorded during in the three months ended October 31, 2015.

9. Exploration and Evaluation Assets

	Riverbank	Etamame	Pigeon River	Forge Lake	Total
Balance, July 31, 2014	**$ 313,250**	**$ 50,551**	**$ 201,501**	**$ 596,941**	**$ 1,162,243**
Exploration expenditures	-	-	-	6,453	6,453
Impairment	(268,455)	(50,551)	(157,880)	(603,394)	(1,080,280)
Balance, July 31, 2015 and October 31, 2015	**$ 44,795**	**$ -**	**$ 43,621**	**$ -**	**$ 88,416**

Riverbank (Leo)

The property is located in Sachigo sub-province, Ontario. The Riverbank property consists of 8 unpatented mining claims. Pursuant to an agreement dated December 17, 2012 between Melkior Resources Inc. ("Melkior") and Zara, whereby Zara can acquire up to 70% undivided interest in the property by incurring certain amount of work expenditures on the property within twenty-four months.

On January 23, 2013, Zara completed the acquisition of 100% of Riverbank claims from Melkior. The consideration was $68,000 payable by the issuance of 22,500 common shares of Zara at a price of $1.00 per share and 45,500 non-voting 5% convertible Series A preferred shares of Zara at a price of $1.00 per share. The preference shares annual yield will be payable in common shares of Zara at the prevailing market price, and are convertible at the discretion of Zara into common shares of Zara at the market price at the time of conversion. Riverbank is also subject to a pre-existing 2% NSR.

9. Exploration and Evaluation Assets (continued)

Riverbank (Leo) (continued)

On August 2, 2013, Zara completed its Purchase Agreement (the “Agreement”) with its subsidiary Leo whereby Leo agreed to purchase from Zara all of Zara’s rights, interests, obligations and benefits of the Riverbank property by way of a Plan of Arrangement for the amount of $358,000.

The Company consolidates both Zara and Leo so the Plan of Arrangement did not affect the consolidated Exploration and Evaluation assets.

Pursuant to the closing of the purchase of the Riverbank property by Leo, one claim was allowed to lapse and accordingly an impairment of exploration and evaluation assets in the amount of $44,750 was recorded in the statement of profit or loss and comprehensive income during the year ended July 31, 2014. During the fiscal year 2015, Leo allowed six out of seven Riverbank claims to lapse. As a result, $268,455 of the carrying value of the Riverbank property was impaired and the amount was recorded in the 2015 statement of loss and comprehensive loss. There was no impairment reported in the three months ended October 31, 2015.

Etamame (Hadley)

Hadley acquired 100% of the Etamame Lake Nickel project, located in Northwestern Ontario consisting of 10 claim blocks totaling 142 claim units that have not previously been drilled. It also acquired a geophysical airborne survey (the “Airborne Survey”) carried out over Etamame.

On April 8, 2014, management determined that they would not renew nine of ten claim blocks and accordingly recognized an impairment in the amount of $288,099 during the year ended July 31, 2014. During fiscal year 2015, management of Hadley determined that they would not renew the remaining Etamame claim block and accordingly recognized an impairment in the amount of $50,551.

Pigeon River (Zara)

On January 7, 2013, Zara acquired 100% of the Pigeon River claims from Pele Mountain Resources (“Pele”) for a purchase price of $700,000. The Pigeon River property is located in the Southern Province of the Precambrian Shield area of northern-western Ontario, and is located near Thunder Bay, Ontario. The property consists of 28 unpatented mining claims.

The purchase price was paid by the issuance of 225,,000 common shares of Zara at a price of $1.00 per share and 475,,000 non-voting 5% convertible Series B preferred shares of Zara at price of $1.00 per share. The preference shares annual yield will be payable in common shares of Zara at the prevailing market price. The property is also subject to a 2% NSR of which 0.5% is granted to Pele and 1.5% is granted to 2212150 Ontario Inc. (operating as Vanex Exploration). The 225,,000 Zara common shares were valued at $225,000 and Series B non-voting convertible 5% preference shares of Zara were valued at $475,000.

During the year ended July 31, 2014, management made the decision to abandon 20 of the Pigeon River claims. As a result, the Company recognized an impairment of the exploration assets of $501,439. During the year ended July 31, 2015, the Company allowed seven out of eight remaining claims to lapse. As a result, the Company recognized an impairment of $157,880 on the exploration and evaluation assets. There was no impairment reported in the three months ended October 31, 2015.

(Expressed in Canadian Dollars)

9. Exploration and Evaluation Assets (continued)

Forge Lake (Zara)

On April 16, 2013, Zara completed the acquisition of 100% of the Forge Lake Gold Project located in Ontario from Hudson River Minerals Ltd ("HRM") for the sum of $583,010. Zara acquired the property by the purchase of all the rights, title and interest to that certain Mineral Exploration Agreement dated November 1, 2011 ('the Licence") between HRM and 3011650 Nova Scotia Ltd. ("Licensor'). The License is subject to an original 5 years with an extension for a further 5 years and the right to convert from a license into a lease with rights to enter commercial production. If the property goes into production, there is a 3.0% royalty, of which the first 1% can be purchased for $1 Million and the second 1% can be re-purchased for $1 Million for each 0.5%. As consideration, Zara issued HRM 571,578 common shares at a price of $1.00 per common share. The consideration is subject to an agreement whereby HRM distributes the shares to its shareholders within 18 months and until such time distribution takes place the shares cannot be sold and voting rights are to be exercised by Danny Wettreich, the CEO of Zara, under a voting rights agreement. On October 17, 2014, Zara cancelled 571,578 common shares based on the Mining Claim Assignment Agreement dated April 16, 2013 between the Company and HRM due to HRM failing to distribute the 571,578 common shares of Zara to HRM shareholders within the required time frame.

In addition, Zara issued 2% of the $583,010 value to the Licensor or $11,432 payable through the issue of 11,4,32 common shares during fiscal 2013 and guarantees three years of license and tax payments to the Licensor. During the year, the carrying value of $603,394 of the Forge Lake property was impaired as the Company do not have the financing to further the project and the amount was recorded in the statement of loss and comprehensive loss for the year ended July 31, 2015.

10. Accounts Payable and Accrued Liabilities

	As at October 31, 2015	As at July 31, 2015
Accounts payable	$ 124,058	$ 155,254
Accrued liabilities	87,063	44,020
	$ 211,121	$ 199,274

The accounts payable and accrued liabilities which arise from the Company's day to day operations have standard vendor terms and are normally settled between one and two months. The accounts payable is broken down between the parent and its three subsidiaries as follows - GreenBank Capital - $46,055 (July 31, 2015 - $49,107), Hadley - $72,331 (July 31, 2015 - $70,297), Zara - $71,525 (July 31, 2015 - $60,694), Leo - $21,210 (July 31, 2015 - $19,176), GreenBank Financial - $nil (July 31, 2015 - $nil).

The following is an aged analysis of the accounts payable and accrued liabilities:

	October 31, 2015	July 31, 2015
Less than one month	$ 61,892	$ 65,219
One to three months	1,808	1,508
Over three months	147,421	132,547
Total accounts payable and accrued liabilities	$ 211,121	$ 199,274

(Expressed in Canadian Dollars)

11. Share Capital

(a) Common share Capital

The Company's authorized share capital includes:

- an unlimited number of common shares without par value; and
- the Company's affiliate, Zara has an unlimited number of $1 Series A, B and C non-voting preferred shares. Each series of preferred shares may be converted into common shares at the option of the company. Each series of preferred shares are convertible into such number of common shares equal to the quotient of the original issue price divided by the current market price on the date of conversion. Each series of preferred shares are subject to cumulative dividends at the rate of 5% per annum, which is payable in common shares of the Company based upon the prevailing market price of the common shares.
- The Company's affiliate, Zara has an unlimited number of $1 Series preferred shares issued
  45,500 non-voting 5% convertible Series A preferred shares
  475,,000 non-voting 5% convertible Series B preferred shares
  83,333 non-voting 5% convertible Series C preferred shares

The 5% annual yield on each series will be payable in common shares of Zara at the prevailing market price, and are convertible at the discretion of Zara into common shares at the market price at the time of conversion.

(i) Common shares

	Number of shares	Amount
Balance July 31, 2014	**9,142,461**	**$ 628,401**
Issued on private placement (note 11(c)(i)(ii))	2,600,000	129,500
Warrants exercised (note 11(c)(iii))	2,000,000	100,000
Valuation of warrants exercised		50,000
Balance July 31, 2015 and October 31, 2015	**13,742,461**	**$ 907,901**

(ii) Convertible preferred shares

	Number of shares	Amount
Balance July 31, 2014 and 2015 and October 31, 2015	**603,833**	**$ 549,500**

As at October 31, 2015 the total amount of dividends accumulated is $81,898. This amount is reported in the consolidated statement of changes in equity. An amount of $51,595 has been paid by issuance of common shares and an amount of $30,303 is included in accounts payable and accrued liabilities. The dividend accrued for the three months ended October 31, 2015 is $7,756.

11. Share Capital (continued)

(b) Share Consolidation

On November 5, 2013, the Company approved a share consolidation of its common shares on the basis of one new common share for five old common shares to be effective November 15, 2013. All outstanding common shares, options and warrants and the amounts reported in these consolidated financial statements have been retroactively restated to reflect the share consolidation.

Zara completed a share consolidation of its common shares on the basis of one (1) new common shares for ten (10) old common shares to be effective October 15, 2015. All common shares and per common share price reported in this financial statements has been retroactively restated to reflect the share consolidation. The outstanding stock options and warrants were adjusted by the consolidation ratio.

(c) Private placement

(i) On October 3, 2014, the Company completed a private placement with a director of the Company for of 2,000,000 units of the Company at a price of $0.05 per Unit, for gross proceeds of $100,000. Each unit consists of one common share in the capital of the Company and one common share purchase warrant. Each common share purchase warrant entitles the holder to acquire one additional common share in the capital of the Company at an exercise price of $0.05 per share until October 3, 2017. A total of $50,000 was allocated to the warrants using the Black-Scholes pricing model based on the following assumptions: share price of $0.04, dividend yield rate of 0%, volatility of 109%, risk free interest rate of 1.15% and an expected life of 3 years

(ii) On June 5, 2015, the Company completed a non-brokered private placement for 600,000 units of the Company at a price of $0.20 per Unit, for gross proceeds of $120,000. Each unit consists of one common share in the capital of the Company and one common share purchase warrant. Each common share purchase warrant entitles the holder to acquire one additional common share in the capital of the Company at an exercise price of $0.20 per share for 24 months after closing date. A total of $40,500 was allocated to the warrants using the Black-Scholes pricing model based on the following assumptions: share price of $0.14, dividend yield rate of 0%, volatility of 109%, risk free interest rate of 0.65% and an expected life of 2 years

(iii) On June 12, 2015, a director of the Company exercised 2,000,000 warrants he owns and purchased 2,000,000 common shares at $0.05 per share for gross proceeds of $100,000.

(Expressed in Canadian Dollars)

11. Share Capital (continued)

(d) Warrants

The changes in warrants during the years ended October 31, 2015 and July 31, 2015 is as follows:

	Number of warrants
Balance, July 31, 2014	**4,978,553**
Issued - October 3, 2014 (note 11(c)(i))	2,000,000
Issued - June 5, 2015 (note 11(c)(ii))	600,000
Exercised (note 11(c)(iii))	(2,000,000)
Expired	(1,866,666)
Balance, July 31, 2015 and October 31, 2015	**3,711,887**

The issued and outstanding warrants balance at October 31, 2015 is comprised as follows:

Expiry date	Issuer	Exercise price	Number of warrants	Fair value
May 24, 2016	Zara	$1.38	9,091	$ 6,000
July 2, 2016	Zara	$1.80	41,288	$ 29,000
August 1, 2016	Zara	$1.80	166,666	$ 58,000
November 6, 2016	Zara	$0.90	294,842	$ 60,500
May 23, 2017	Leo	$0.05	2,500,000	$ 80,000
April 20, 2016	GreenBank	$0.125	100,000	$ 7,000
June 5, 2017	GreenBank	$0.20	600,000	$ 40,500
		$0.25	3,711,887	$ 281,000

(e) Stock options

The Company has a stock option plan in place under which the Board of Directors may grant options to acquire common shares of the Company to qualified directors, officers, employees and other service providers. The stock options vest according to the provisions of the individual option agreements approved by the directors' resolutions and have a maximum life of ten years. The plan allows for the issuance of up to 10% of the number of issued and outstanding common shares of the Company at any time on a non-diluted basis.

(Expressed in Canadian Dollars)

11. Share Capital (continued)

(e) Stock options (continued)

The following table summarizes the activity in stock options over the period.

		Fair Value	Number of stock options	Weighted average exercise price ($)
Balance, July 31, 2014	**$**	**415,300**	**3,705,000**	**0.18**
Granted - Leo[(ii)]		1,400	50,000	0.06
Granted - GreenBank[(i)]		28,080	400,000	0.13
Expired - GreenBank		(18,700)	(250,000)	(0.25)
Cancelled - Leo		(1,965)	(50,000)	(0.10)
Expired - Zara		(47,900)	(80,000)	(1.00)
Expired - Hadley		(21,900)	(400,000)	(0.10)
Balance, July 31, 2015 and October 31, 2015	**$**	**354,315**	**3,375,000**	**0.16**

[(i)] During the year ended July 31, 2015, the Company granted a total of 400,000 stock options. that vested on the grant date. The fair value of $28,080 was recognized as share-based compensation and was estimated using the Black-Scholes pricing model based on the following assumptions: share price of $0.125, dividend yield rate of 0%, forfeiture rate of 0%, volatility of 109%, risk free rate of 0.58%, and an expected life of 2 years.

[(ii)] During the year ended July 31, 2015, Leo granted a total of 50,000 stock options that vested on the grant date. The fair value of $1,400 was recognized as share-based compensation and was estimated using the Black-Scholes pricing model based on the following assumptions: share price of $0.05, exercise price of $0.05, dividend yield rate of 0%, forfeiture rate of 0%, volatility of 109%, risk free rate of 0.49%, and an expected life of 2 years.

(Expressed in Canadian Dollars)

11. Share Capital (continued)

(e) Stock options (continued)

The following table sets out the details of the stock options granted and outstanding as at October 31, 2015:

Expiry date	Exercise price ($)	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options vested (exercisable)	Number of options unvested
December 28, 2017[1]	1.00	2.17	165,000	165,000	-
May 23, 2016[2]	0.05	0.57	200,000	200,000	-
May 23, 2019[2]	0.05	3.57	250,000	250,000	-
December 28, 2017[3]	0.10	2.17	1,650,000	1,650,000	-
May 30, 2018	0.25	2.58	400,000	400,000	-
July 1, 2017[2]	0.05	1.67	50,000	50,000	-
May 30, 2018	0.25	2.58	100,000	100,000	-
May 28, 2016	0.05	0.58	60,000	60,000	-
June 16, 2016	0.05	0.63	100,000	100,000	-
June 1, 2017	0.13	1.59	400,000	400,000	-
	0.16	**2.11**	**3,375,000**	**3,375,000**	**-**

[1] These are options granted by Zara
[2] These are options granted by Leo
[3] These are options granted by Hadley

(f) Contributed surplus

Contributed surplus includes the accumulated fair value of share-based compensation and warrants transferred from share-based payment reserve and warrant reserve upon cancellation or expiry of the stock options and warrants.

A summary of the changes in the Company's contributed surplus is set out below:

Balance, July 31, 2014	**$ 64,300**
Expiration of options	90,465
Expiration of warrants	121,000
Cancellation of convertible debentures	30,000
Balance, July 31, 2015 and October 31, 2015	**$ 305,765**

(g) Basic and diluted loss per share

The calculation of basic and diluted loss per share for the three months ended October 31, 2015 was based on the income (loss) attributable to common shareholders of $(88,511), (three months ended October 31, 2014 – $(33,842)) and the weighted average number of common shares outstanding of 13,742,461 (2014 – 9,295,885). Diluted loss per share did not include the effect of 3,375,000 options (2014 – 5,910,000 options) and 3,711,887 warrants (2014 – 11,585,532) as they are anti-dilutive.

12. Equity Investments

On January 7, 2014, the Company's wholly-owned subsidiary Bitcoin Angel Capital Inc. acquired 20% of the common shares of Sovereign (a private company) and is accounting for the acquisition using the equity method.

The Company has re-evaluated the prospects for Sovereign and has fully impaired its investment.

13. Related Party Transactions and Disclosures

Related party transactions were in the normal course of operations.

At October 31, 2015, the due from related companies in the amount of $74,922 (July 31, 2015 - $66,752) is net amount due from affiliated companies which amounts were made to provide working capital; Winston Resources Inc. of $52,773 (July 31, 2015 - $49,188), and CNRP Mining Inc. of $22,149 (July 31, 2015 - $17,564). Daniel Wettreich, a director and officer of the Company is also a director in these companies.

At October 31, 2015, the due to related parties in the amount of $103,781 (July 31, 2015 – $3,176) is comprised of a payable to Daniel Wettreich, a director in the amount of $60,915 (July 31, 2015 - $3,176) which amounts were made to provide working capital, and due to Sammiri Capital Inc. ("Sammiri"), a private company owned by Daniel Wettreich in the amount of $42,865 (July 31, 2015 - $nil). All of the amounts are interest-free and due on demand.

During the three months ended October 31, 2015, the Company along with its affiliates incurred transfer agent fees of $4,762 (three months ended October 31, 2014 - $nil) to Reliable Stock Transfer Inc., a Company owned by Daniel Wettreich for the provision of share transfer services. The amount is comprised of $1,734 (2014 - $nil) incurred by the Company, $1,624 (2014 - $nil) by Zara, $702 (2014 - $nil) by Leo and $702 (2014 - $nil) by Hadley. As at October 31, 2015, amount owed to Reliable Stock Transfer Inc. is $18,090 (July 31, 2015 - $13,874). This amount is broken down as follows; owed by the Company of $4,351 (July 31, 2015 - $3,557), Zara of $5,355 (July 31, 2015 - $3,520), Leo of $4,189 (July 31, 2015 - $3,396) and Hadley of $4,195 (July 31, 2015 - $3,401). These amounts were included in the accounts payable and accrued liabilities at October 31, 2015.

Key Management Compensation

As at October 31, 2015, the amount of $57,915 (July 31, 2015 - $57,915) being management fees carried forward from prior financial periods was owed to Sammiri and has been included in accounts payables and accrued liabilities.

(Expressed in Canadian Dollars)

14. Convertible Debentures of Subsidiary

(a)On January 7, 2014, the Company's wholly owned subsidiary Bitcoin Angel Capital Inc.("BAC") issued $100,000 Convertible Debentures Series B to acquire 20% of the outstanding shares of Sovereign Exchange International Inc. ("Sovereign"). Each $1 Series B Debenture may be converted into four common shares of Bitcoin at the time Bitcoin lists on the CSE. Unless repaid early or converted to common shares, the obligation will be due and payable by December 31, 2015. The holder has the right to receive a yield prior to conversion, 10% of the net profits after expenses from Bitcoin's sale of shares of Sovereign on a quarterly basis. The Series B Debenture is secured by the shares of Sovereign held by Bitcoin.

The Series B Debenture contains both a liability component and an equity component, being the holder's conversion right, which has been separately presented in the consolidated statement of financial position using the residual method. At issuance, the Company estimated the fair value of the conversion option by deducting the present value of the future cash outflows of the debenture from the face value of the principal of the Series B Debenture. The $70,000 fair value of the liability component was determined by discounting the stream of future payment of principal at the estimated prevailing market rate of 20% for a comparable debt instrument that excluded any conversion privilege by the holder. The Company's intention is to hold the investment in Sovereign Exchange for the long-term. The residual carrying value of the Series B Debenture is required to be accreted to the redemption value of the Series B Debenture to the maturity date of the Series B Debenture based on an effective annual interest rate of 20%. The value of the conversion feature has been accounted for as equity in the amount of $30,000 and the liability portion has been accounted for in the amount of $70,000 at the time of issuance.

The Series B Debentures was surrendered on June 22, 2015 and accordingly the equity component has been transferred to contributed surplus and the liability to statement of loss and comprehensive loss.

(b)On May 11, 2014, the Company's wholly owned subsidiary BAC issued $16,666 Convertible Debentures Series A to settle a liability of the Company. Each $1 Series A Debenture may be converted into four common shares of Bitcoin at the time Bitcoin lists on the CSE. Unless repaid early or converted to common shares, the obligation will be due and payable by December 31, 2015.

The Series A Debenture contains both a liability component and an equity component, being the holder's conversion right, which has been separately presented in the consolidated statement of financial position using the residual method. The Company has allocated the $16,666 face value of the Series A Debenture to the liability and equity components. At issuance, the Company estimated the fair value of the conversion option by deducting the present value of the future cash outflows of the debenture from the face value of the principal of the Series A Debenture. The residual carrying value of the Series A Debenture is required to be accreted to the redemption value of the Series A Debenture to the maturity date of the Series A Debenture based on an effective annual interest rate of 20%. The value of the conversion feature has been accounted for as equity in the amount of $4,666 and the liability portion has been accounted for in the amount of $12,000 at the time of issuance.

The balance at October 31, 2015 is made up as follows:

	Series B	Series A	Total
Balance, July 31, 2014	**$ 78,108**	**$ 12,539**	**$ 90,647**
Interest accretion for the year	15,679	2,735	18,414
Cancellation	(93,787)	-	(93,787)
Balance, July 31, 2015	**$ -**	**$ 15,274**	**$ 15,274**
Interest accretion for the period	-	778	778
Balance, October 31, 2015	**$ -**	**$ 16,052**	**$ 16,052**

(Expressed in Canadian Dollars)

15. Non-Controlling Interests

The Company has a 49.0% interest in Hadley Mining Inc. (“Hadley”), a 31.07% interest in Zara Resources Inc. (“Zara), a 19.96% interest in Leo Resources Inc. (“Leo”) and an 80% interest in GreenCoinX Inc. ("GreenCoinX"). Although Hadley, Zara, Leo and GreenCoinX are not legal subsidiaries of the Company, they have common directors and officers giving GreenBank effective control of Hadley, Zara, Leo and GreenCoinX. Therefore Hadley, Zara, Leo and GreenCoinX are consolidated into these financial statements with non-controlling interest.

	Hadley	Zara	Leo	GreenCoinX	Total
Balance, July 31, 2014	**$ (15,915)**	**$ 259,432**	**$ 108,174**	**$ 12,107**	**$ 363,798**
Share of net loss for the period	(33,833)	(374,093)	(285,007)	(15,085)	(708,018)
Contributions	-	101,922	-	27,500	129,422
Balance, July 31, 2015	**(49,748)**	**(12,739)**	**(176,833)**	**24,522**	**(214,798)**
Share of net loss for the period	(3,620)	(6,068)	(5,645)	(12,164)	(27,497)
Balance, October 31, 2015	**$ (53,368)**	**$ (18,807)**	**$ (182,478)**	**$ 12,358**	**$ (242,295)**

16. Contingency

On November 26, 2014, the Company’s subsidiary Zara became aware of a claim by a law firm for legal expenses. The Company is of the opinion that if a formal claim is made, such a claim would be frivolous and completely without merit and has commenced investigation into the matter. As such, a contingent liability has not been set up on the financial statements as the outcome is not determinable. There has been no further developments and the Company has not received any formal claim.

17. Segmented Information

As at October 31, 2015, the Company has four reportable segments: consulting services, investment banking, software developer and exploration and evaluation of mining interests. No operating segments have been aggregated in arriving at the reportable segments.

The Company's consulting services are carried out by the parent company, GreenBank Capital Inc., investment banking is carried out through GreenBank Financial Inc., a wholly owned subsidiary of the Company. The software developer segment is comprised of its crypto currency development, carried out through GreenCoinX Inc. The exploration and evaluation segment is comprised of its mining interests held through its three subsidiaries, Leo, Zara and Hadley and all properties are held in Canada.

The Company evaluates performance and allocates resources based on profit or loss from operations before income taxes as well as results from exploration.

(Expressed in Canadian Dollars)

17. Segmented Information (continued)

There are no inter-segment transactions.

Information on reportable segments is as follows:

As at October 31, 2015	Consulting Services	Investment Banking	Software Developer	Mining Interest	Total
Segment loss	$ -	$ (1,058)	$ (60,821)	$ (54,129)	$ (116,008)
Segment assets	-	61,361	12,500	202,674	276,535
Segment liabilities	-	(11,089)	-	(319,864)	(330,953)

As at July 31, 2015	Consulting Services	Investment Banking	Software Developer	Mining Interest	Total
Segment loss	$ -	$ (4,769)	$ (161,336)	$ (732,006)	$ (898,111)
Segment assets	-	60,443	12,500	214,127	287,070
Segment liabilities	-	(10,020)	-	(207,704)	(217,724)

18. Proposed Transaction

On February 6, 2015, the Company's subsidiary, Hadley announced that it has signed a Letter of Intent and proposes to enter into a definitive binding agreement (the “Acquisition Agreement”) to acquire 100% of the issued and outstanding share capital of Vargo Holdings Ltd (“Vargo”) payable by the issuance of 92,500,000 new Hadley shares at a deemed price of CAD$0.28 per share. Vargo is a Cyprus based private company, which is 100% owned by Acazis AG (“Acazis”) a German based African investment company whose CEO is Patrick Bigger. Vargo owns 90% of Gondar Agro Forestry Corporation ("Gondar”), which owns the Guna State Forest Concession (“Concession”).

On November 22, 2015, the Company announced that it has completed its due diligence and has decided not to proceed with the acquisition and its related transactions.