

GREENBANK CAPITAL INC.

Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(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 October 31, 2016	As at July 31, 2016
ASSETS		
Current assets		
Cash	\$ 65,183	\$ 71,157
Government HST recoverable	9,708	23,107
Prepaid expenses	5,777	5,777
Due from related companies (note 12)	3,503	3,503
Total current assets	84,171	103,544
Non-current assets		
Intangible asset (note 9)	12,500	12,500
Total non-current assets	12,500	12,500
Total assets	\$ 96,671	\$ 116,044
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (note 10)	\$ 52,367	\$ 47,175
Due to related parties (note 12)	6,537	6,537
Convertible debentures of subsidiary (note 13)	16,666	16,666
Total liabilities	75,570	70,378
Equity		
Common share capital (note 11(a))	917,053	917,053
Reserve for share-based payments (note 11(d))	215,816	215,816
Reserve for warrants (note 11(c))	234,348	234,348
Contributed surplus (note 11(e))	90,266	90,266
Deficit	(1,436,323)	(1,414,885)
Total shareholders' equity attributed to owners	21,160	42,598
Non-controlling interest (note 14)	(59)	3,068
Total shareholders' equity	21,101	45,666
Total liabilities and shareholders' equity	\$ 96,671	\$ 116,044

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 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,	2016	2015
	(Restated note 5)	
Operating Expenses		
Transfer agent fees	650	2,436
Listing and filing fees	1,500	3,165
Shareholder information	-	1,595
Professional fees	3,000	24,933
Consulting expenses	15,635	60,821
Office and general	3,780	6,423
Interest accretion (note 13)	-	778
Net loss and comprehensive loss for the period	\$ (24,565)	\$ (100,151)
Net loss for the period attributed to:		
Equity holders of GreenBank Capital Inc.	(21,438)	(84,367)
Non-controlling interest (note 14)	(3,127)	(15,784)
	\$ (24,565)	\$ (100,151)
Loss per share attributed to equity holders of GreenBank Capital Inc. - basic and diluted	\$ (0.00)	\$ (0.01)
Weighted average number of common shares outstanding - basic and diluted	14,502,460	13,742,461

The notes to the 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,	2016	2015
	(Restated note 5)	
Operating activities		
Net loss for the period	\$ (24,565)	\$ (100,151)
Non-cash adjustments for:		
Interest accretion	-	778
	(24,565)	(99,373)
Net changes in non-cash working capital:		
Government HST recoverable	13,399	10,358
Accounts payable and accrued liabilities	5,192	(1,021)
Net cash used in operating activities	(5,974)	(90,036)
Financing activities		
Due from related companies	-	1,316
Due to related parties	-	81,950
Net cash provided by financing activities	-	83,266
Net change in cash	(5,974)	(6,770)
Cash, beginning of period	71,157	65,391
Cash, end of period	\$ 65,183	\$ 58,621

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

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

	Common Share Capital Amount	Reserves			Convertible Debenture	Deficit	Non- Controlling Interest	Total
		Warrants	Options	Contributed Surplus				
Balance, July 31, 2015	\$ 907,901	\$ 47,500	\$ 210,480	\$ 113,000	\$ 4,666	\$ (1,140,312)	\$ (25,225)	\$ 118,010
Net loss for the period	-	-	-	-	-	(84,367)	(15,784)	(100,151)
Balance, October 31, 2015 (Restated note 5)	\$ 907,901	\$ 47,500	\$ 210,480	\$ 113,000	\$ 4,666	\$ (1,224,679)	\$ (41,009)	\$ 17,859
Balance, July 31, 2016	\$ 917,053	\$ 234,348	\$ 215,816	\$ 90,266	\$ -	\$ (1,414,885)	\$ 3,068	\$ 45,666
Net loss for the period	-	-	-	-	-	(21,438)	(3,127)	(24,565)
Balance, October 31, 2016	\$ 917,053	\$ 234,348	\$ 215,816	\$ 90,266	\$ -	\$ (1,436,323)	\$ (59)	\$ 21,101

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

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

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 period 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.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

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, 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.

There is no assurance that the Company will be able to obtain external financing necessary to promote its cryptocurrency software. 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 October 31, 2016, the Company had yet to generate significant revenues from operations and had a deficit of \$1,436,323 (July 31, 2016 - \$1,414,885). 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.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

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, 2016, 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, 2016, 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, 2017 could result in restatement of these unaudited condensed interim consolidated financial statements.

(b) Basis of presentation

These condensed interim 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:

Changes in accounting policies

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods after July 31, 2016. The following new standards have been adopted:

(i) 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. At August 1, 2016, the Company adopted this pronouncement and there was no material impact on the Company's financial statements.

(ii) 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. At August 1, 2016, the Company adopted this pronouncement and there was no material impact on the Company's financial statements.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

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.

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.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

5. Restatement of Comparative Numbers

In its October 31, 2015 unaudited condensed interim 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 October 31, 2015 condensed interim 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 condensed interim consolidated statement of financial positions as at October 31, 2015.

	As previously reported	Corrections	As restated
Current assets	\$ 175,619	\$ (15,233)	\$ 160,385
Non-current assets	100,916	(27,056)	73,860
Total assets	276,535	(42,289)	234,245
Current liabilities	(314,901)	(114,567)	(200,334)
Non-current liabilities	(16,052)	-	(16,052)
Total liabilities	(330,953)	(114,567)	(216,386)
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	2,215,270	(990,591)	1,224,679
Non-controlling interest	242,295	(201,286)	41,009

GreenBank Capital Inc.**Notes to Condensed Interim Consolidated Financial Statements****Three Months Ended October 31, 2016****(Expressed in Canadian Dollars)****(Unaudited)**

5. Restatement of Comparative Numbers (continued)

The following table summarizes the impact of the restatement adjustments on the Company's previously reported condensed interim consolidated statement of loss and comprehensive loss for the three months ended October 31, 2015.

	As previously reported	Corrections	As restated
Operating expenses	\$ 116,008	\$ (15,857)	\$ 100,151
Net loss and comprehensive loss for the period	(116,008)	15,857	(100,151)
Equity holders of GreenBank Capital Inc.	(88,511)	4,144	(84,367)
Non-Controlling interest	(27,497)	11,713	(15,784)
Basic and diluted net loss per share attributed to equity holders of GreenBank Capital Inc.	\$ (0.01)	\$ -	\$ (0.01)

The following table summarizes the impact of the restatement adjustments on the Company's previously reported condensed interim consolidated statement of cash flows for the three months ended October 31, 2015.

	As previously reported	Corrections	As restated
Net cash used in operating activities	\$ (99,514)	\$ 9,478	\$ (90,036)
Net cash provided by financing activities	92,435	(9,169)	83,266

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

6. 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 12 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 October 31, 2016, the Company had, at its disposal, \$65,183 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 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.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

6. Financial Risk Management (continued)

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

	As at October 31, 2016	As at July 31, 2016
Financial Assets		
<i>Fair value through profit or loss</i>		
Cash*	\$ 65,183	\$ 71,157
<i>Loans and receivables</i>		
Government HST Recoverable	9,708	23,107
Due from related companies	3,503	3,503
Financial Liabilities		
<i>Other financial liabilities</i>		
Accounts payable and accrued liabilities	\$ 52,367	\$ 47,175
Due to related parties	6,537	6,537
Convertible debentures	16,666	16,666

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

7. 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. As at October 31, 2016, the Company's capital resources amounted to \$21,101 (July 31, 2016 - \$45,666) 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 three months ended October 31, 2016. The Company is not subject to any capital requirements imposed by a lending institution.

8. Government HST Recoverable

	As at October 31, 2016	As at July 31, 2016
Government HST receivables	\$ 9,708	\$ 23,107

Government HST recoverable is not past due.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

9. 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 the period ended October 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\$1.53.

10. Accounts Payable and Accrued Liabilities

	As at October 31, 2016	As at July 31, 2016
Accounts payable	\$ 39,900	\$ 38,035
Accrued liabilities	12,467	9,140
	\$ 52,367	\$ 47,175

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 - \$45,639 (July 31, 2016 - \$40,447), GreenCoinX Inc. - \$1,178 (July 31, 2016 - \$1,178), GreenBank Financial - \$5,550 (July 31, 2016 - \$5,550).

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

	October 31, 2016	July 31, 2016
Less than one month	\$ 3,836	\$ 8,390
One to three months	1,582	8,855
Over three months	46,949	29,930
Total accounts payable and accrued liabilities	\$ 52,367	\$ 47,175

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements
Three Months Ended October 31, 2016
(Expressed in Canadian Dollars)
(Unaudited)

11. 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, 2015 and October 31, 2015	13,742,461	\$ 907,901
Balance July 31, 2016 and October 31, 2016	14,502,461	\$ 917,053

(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 condensed interim consolidated financial statements have been retroactively restated to reflect the share consolidation.

(c) Warrants

The following table summarizes the activity in warrants over the period.

	Number of warrants
Balance, July 31, 2015 and October 31, 2015	700,000
Balance, July 31, 2016 and October 31, 2016	1,360,000

The issued and outstanding warrants balance at October 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

GreenBank Capital Inc.**Notes to Condensed Interim Consolidated Financial Statements****Three Months Ended October 31, 2016****(Expressed in Canadian Dollars)****(Unaudited)**

11. Share Capital (continued)**(d) 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, 2015 and October 31, 2015	\$ 210,480	2,710,000	0.16
Balance, July 31, 2016 and October 31, 2016	\$ 215,816	1,360,000	0.22

The following table sets out the details of the stock options granted and outstanding as at October 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	1.58	400,000	400,000	-
May 30, 2018	0.25	1.58	100,000	100,000	-
June 1, 2017	0.13	0.58	400,000	400,000	-
April 4, 2017	0.30	0.42	200,000	200,000	-
June 16, 2018	0.23	1.62	260,000	260,000	-
	0.22	1.12	1,360,000	1,360,000	-

(e) 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, 2015 and October 31, 2015	\$ 113,000
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Balance, July 31, 2016 and October 31, 2016	\$ 90,266
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GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

11. Share Capital (continued)

(f) Basic and diluted loss per share

The calculation of basic and diluted loss per share for the three months ended October 31, 2016 was based on the loss attributable to equity holders of \$21,438, (three months ended October 31, 2015 – \$84,367) and the weighted average number of common shares outstanding of 14,502,460 (three months ended October 31, 2015 – 13,742,461). Diluted loss per share did not include the effect of 1,360,000 options (October 31, 2015 – 2,710,000 options) and 1,360,000 warrants (October 31, 2015 – 700,000) as they are anti-dilutive.

12. Related Party Transactions and Disclosures

Related party transactions were in the normal course of operations.

At October 31, 2016, the due from related companies in the amount of \$3,503 (July 31, 2016 - \$3,503) is net amount due from affiliated companies which amounts were made to provide working capital; Winston Resources Inc. of \$678 (July 31, 2016 - \$678), CNRP Mining Inc. of \$678 (July 31, 2016 - \$678), Zara of \$678 (July 31, 2016 - \$678), Hadley of \$678 (July 31, 2016 - \$678), Leo of \$678 (July 31, 2016 - \$678) and Reliable Stock Transfer of \$113 (July 31, 2016 - \$113). Daniel Wettreich, a director and officer of the Company is also a director or principal in all of those companies.

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

During the three months ended October 31, 2016, the Company along with its affiliates incurred transfer agent fees of \$650, (three months ended October 31, 2015 - \$2,436) to Reliable Stock Transfer Inc., a Company owned by Daniel Wettreich for the provision of share transfer services. The amount is comprised of \$650 (three months ended October 31, 2015 - \$1,734) incurred by the Company and \$nil (three months ended October 31, 2015 - \$702) by Hadley. As at October 31, 2016, amount owed to Reliable Stock Transfer Inc. is \$21,994 (July 31, 2016 - \$21,259). This amount is broken down as follows; owed by the Company of \$21,316 (July 31, 2016 - \$20,581), and GreenCoinX Inc. of \$678 (July 31, 2016 - \$678). These amounts were included in the accounts payable and accrued liabilities at October 31, 2016.

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

13. 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.

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 October 31, 2016 is made up as follows:

	Series A
Balance, July 31, 2015	\$ 15,274
Interest accretion for the period	778
Balance, October 31, 2015	\$ 16,052
Balance, July 31, 2016 and October 31, 2016	\$ 16,666

GreenBank Capital Inc.

Notes to Condensed Interim Consolidated Financial Statements

Three Months Ended October 31, 2016

(Expressed in Canadian Dollars)

(Unaudited)

14. 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, 2015	\$ (49,747)	\$ 24,522	\$ (25,225)
Share of net loss for the period	(3,620)	(12,164)	(15,784)
Balance, October 31, 2015	(53,367)	12,358	(41,009)
Balance, July 31, 2016	-	3,068	3,068
Share of net loss for the period	-	(3,127)	(3,127)
Balance, October 31, 2016	\$ -	\$ (59)	\$ (59)

15. Segmented Information

As at October 31, 2016 and 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.

GreenBank Capital Inc.**Notes to Condensed Interim Consolidated Financial Statements****Three Months Ended October 31, 2016****(Expressed in Canadian Dollars)****(Unaudited)**

15. Segmented Information (continued)

There are no inter-segment transactions.

Information on reportable segments is as follows:

October 31, 2016	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Segment income (loss)	\$ -	\$ -	\$ (24,565)	\$ -	\$ (24,565)

October 31, 2015	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Segment income (loss)	\$ -	\$ (1,058)	\$ (91,994)	\$ (7,099)	\$ (100,151)

As at October 31, 2016	Consulting	Investment Banking	Software Developer	Mining Interest	Total
Segment assets	\$ -	\$ 64,212	\$ 32,459	\$ -	\$ 96,671
Segment liabilities	\$ -	\$ (5,550)	\$ (70,020)	\$ -	\$ (75,570)

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)
