GREENBANK CAPITAL INC.

Consolidated Financial Statements

Years Ended July 31, 2016 and 2015

(Expressed in Canadian Dollars)

Abraham Chan LLP
Chartered Professional Accountants

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Independent Auditor's Report

To the Shareholders of
GreenBank Capital Inc.

We have audited the accompanying consolidated financial statements of GreenBank Capital Inc. which comprise the consolidated statements of financial position as at July 31, 2016, July 31, 2015 and August 1, 2014 and the consolidated statements of loss and comprehensive loss, cash flows and changes in equity for the years then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion
In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of GreenBank Capital Inc., as at July 31, 2016, July 31, 2015 and August 1, 2014 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter
Without qualifying our opinion, we draw attention to note 2 in the consolidated financial statements which describes that the Company will require additional financing in order to fund its planned activities. This condition, along with other matters set out in note 2, indicates the existence of material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern.

"Abraham Chan LLP"

Toronto, Canada
November 25, 2016

Abraham Chan LLP
Chartered Professional Accountants
Licensed Public Accountants

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

	As at July 31, 2016	As at July 31, 2015 (Restated note 6)	As at August 1, 2014 (Restated note 6)
ASSETS			
Current assets			
Cash	**$ 71,157**	$ 65,391	$ 64,666
Government HST recoverable	**23,107**	25,979	18,081
Prepaid expenses	**5,777**	5,775	1,678
Due from related companies (note 17)	**3,503**	81,685	-
Total current assets	**103,544**	178,830	84,425
Non-current assets			
Intangible asset (note 11)	**12,500**	12,500	12,500
Exploration and evaluation assets (note 13)	**-**	9,000	50,551
Investments (note 16)	**-**	52,360	134,600
Total non-current assets	**12,500**	73,860	197,651
Total assets	**$ 116,044**	$ 252,690	$ 282,076
LIABILITIES AND EQUITY			
Current liabilities			
Accounts payable and accrued liabilities (note 14)	**$ 47,175**	$ 119,406	$ 107,985
Due to related parties (note 17)	**6,537**	-	89,415
Convertible debentures of subsidiary (note 18)	**16,666**	-	**-**
Total current liabilities	**70,378**	119,406	197,400
Non-current liabilities			
Convertible debentures of subsidiary (note 18)	**-**	15,274	90,647
Total liabilities	**70,378**	134,680	288,047
Equity			
Equity portion of Convertible Debentures (note 18)	**-**	4,666	34,666
Common share capital (note 15(a)(i))	**917,053**	907,901	628,401
Reserve for share-based payments (note 15(e))	**215,816**	210,480	223,000
Reserve for warrants (note 15(d))	**234,348**	47,500	7,000
Contributed surplus (note 15(f))	**90,266**	113,000	42,400
Deficit	**(1,414,885)**	(1,140,312)	(937,633)
Total shareholders' equity attributed to owners	**42,598**	143,235	(2,166)
Non-controlling interest (note 19)	**3,068**	(25,225)	(3,805)
Total shareholders' equity	**45,666**	118,010	(5,971)
Total liabilities and shareholders' equity	**$ 116,044**	$ 252,690	$ 282,076

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

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 consolidated financial statements are an integral part of these statements.

GreenBank Capital Inc.
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

Years Ended July 31,		2016		2015 (Restated note 6)
Revenue				
Consulting fees income	$	-	$	54,652
		-		54,652
Operating Expenses				
Bank charges and interest		2,352		-
Transfer agent fees		34,788		12,699
Management fees (note 17)		600		-
Listing and filing fees		17,809		13,636
Shareholder information		6,499		10,972
Investor relations and market research		18,000		-
Professional fees		42,962		55,769
Consulting expenses		154,250		228,000
Office and general		63,348		55,394
Share-based compensation (note 15(f))		141,736		28,080
Impairment of exploration and evaluation assets (note 13)		-		50,551
Interest accretion (note 18)		1,392		18,414
		483,736		473,515
Loss before other items		(483,736)		(418,863)
Cancellation of convertible debentures (note 18)		-		93,787
Gain on sale of investments		-		125,839
Gain on dilution of Hadley (note 8)		184,504		-
Gain on disposition of investment in Zara (note 12)		134,600		-
(Loss) on disposition of investment in Leo (note 12)		(48,239)		-
Unrealized gain (loss) on held-for-trading investments		-		(52,360)
Net loss and comprehensive loss for the year	$	(212,871)	$	(251,597)
Net loss for the period attributed to:				
Equity holders of GreenBank Capital Inc.		(191,417)		(202,679)
Non-controlling interest		(21,454)		(48,918)
	$	(212,871)	$	(251,597)
Loss per share attributed to equity holders of GreenBank Capital Inc. - basic and diluted	$	(0.01)	$	(0.02)
Weighted average number of common shares outstanding - basic and diluted		13,968,213		11,146,844

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

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

Year Ended July 31,	2016	2015 (Restated note 6)
Operating activities		
Net loss for the year	**$ (212,871)**	$ (251,597)
Non-cash adjustments for:		
Gain on disposition of investment in Zara (note 12)	**(134,600)**	-
Gain on dilution of Hadley (note 8)	**(184,504)**	-
Loss on disposition of investment in Leo (note 12)	**48,239**	-
Impairment of exploration and evaluation assets	**-**	50,551
Share-based compensation	**141,736**	28,080
Interest accretion	**1,392**	18,414
Gain on sale of investment	**-**	(125,839)
Unrealized loss on held-for-trading investments	**-**	52,360
Cancellation of convertible debentures	**-**	(93,787)
	(340,608)	(321,818)
Net changes in non-cash working capital:		
Government HST recoverable	**655**	(7,898)
Prepaid expenses	**-**	(4,097)
Accounts payable and accrued liabilities	**7,230**	11,421
Net cash used in operating activities	**(332,723)**	(322,392)
Investing activities		
Exploration and evaluation expenses	**-**	(9,000)
Purchase of investment	**(2,455)**	-
Proceeds on sale of investment	**-**	183,217
Cash loss upon dilution of Hadley	**(1,029)**	-
Net cash provided by (used in) investing activities	**(3,484)**	174,217
Financing activities		
Due from related companies	**132,436**	-
Exercise of warrants	**-**	100,000
Issuance of common shares	**203,000**	220,000
Due to related parties	**6,537**	(171,100)
Net cash provided by financing activities	**341,973**	148,900
Net change in cash	**5,766**	725
Cash, beginning of year	**65,391**	64,666
Cash, end of year	**$ 71,157**	$ 65,391

The notes to the 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, August 1, 2014, as previously reported	**$ 628,401**	**$ 361,500**	**$ 415,300**	**$ 64,300**	**$ 549,500**	**$ 34,666**	**$ (1,854,767)**	**$ 363,798**	**$ 562,698**
Prior year adjustment (note 6)	-	(354,500)	(192,300)	(21,900)	(549,500)	-	917,134	(367,605)	(568,671)
Balance, August 1, 2014 (Restated)	**$ 628,401**	**$ 7,000**	**$ 223,000**	**$ 42,400**	**$ -**	**$ 34,666**	**$ (937,633)**	**$ (3,807)**	**$ (5,973)**
Provided by non-controlling interests	-	-	-	-	-	-	-	27,500	27,500
Share-based compensation (note 15(f))	-	-	28,080	-	-	-	-	-	28,080
Issued on private placement (note 15(c)(i))	129,500	90,500	-	-	-	-	-	-	220,000
Warrants exercised (note 15)	150,000	(50,000)	-	-	-	-	-	-	100,000
Expired options	-	-	(40,600)	40,600	-	-	-	-	-
Cancellation of convertible debenture	-	-	-	30,000	-	(30,000)	-	-	-
Net loss for the year	-	-	-	-	-	-	(202,679)	(48,918)	(251,597)
Balance, July 31, 2015 (Restated)	**$ 907,901**	**$ 47,500**	**$ 210,480**	**$ 113,000**	**$ -**	**$ 4,666**	**$ (1,140,312)**	**$ (25,225)**	**$ 118,010**
Issued on private placement (note 15(c)(iv)(v))	203,000	-	-	-	-	-	-	-	203,000
Valuation of warrants (note 15(c)(iv)(v))	(193,848)	193,848	-	-	-	-	-	-	-
Share-based compensation	-	-	141,736	-	-	-	-	-	141,736
Expiration of options	-	-	(9,400)	9,400	-	-	-	-	-
Equity portion of convertible debenture transferred to contributed surplus	-	-	-	4,666	-	(4,666)	-	-	-
Expiration of warrants	-	(7,000)	-	7,000	-	-	-	-	-
Dilution of interest in subsidiaries	-	-	(127,000)	(43,800)	-	-	180,520	49,747	59,467
Dividends (notes 8 and 12)	-	-	-	-	-	-	(263,676)	-	(263,676)
Net loss for the year	-	-	-	-	-	-	(191,417)	(21,454)	(212,871)
Balance, July 31, 2016	**$ 917,053**	**$ 234,348**	**$ 215,816**	**$ 90,266**	**$ -**	**$ -**	**$ (1,414,885)**	**$ 3,068**	**$ 45,666**

The notes to the 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 4168 Finch Avenue East, Suite 308, Toronto, Ontario M1S 5H6, Canada.

Prior to the distribution of all of the Company's shareholding interests in Hadley Mining Inc. ("Hadley") as share dividends to the Company's shareholders in January 2016, the Company had 49% interest in Hadley. Although Hadley was not a legal subsidiary of the Company, it has common directors and officers giving GreenBank effective control of Hadley. Therefore International Financial Reporting Standards (“IFRS”) required that profit and loss result of Hadley be consolidated into these financial statements up to the date of the loss of control. Also in January 2016, the Company distributed as a dividend to the Company's shareholders all its shareholding interests in Zara Resources Inc. and Leo Resources Inc., and no longer has any interest in these companies.

On June 2, 2014 the Company incorporated a 100% subsidiary GreenBank Financial Inc (“Financial”) which received approval from the Ontario Securities Commission ("OSC") 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. Subsequent to year end management has requested OSC to suspend the license.

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 GreenCoinX Inc., which has since been increased to 80%. All aspects of the GreenCoinX software are now completed, and the GreenCoinX ecosystem comprises a cryptocurrency featuring "Know Your Customer" identification of all users, and a blockchain that is based on identification.

2. Going Concern Assumption

These 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 and investment banking, which has yet to generate significant income or cash flows from its operation. The Company continues to incur operating losses, which casts significant doubt about the Company's ability to continue as a going concern. The Company's continued existence is dependent upon its success in marketing and promoting its cryptocurrency software to attract investors and obtain profits from its investment banking operation.

There is no assurance that the Company will be able to obtain external financing necessary to 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. 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 terminate its operations.

As at July 31, 2016, the Company had yet to generate significant revenues from operations and had a deficit of $1,414,885 (July 31, 2015 - $1,140,312). 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 policies applied in these consolidated financial statements are based on IFRS and their interpretations adopted by the International Accounting Standards Board ("IASB") issued and outstanding as of November 25, 2016, the date the board of directors approved the 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

These financial statements have been prepared by management in accordance with IFRS and IFRIC. Outlined below are those policies considered particularly significant:

Principles of consolidation
These consolidated financial statements include the accounts of the Company, 100% owned Bitcoin Angel Capital Inc., 100% owned Canada Marijuana Agricorp Inc., and 100% owned Bitcoin Canada Investments Inc., all were inactive during the year, and 80% owned GreenCoinX Inc., and 100% owned GreenBank Financial Inc. The consolidated financial statements also includes the Company's 49.0% owned Hadley until the date the Company lost control, Hadley shareholding is less than 50%, but the Company still maintains the practical ability to direct the relevant activities of the company as GreenBank has common directors and officers with Hadley (de facto control over the company). The financial statements of GreenCoinX and Hadley are consolidated into the GreenBank financial statements with non-controlling interest. On consolidation, all intercompany transactions, balances, income and expenses are eliminated.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company losses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Investments in associates
An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

An Investment in associates is accounted for using the equity method from the date on which the investee becomes an associate.

Dividends
Dividends on ordinary shares are recognised as a liability and deducted from equity when they are approved by the Company's Board of Directors ("BOD"). Dividends for the year that are approved after the reporting date are disclosed as an event after the reporting date. Dividend payable is recognized when the dividend is appropriately authorized by the BOD and is no longer at management's discretion. The Company measures a liability to distribute non-cash assets as a dividend to the shareholders at the fair value of the assets to be distributed. In case the Company offers an option of receiving either a non-cash asset or a cash and cash equivalent, the Company estimates the dividend payable by considering probability weighted fair value of each option. The Company reviews and adjusts the carrying amount of the dividend payable at each reporting date and the date of settlement, with any change in the carrying amount recognised in equity.

4. Significant Accounting Policies (continued)

Consulting Revenue
Income from consulting revenue is recognized after the service has been performed and the amount of revenue can be measured reliably.

Related Party Disclosures
Parties are considered to be related if one party has the ability to directly or indirectly control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be Individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Related party transactions are in the normal course of business and have commercial substance and are measured at the fair value.

Income taxes
Income tax expense consisting of current and deferred tax expense is recognized in the statement of loss and comprehensive loss. 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 regard to previous years.

Deferred income taxes are provided using the liability method on temporary differences at the date of the statement of financial position between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

- Deferred income tax liabilities are recognized for all taxable temporary differences, except where the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- Taxable temporary differences associated with investments in associates and interests in joint ventures, where the timing in the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date of the statement of financial position and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each reporting date of the statement of financial position and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is expected to be realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the date of the statement of financial position. Deferred income taxes relating to items recognized directly in equity are recognized in equity and not in the statement of comprehensive income.

Deferred income tax assets and deferred income tax liabilities are offset if, and only if, a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority which intend to either settle current tax liabilities and assets on a net basis, or to realize the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax assets or liabilities are expected to be settled or recovered.

4. Significant Accounting Policies (continued)

Impairment of non-financial assets
At each date of the statement of financial position, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is an indication that these assets suffer any impairment in value, except for E&E which is first assessed against the indicators of IFRS 6. If any such IFRS 6 indication exists, the recoverable amount of the asset (or CGU) is estimated in order to determine the extent, if any, of the impairment loss.

If the recoverable amount of an asset is estimated to be less than its carrying amount, its carrying amount is reduced to its recoverable amount with a corresponding impairment loss recognized in the statement of comprehensive income in the period of impairment.

If an impairment loss reverses in a subsequent period then the carrying amount of the asset is increased to its revised value to the extent that the increased carrying amount does not exceed its original carrying amount as would be determined under IFRS 6.

Exploration and evaluations assets ("E&E")
E&E assets consist of exploration and mining concessions, options and contracts. Acquisition costs, lease costs and exploration costs are capitalized and deferred until such time as the asset is moved to a mining asset (if meets the economic and feasible stage) or the properties are disposed of either through sale, abandonment or impairment.

E&E costs consist of such items as:

- Acquisition of exploration properties;
- Gathering exploration data through topographical and geological studies;
- Exploratory drilling, trenching and sampling;
- Determining the volume and grade of the resource;
- Test work on geology, metallurgy, mining, geotechnical and environmental; and
- Conducting engineering, marketing and financial studies.

E&E shall be assessed for impairment when one or more of the following facts and circumstances indicate that a specific CGU should be tested for impairment:

- The period for which the entity has the right to explore in the specific area has expired during the financial statement period or will expire in the near future and is not expected to be renewed.
- Substantive expenditures on further exploration for, and evaluation of, mineral resources in the specific area is neither budgeted nor planned.
- Exploration for and evaluation of mineral resources in the specific area has not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area.
- Sufficient data exists to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or sale.

The Company estimates the recoverable amount of each CGU, on the basis of areas of interest. Management groups mineral claims that are contiguous and specific to an area that encompasses the same prospective minerals, into one area of interest and assigns a name to this mineral property.

Recoverable amount is the higher of fair value less disposal costs and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as 'mines under construction'. E&E are also tested for impairment before the assets are transferred to development properties.

4. Significant Accounting Policies (continued)

Functional currency
The Company's presentation and functional currency is the Canadian dollar.

Equity Settled Transactions
The costs of equity-settled transactions with employees are measured by reference to the fair value at the date on which they are granted.

The costs of equity-settled transactions are recognized, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled and vested, ending on the date on which the relevant employees become fully entitled to the award ("the vesting period or date"). The cumulative expense is recognized for equity-settled transactions at each reporting date until the vesting date reflects the Company's best estimate of the number of equity instruments that will ultimately vest. The profit or loss charge for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and the corresponding amount is represented in share based compensation reserve.

When the share-based payment arrangement has been cancelled or the terms have expired the fair value assigned to the share-based payment arrangement is transferred to contributed surplus.

Share Capital
Financial instruments issued by the Company are treated as equity only to the extent that they do not meet the definition of a financial liability. The Company's common shares are classified as equity instruments. Incremental costs directly attributable to the issue of new shares are recognized in equity as a reduction from the gross proceeds received from the issued shares.

Financial instruments

Fair value through profit or loss (FVTPL)
Financial assets that are held with the intention of generating profits in the near term are classified as held for trading within FVTPL. In addition, any other financial assets can be designated by the Company upon initial recognition as held for trading. These instruments are subsequently re-measured at fair value with the change in the fair value recognized as gain or loss in the statement of loss and comprehensive loss during the period.

Available-for-sale financial assets
Available-for-sale financial assets are non-derivative financial assets that are either designated as such by management or not classified in any of the other categories. Available-for-sale financial assets are measured at fair value with changes recognized in other comprehensive income. Upon sale or impairment, the accumulated fair value adjustments recognized in other comprehensive income are recorded in the statements of loss and comprehensive loss.

Loans and receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate method ("EIR"), less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the statement of loss and comprehensive loss. The losses arising from impairment are recognized in the statement of loss and comprehensive loss. The Company has classified government HST recoverable and due from related companies as loans and receivable.

4. Significant Accounting Policies (continued)

Financial instruments (continued)

Other financial liabilities
Other financial liabilities are recognized initially at fair value net of any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost. The effective interest rate (or amortized cost method) is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability or (where appropriate) to the net carrying amount on initial recognition. Other financial liabilities are de-recognized when the obligations are discharged, cancelled or expired.

Financial instruments recorded at fair value
Financial instruments recorded at fair value on the statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1: Valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2: Valuation techniques based on 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: Valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The company’s cash is considered level 1 and its investments is considered Level 2 in the hierarchy.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each period end. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Objective evidence of impairment could include the following:

- Significant financial difficulty of the issuer or counterparty;
- Default or delinquency in interest or principal payments; or
- It has become probable that the borrower will enter bankruptcy or financial reorganization.

For financial assets carried at amortized cost, the amount of the impairment is the difference between the asset’s carrying amount and the present value of the estimated future cash flows, discounted at the financial asset’s original effective interest rate.

Loss Per Share

Loss per share is calculated based on the weighted average number of common shares issued and outstanding during the period. In the years when the Company reports a net loss, the effect of potential issuances of common shares are anti-dilutive, therefore, basic and fully diluted loss per common share is the same. The diluted loss per share reflects the potential dilution of common share equivalents, such as the conversion of outstanding stock options and share purchase warrants, in the weighted average number of common shares outstanding during the year, if dilutive. The treasury stock method is used for the assumed proceeds upon exercise of the options and warrants.

4. Significant Accounting Policies (continued)

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.

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.

(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, IFRS 16, 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. Critical Accounting Estimates and Judgments

The preparation of these financial statements in accordance with IFRS requires management to make judgments and estimates and form assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. On an ongoing basis, management evaluates its judgments and estimates in relation to assets, liabilities, revenue and expenses.

Management uses historical experience and various other factors it believes to be reasonable under the given circumstances as the basis for its judgments and estimates. Actual outcomes may differ from these estimates.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income/loss in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Critical judgments in applying accounting policies
Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year are discussed below:

(a) Income taxes
Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities and contingencies for anticipated tax audit issues based on the Company’s current understanding of the tax law. For matters where it is probable that an adjustment will be made, the Company records its best estimate of the tax liability including the related interest and penalties in the current tax provision. Management believes they have adequately provided for the probable outcome of these matters; however, the final outcome may result in a materially different outcome than the amount included in the tax liabilities.

In addition, the Company recognizes deferred tax assets relating to tax losses carried forward to the extent that it is probable that taxable profit will be available against which a deductible temporary difference can be utilized. This is deemed to be the case when there are sufficient taxable temporary differences relating to the same taxation authority and the same taxable entity which are expected to reverse in the same year as the expected reversal of the deductible temporary difference, or in years into which a tax loss arising from the deferred tax asset can be carried back or forward. However, utilization of the tax losses also depends on the ability of the taxable entity to satisfy certain tests at the time the losses are recouped.

(b) Going concern risk assessment
The Company’s ability to continue its operations and to realize assets at their carrying values is dependent upon its ability to fund its major development projects when they come due. The Company may be able to generate working capital to fund its operations by raising additional capital through equity markets. However, there is no assurance it will be able to raise funds in the future. These financial statements do not give effect to any adjustments required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying financial statements.

Key sources of estimation uncertainty
The following are key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in material adjustments to the financial statements.

(Expressed in Canadian Dollars)

5. Critical Accounting Estimates and Judgments (continued)

(a) Share based compensation
The Company records all share-based compensation using the fair value method. The Company uses the Black-Scholes option pricing model to determine the fair value of share-based compensation. This estimate also requires determining the most appropriate inputs to the valuation model. The main factor affecting the estimates of the fair value of stock options is the stock price, expected volatility used and the expected duration of the instrument. The Company currently estimates the expected volatility of its common shares based on comparable information derived from the trading history of guideline public companies which are in a similar situation to the Company taking into consideration the expected life of the options.

6. Restatement of Comparative Numbers

In its July 31, 2015 financial statements GreenBank consolidated the financial results of Leo Resources Inc ('Leo') and Zara Resources Inc ('Zara'). GreenBank has since determined that, in accordance with IFRS 10 Consolidated Financial Statements, it does not control either Leo or Zara and will therefore deconsolidate and restate its July 31, 2015 financial statements to account for these entities using the equity method for Zara and the cost basis for Leo.

The following table summarizes the impact of the restatement adjustments on the Company's previously reported consolidated statement of financial positions as at July 31, 2015.

	As previously reported	Corrections	As restated
Current assets	$ 186,154	$ (7,324)	$ 178,830
Non-current assets	100,916	(27,056)	73,860
Total assets	287,070	(34,380)	252,690
Current liabilities	(202,450)	83,044	(119,406)
Non-current liabilities	(15,274)	-	(15,274)
Total liabilities	(217,724)	83,044	(134,680)
Equity			
Equity portion of convertible debentures	(4,666)	-	(4,666)
Convertible preferred shares of Zara Resources Inc.	(549,500)	549,500	-
Common share capital	(907,901)	-	(907,901)
Reserve for share-based payments	(354,315)	143,835	(210,480)
Reserve for warrants	(281,000)	233,500	(47,500)
Contributed surplus	(305,765)	192,765	(113,000)
Deficit	2,119,003	(978,691)	1,140,312
Non-controlling interest	214,798	(189,573)	25,225

(Expressed in Canadian Dollars)

6. Restatement of Comparative Numbers (continued)

The following table summarizes the impact of the restatement adjustments on the Company's previously reported consolidated statement of financial positions as at August 1, 2014.

	As previously reported	Corrections	As restated
Current assets	$ 133,038	$ (48,613)	$ 84,425
Non-current assets	1,174,743	(977,092)	197,651
Total assets	1,307,781	(1,025,705)	282,076
Current liabilities	(654,436)	459,292	(195,144)
Equity			
Equity portion of Convertible Debentures	(34,666)	-	(34,666)
Common share	(628,401)	-	(628,401)
Convertible preferred shares	(549,500)	549,500	-
Reserves for share-based payments	(415,300)	192,300	(223,000)
Reserve for warrants	(361,500)	354,500	(7,000)
Contributed surplus	(64,300)	21,900	(42,400)
Deficit	1,854,767	(919,390)	935,377
Non-controlling interest	(363,798)	367,603	3,805

The following table summarizes the impact of the restatement adjustments on the Company's previously reported consolidated statement of loss and comprehensive loss for the year ended July 31, 2015.

	As previously reported	Corrections	As restated
Operating expenses	$ 1,626,327	$ (1,152,776)	$ 473,551
Other items	(673,564)	506,298	(167,266)
Net loss and comprehensive loss for the year	898,111	(646,514)	251,597
Equity holders of GreenBank Capital Inc.	190,094	12,585	202,679
Non-Controlling interest	708,017	(659,099)	48,918
Basic and diluted net loss per share attributed to equity holders of GreenBank Capital Inc.	$ (0.02)	$ -	$ (0.02)

The following table summarizes the impact of the restatement adjustments on the Company's previously reported consolidated statement of cash flows for the year ended July 31, 2015.

	As previously reported	Corrections	As restated
Net cash used in operating activities	$ (315,773)	$ (6,619)	$ (322,392)
Net cash provided by investing activities	642	173,575	174,217
Net cash provided by financing activities	315,647	(166,747)	148,900

7. 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 17 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.

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 July 31, 2016, the Company had, at its disposal, $71,157 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.

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

The Company has designated its cash and investments 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.

(Expressed in Canadian Dollars)

7. Financial Risk Management (continued)

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

	As at July 31, 2016	As at July 31, 2015	As at August 1, 2014
Financial Assets			
Fair value through profit or loss			
Cash*	**$ 71,157**	$ 65,391	$ 64,666
Investments*	-	52,360	134,600
Loans and receivables			
Government HST Recoverable	**23,107**	25,979	18,081
Due from related companies	**3,503**	81,685	-
Financial Liabilities			
Other financial liabilities			
Accounts payable and accrued liabilities	**$ 47,175**	$ 119,406	$ 107,985
Due to related parties	**6,537**	-	89,415
Convertible debentures	**16,666**	15,274	90,647

* The company's cash is considered Level 1 and its investments is considered Level 2 in the fair value hierarchy.

8. Dilution of Subsidiary

On January 18, 2016, the Company announced that it is declaring special dividends of all its shareholdings in Hadley on a pro rata basis of 0.8914 shares of Hadley for each one share of GreenBank. The record date for the dividends is January 29, 2016 and shares will be rounded to the nearest whole share. Subsequent to the record date the Company will have no interest in Hadley. The fair value of share dividend is $122,500.

As a result of distribution, all assets and liabilities of Hadley were de-consolidated and the difference is reallocated to the statement of loss. The fair value of share dividends distributed is based on the market price of Hadley's shares at the date those dividends were declared.

	Hadley
Proceeds	
Fair value of shares retained	**$ 122,500**
Non-controlling interest	**(59,540)**
	62,960
Net assets of Hadley	**121,540**
Gain on deconsolidation of Hadley	**$ 184,500**

(Expressed in Canadian Dollars)

9. 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 July 31, 2016, the Company's capital resources amounted to $45,666 (July 31, 2015 - $118,010) in shareholders' 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 year ended July 31, 2016. The Company is not subject to any capital requirements imposed by a lending institution.

10. Government HST Recoverable

	As at July 31, 2016	As at July 31, 2015	As at August 1, 2014
Government HST receivables	**$ 23,107**	$ 25,979	$ 18,081

Government HST recoverable is not past due.

11. 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. The software was completed in April 2016, and all expenses and costs related thereto have been expensed in the Company's and GreenCoinX Inc.'s financial statements. No amortization with respect to the original purchase cost was recorded during in the year ended July 31, 2016.

The Company, through its subsidiary GreenCoinX Inc. owns 60,000,000 GreenCoinX (cryptocurrency symbol XGC). The financial statements of the Company show the value of the XGC portfolio as $nil as a result of not having an acceptable method for valuation of the cryptocurrency, however the directors of the Company note that the market value of the XGC portfolio is significantly higher. The most recent market price of each XGC as traded on the SiiCrypto online cryptocurrency exchange is US$1.15 or approximately CAD$1.50.

(Expressed in Canadian Dollars)

12. Gain (Loss) on Disposition of Investments

On January 18, 2016, the Company announced that it is declaring special dividends of all its shareholdings in Leo and Zara on a pro rata basis:

0.0979 shares of Zara for each one share of GreenBank
0.0957 shares of Leo for each one share of GreenBank

The record date for the dividends is January 29, 2016 and shares will be rounded to the nearest whole share. Subsequent to the record date the Company will have no interest in Leo and Zara. The fair value of share dividends is $134,600 and $6,576 for Zara and Leo respectively. The total gain (loss) from the dividend distribution is determined as follows:

	Leo	Zara
Fair value of share dividends distributed	$ 6,576	$ 134,600
Carrying value of shares distributed	54,815	-
Gain (loss) on dividend distribution	**$ (48,239)**	**$ 134,600**

The fair value of share dividends distributed is based on the market price of Zara and Leo's shares at the date those dividends were declared.

13. Exploration and Evaluation Assets

	Pigeon River	Etamame	Total
Balance, August 1, 2014	**$ -**	**$ 50,551**	**$ 50,551**
Property acquisition costs	9,000	-	9,000
Impairment	-	(50,551)	(50,551)
Balance, July 31, 2015	**$ 9,000**	**$ -**	**$ 9,000**
Dilution of subsidiaries	(9,000)	-	(9,000)
Balance, July 31, 2016	**$ -**	**$ -**	**$ -**

Pigeon River (Hadley)

On April 10, 2015, Hadley purchased a 25%interest in the Pigeon River mining claim from Zara for the sum of $9,000. The Pigeon River mining claim is located in the Pigeon River area of Northwest Ontario.

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.

(Expressed in Canadian Dollars)

14. Accounts Payable and Accrued Liabilities

	As at July 31, 2016	As at July 31, 2015	As at August 1, 2014
Accounts payable	**$ 38,035**	$ 91,386	$ 82,985
Accrued liabilities	**9,140**	28,020	25,000
	$ 47,175	$ 119,406	$ 107,985

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 present and former subsidiaries as follows - GreenBank Capital - $40,447 (July 31, 2015 - $49,109), Hadley - $nil (July 31, 2015 - $70,297), GreenCoinX Inc. - $1,178 (July 31, 2015 - $nil), GreenBank Financial - $5,550 (July 31, 2015 - $nil).

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

	July 31, 2016	July 31, 2015	August 1, 2014
Less than one month	**$ 8,390**	$ 65,219	$ 47,620
One to three months	**8,855**	1,508	2,260
Over three months	**29,930**	52,679	58,105
Total accounts payable and accrued liabilities	**$ 47,175**	$ 119,406	$ 107,985

15. Share Capital

(a) Common Share Capital

The Company's authorized share capital includes:

- an unlimited number of common shares without par value

Common shares

	Number of shares	**Amount**
Balance July 31, 2014	**9,142,461**	**$ 628,401**
Issued on private placement (note 15(c)(i)(ii))	2,600,000	129,500
Warrants exercised (note 15(c)(iii))	2,000,000	100,000
Valuation of warrants exercised		50,000
Balance July 31, 2015	**13,742,461**	**$ 907,901**
Issued on private placement (note 15(c)(iv)(v))	760,000	203,000
Valuation of warrants (note 15(c)(iv))	-	(193,848)
Balance July 31, 2016	**14,502,461**	**$ 917,053**

15. 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.

(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.

(iv) On April 4, 2016, the Company completed a private placement in which the CEO and a director of the Company subscribed for 500,000 units at a price of $0.25 per unit, for gross proceeds of $125,000. 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 $0.25 per share for 36 months after closing date. A total of $125,000 was allocated to the warrants using the Black-Scholes pricing model based on the following assumptions: share price of $0.25, dividend yield rate of 0%, volatility of 404%, risk free interest rate of 0.55% and an expected life of 3 years

(v) On May 2, 2016, the Company completed a private placement in which the CEO and a director of the Company subscribed for 260,000 units at a price of $0.30 per unit, for gross proceeds of $78,000. 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 $0.30 per share for 36 months after closing date. A total of $68,848 was allocated to the warrants using the Black-Scholes pricing model based on the following assumptions: share price of $0.27, dividend yield rate of 0%, volatility of 399%, risk free interest rate of 0.72% and an expected life of 3 years

(Expressed in Canadian Dollars)

15. Share Capital (continued)

(d) Warrants

The changes in warrants during the year ended July 31, 2016 and 2015 is as follows:

	Number of warrants
Balance, July 31, 2014	**100,000**
Issued -October 3, 2014 (note 15(c)(i))	2,000,000
Issued - June 5, 2015 (note 15(c)(ii))	600,000
Exercised (note 15(c)(iii))	(2,000,000)
Balance, July 31, 2015	**700,000**
Issued - April 4, 2016 (note 15(c)(iv))	500,000
Issued - May 2, 2016 (note 15(c)(v))	260,000
Expired	(100,000)
Balance, July 31, 2016	**1,360,000**

The issued and outstanding warrants balance at July 31, 2016 is comprised as follows:

Expiry date	Exercise price	Number of warrants	Fair value
June 5, 2017	$0.20	600,000	$ 40,500
April 4, 2019	$0.25	500,000	$ 125,000
May 2, 2019	$0.30	260,000	$ 68,848
	$0.24	1,360,000	$ 234,348

(Expressed in Canadian Dollars)

15. Share Capital (continued)

(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.

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

		Fair Value	Number of stock options	Weighted average exercise price ($)
Balance, July 31, 2014	**$**	**223,000**	**2,960,000**	**0.18**
Granted - GreenBank(i)		28,080	400,000	0.13
Expired - GreenBank		(18,700)	(250,000)	(0.25)
Expired - Hadley		(21,900)	(400,000)	(0.10)
Balance, July 31, 2015	**$**	**210,480**	**2,710,000**	**0.16**
Dilution of Hadley		(127,000)	(1,650,000)	0.10
Grant(ii)(iii)		141,736	460,000	0.23
Expiration of options		(9,400)	(160,000)	0.05
Balance, July 31, 2016	**$**	**215,816**	**1,360,000**	**0.22**

(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) On April 4, 2016, the Company granted a total of 200,000 stock options that vested on the grant date. The fair value of $75,800 was recognized as share-based compensation and was estimated using the Black-Scholes pricing model based on the following assumptions: share price of $0.40, exercise price of $0.30, dividend yield rate of 0%, forfeiture rate of 0%, volatility of 376%, risk free rate of 0.55%, and an expected life of 1 years.

(iii) On June 16, 2016, the Company granted a total of 260,000 stock options that vested on the grant date. The fair value of $65,936 was recognized as share-based compensation and was estimated using the Black-Scholes pricing model based on the following assumptions: share price of $0.255, exercise price of $0.225, dividend yield rate of 0%, forfeiture rate of 0%, volatility of 389%, risk free rate of 0.51%, and an expected life of 2 years.
The following table sets out the details of the stock options granted and outstanding as at July 31, 2016:

Expiry date	Exercise price ($)	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options vested (exercisable)	Number of options unvested
May 30, 2018	0.25	1.83	400,000	400,000	-
May 30, 2018	0.25	1.83	100,000	100,000	-
June 1, 2017	0.13	0.84	400,000	400,000	-
April 4, 2017	0.30	0.68	200,000	200,000	-
June 16, 2018	0.23	1.88	260,000	260,000	-
	0.22	**1.38**	**1,360,000**	**1,360,000**	**-**

(Expressed in Canadian Dollars)

15. Share Capital (continued)

(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	**$**	**42,400**
Expiration of options		40,600
Cancellation of convertible debentures		30,000
Balance, July 31, 2015	**$**	**113,000**
Expiration of options		9,400
Dilution of Hadley		(43,800)
Equity portion of convertible debenture not converted		4,666
Expiration of warrants		7,000
Balance, July 31, 2016	**$**	**90,266**

(g) Basic and diluted loss per share

The calculation of basic and diluted loss per share for the year ended July 31, 2016 was based on the loss attributable to equity holders of $191,417, (2015 – $202,679) and the weighted average number of common shares outstanding of 13,968,213 (2015 – 11,146,844). Diluted loss per share did not include the effect of 1,360,000 options (2015 – 5,110,000 options) and 1,360,000 warrants (2015 – 11,385,532) as they are anti-dilutive.

16. Investments

Equity-accounted Investees

During the year ended July 31, 2013 the Company acquired 1,346,000 of common shares of Zara for total cost of $40,400, representing 35% investment interest in Zara. The Company had significant influence over the policy and operational decision making of Zara. As such the equity method was used for accounting this investment. However Zara had incurred substantial amount of net loss from fiscal 2013 to January 29, 2016, (the Company's share of total loss is $791,239), the date the Company had distributed all of its investment interest in Zara to its shareholders. Refer to note 12 for details.

As result of distributions, a gain from disposition of investment of $134,600 was reported. The fair value of share dividends distributed is based on the market price of Zara's shares at the date those dividends were declared.

The Company's share of loss in its equity accounted investee, Zara, for the period from August 1, 2015 up to January 29, 2016, date of dividend distribution, was approximately $17,300 (year ended July 31, 2015 - $146,604). The Company has not recognized those losses related to Zara since the Company has no obligation in respect of those losses.

(Expressed in Canadian Dollars)

16. Investments (continued)

Equity-accounted Investees (continued)

Zara is a publicly listed entity, which is listed on the Canadian Securities Exchange ('CSE'), and based on its closing price per share of $0.10 at the dividend distribution date, the fair value of the Company's investment is $134,600.

Summary financial information for equity accounted investee, Zara, is as follows:

	Reporting Date	Ownership	Current assets	Non-current assets	Total assets	Total Liabilities	Net Assets
2015	July 31,	31.07%	$ 15,208	$ 34,622	$ 49,830	$ (93,856)	$(44,026)
2014	July 31,	35.10%	$ 20,943	$898,442	$919,385	$ (521,600)	$397,785

	Income	Expenses	Profit (loss)	Company share of net assets	Carrying amount	Company's share of profit (loss)
2015	$ -	$ 900,531	$ (469,590)	$ (13,678)	$ -	$ (146,604)
2014	$ -	$1,153,734	$1,153,734)	$ 139,622	$ -	$ (416,512)

Other investments

During the year ended July 31, 2014 the Company acquired 1,346,000 of common shares of Leo for total cost of $175,000, representing approximately 26% investment interest in Leo. However due to the existence of a large block shareholder, the Company had no significant influence over the policy and operational decision making of Leo. As such the cost method was used for accounting this investment and the investment is categorized as held-for-trading. On January 29, 2016, the Company distributed all of its investment interest in Leo to its shareholders. As result of the distribution, a loss of $48,239 was reported. The fair value of share dividends distributed is based on the market price of Leo's shares at the date those dividends were declared. Refer to table below and note 12 for details.

Date	Description	Units	Fair value $
August 2, 2013	Investment purchase	1,346,000	175,000
July 31, 2014	Fair value adjustment	-	(40,400)
July 31, 2014		**1,346,000**	**134,600**
September 2, 2014	Disposition	(268,000)	(26,800)
September 11, 2014	Disposition	(30,800)	(3,080)
July 31, 2015	Fair value adjustment	-	(52,360)
July 31, 2015		**1,047,200**	**52,360**
December 3, 2015	Investment purchase	268,000	2,455
January 29, 2016	Dividend distribution	(1,315,200)	(54,815)
July 31, 2016		**-**	**-**

17. Related Party Transactions and Disclosures

Related party transactions were in the normal course of operations.

At July 31, 2016, the due from related companies in the amount of $3,503 (July 31, 2015 - $81,685) is net amount due from affiliated companies which amounts were made to provide working capital; Winston Resources Inc. of $678 (July 31, 2015 - $11,924), CNRP Mining Inc. of $678 (July 31, 2015 - $17,564), Zara of $678 (July 31, 2015 - $12,295), Hadley of $678 (July 31, 2015 - $nil), Leo of $678 (July 31, 2015 - $21,242) and Reliable Stock Transfer of $113 (July 31, 2015 - $nil). Daniel Wettreich, a director and officer of the Company is also a director or principal in all of those companies. Included in the above amount, there was also an amount of $nil (July 31, 2015 - $14,156) that is due from Daniel Wettreich and $nil (July 31, 2015 - $4,500) due from Sammiri Capital Inc., a private company owned by Daniel.

At July 31, 2016, the due to related parties included an amount of $6,537(July 31, 2015 – $nil) due to Daniel Wettreich that was made to provide for working capital.

During the year ended July 31, 2016, the Company along with its affiliates incurred transfer agent fees of $34,788, (Year ended July 31, 2015 - $nil) to Reliable Stock Transfer Inc., a Company owned by Daniel Wettreich for the provision of share transfer services. The amount is comprised of $34,086 (2015 - $nil) incurred by the Company and $702 (2015 - $nil) by Hadley. As at July 31, 2016, amount owed to Reliable Stock Transfer Inc. is $21,259 (July 31, 2015 - $13,874). This amount is broken down as follows; owed by the Company of $20,581 (July 31, 2015 - $3,557), Hadley of $nil (July 31, 2015 - $3,401), and GreenCoinX Inc. of $678 (July 31, 2015 - $nil). These amounts were included in the accounts payable and accrued liabilities at July 31, 2016.

Key Management Compensation

As at July 31, 2016, the amount of $597 (July 31, 2015 - Hadley - $51,415 and GreenBank - $6,500) being management fees carried forward from prior financial periods was owed to Sammiri and has been included in accounts payables and accrued liabilities.

During the year, the Company granted 260,000 options to directors and they were assigned a fair value of $65,936. No options were granted to directors for the period ended July 31, 2015.

18. 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 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.

(Expressed in Canadian Dollars)

18. Convertible Debentures of Subsidiary (continued)

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 was 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. During the year ended July 31, 2016, the conversion feature expired unexercised and the amount is transferred to contributed surplus.

The balance at July 31, 2016 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	-	1,392	1,392
Balance, July 31, 2016	**$ -**	**$ 16,666**	**$ 16,666**

(Expressed in Canadian Dollars)

19. Non-Controlling Interests

Although Hadley is not a legal subsidiary of the Company, GreenBank is deemed to have effective control of Hadley. Accordingly, prior to the distribution of the 49% shareholding in Hadley it is consolidated into these financial statements.

GreenCoinX Inc. ("GreenCoinX"), is owned 80% by the Company and is a legal subsidiary and is thereby consolidated in these financial statements.

	Hadley	GreenCoinX	Total
Balance, July 31, 2014	**$ (15,915)**	**$ 12,107**	**$ (3,808)**
Share of net loss for the period	(33,833)	(15,085)	(48,918)
Contributions	-	27,500	27,500
Balance, July 31, 2015	**(49,748)**	**24,522**	**(25,226)**
Share of net loss for the period	(9,792)	(21,454)	(31,246)
Dilution of interest in subsidiary	59,540	-	59,540
Balance, July 31, 2016	**$ -**	**$ 3,068**	**$ 3,068**

20. Income Taxes

The Company's income tax provision differs from the amount resulting from the application of the Canadian statutory income tax rate. A reconciliation of the combined Canadian federal and provincial income tax rates with the Company's effective tax rate is as follows:

	2016	2015
Loss before income taxes	**$ (212,871)**	$ (251,597)
Combined statutory rate	**26.5%**	26.5%
	(56,000)	(67,000)
Impairment of exploration and evaluation assets	**-**	13,000
Gain on dilution of Hadley	**(49,000)**	-
Gain on disposition of investment in Zara	**(36,000)**	-
Loss on disposition of investment in Leo	**13,000**	-
Cancellation of convertible debentures	**-**	(25,000)
Share-based compensation	**38,000**	8,000
Other	**1,000**	19,000
Benefit of tax losses not recognized	**89,000**	52,000
	$ -	$ -

(Expressed in Canadian Dollars)

20. Income Taxes (continued)

As at July 31, 2016, the Company has Canadian non-capital losses of approximately $974,000 (2015 - $634,000) available for deduction against future Canadian taxable income, the balances of which will expire as follows:

2033	**$**	**215,000**
2034		**223,000**
2035		**196,000**
2036		**340,000**
	$	**974,000**

Deferred income tax assets

The tax effects of temporary differences that give rise to significant portions of future tax assets are as follows:

		2016		2015
Benefit of non-capital losses	**$**	**258,000**	$	168,000
Mineral property exploration		**-**		82,000
Less: Valuation allowance (100% impairment deferred tax asset)		**(258,000)**		(250,000)
	$	**-**	$	-

Deferred income tax assets have been impaired in respect of these items because it is not probable that future profit will be available against which the Company can utilize the benefits therefrom.

21. Segmented Information

As at July 31, 2016, the Company has three reportable segments: investment banking, software developer and consulting services. Prior to the distribution of all its shareholdings in Hadley, the Company was also involved in the 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 carried out through GreenCoinX Inc. Until this segment was distributed to the Company shareholders on January 29, 2016, the Company was also involved in the exploration and evaluation segment which was comprised of its mining interests held through its former subsidiary, Hadley.

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)

21. Segmented Information (continued)

There are no inter-segment transactions.

Information on reportable segments is as follows:

July 31, 2016	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Segment income (loss)	$ -	$ (12,987)	$ (199,448)	$ (436)	$ (212,871)

July 31, 2015	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Revenue	$ 54,652	$ -	$ -	$ -	$ 54,652
Segment income (loss)	$ -	$ (4,769)	$ (161,336)	$ (85,492)	$ (251,597)

As at July 31, 2016	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Segment assets	$ -	$ 64,211	$ 51,833	$ -	$ 116,044
Segment liabilities	$ -	$ (5,550)	$ (64,828)	$ -	$ (70,378)

As at July 31, 2015	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Segment assets	$ -	$ 227,337	$ 12,500	$ 12,853	$ 252,690
Segment liabilities	$ -	$ (19,486)	$ -	$ (115,194)	$ (134,680)