Fantasy 6 Sports Inc. (Formerly Davita Capital Inc.)

Condensed Consolidated Interim Financial Statements

Three and nine months ended September 30, 2016 and 2015

(Unaudited – prepared by Management)

Expressed in Canadian Dollars



MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The condensed consolidated interim financial statements of Fantasy 6 Sports Inc. (Formerly Davita Capital Inc.) (the "Company") is the responsibility of the Company's management. The condensed consolidated interim financial statements are prepared in accordance with International Financial Reporting Standards and reflect management's best estimates and judgment based on information currently available.

Management has developed and maintains a system of internal controls to ensure that the Company's assets are safeguarded, transactions are authorized and properly recorded and financial information is reliable.

The Board of Directors is responsible for ensuring management fulfills its responsibilities for financial reporting and internal controls through an audit committee. The Audit Committee reviews the results of the condensed consolidated interim financial statements prior to their submission to the Board of Directors for approval.

Fantasy 6 Sports Inc. (Formerly Davita Capital Inc.) Condensed consolidated interim unaudited statements of financial position (Expressed in Canadian dollars)

		September D	ecember 31.
	Notes	30, 2016	2015
ASSETS			
Current assets			
Cash and cash equivalents		\$ 162,976 \$	466,048
Funds in trust		-	4,910
GST receivable		11,151	17,291
		174,127	488,249
Non-current assets			
Intangible assets	3,4	2,268,574	228,791
		2,268,574	228,791
TOTAL ASSETS		\$ 2,442,701 \$	717,040
		+ =,=,	
LIABILITIES Current liabilities			
Trade payables and accrued liabilities		\$ 285,540 \$	134,793
Player deposits		13,438	84,388
		10,100	01,000
		298,978	219,181
Non-current liabilities			•
Shareholder loans	5	339,627	104,921
TOTAL LIABILITIES		638,605	324,102
SHAREHOLDERS' EQUITY			
Share capital	4	3,845,295	741,553
Special warrants	4	-	510,800
Subscriptions received	8	225,000	-
Contributed surplus		21,251	21,251
Accumulated other comprehensive income		(6,943)	(15,342)
Deficit		(2,280,507)	(865,324)
SHAREHOLDERS' EQUITY		1,804,096	392,938
TOTAL LIABILITIES AND SHARESHOLDER'S EQUITY		\$ 2,442,701 \$	717,040

Nature of operations and going concern – Note 1 Subsequent events – Note 8

These consolidated financial statements were authorized for issue by the Board of Directors on November 29, 2016.

Director: <u>"Shafin Tejani"</u>

Director: <u>"Sheri Rempel"</u>

See accompanying notes to the	condensed consolidated in	nterim unaudited financial statements
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	Three month period ended September 30,					Nine month period ended				
		September 30								
		2016		2015		2016		2015		
Revenue	\$	584,783	\$	9,666	\$	590,416	\$	18,969		
Cost of goods sold		468,054		-		468,054		-		
		116,729		9,666		122,362		18,969		
		110,725		3,000		122,502		10,505		
Expenses										
Corporate development		85 <i>,</i> 000		-		170,000		-		
Foreign exchange loss (gain)		-		37		550		640		
General and administration		11,420		1,815		28,661		5,189		
Investor relations		194,978		-		282,582		-		
Management		65,522		-		198,222		9,918		
Professional fees		30,502		58,150		89,666		160,507		
Research and development		462,745		-		462,745		-		
Sales and marketing		77,318		210,714		126,763		286,045		
Transfer agents and regulatory fees		5 <i>,</i> 493		-		47,251		-		
Wages		13,402		3,751		38,712		3,751		
Website expenses		15,449		16,603		92,393		45,672		
Total expenses		(961,829)		(291,070)	((1,537,545)		(511,722)		
Net loss for the period		(845,100)		(281,404)	((1,415,183)		(492,753)		
Other comprehensive income										
Currency translation adjustment		8,399		131		8,399		3,661		
Total comprehensive loss		(836,701)		(281,273)		(1,406,784)		(489,092)		
Basic and diluted loss per share	\$	(0.02)	\$	(0.02)	\$	(0.04)	\$	(0.03)		
Weighted average shares outstanding	43	8,713,501	16	5,160,771	4	0,027,946	1	4,038,619		

								A	ccumulated other					
					Special	9	Subscriptions	con	nprehensive income					
	Share Ca	Share Capital		warrants received		received	(loss)		Contributed surplus		Deficit		Total	
	Number of shares		Amount		Amount									
Balance at January 1, 2015	11,023,406	\$	157,513	\$	-	\$	-	\$	7,284	\$	-	\$ (173,933)\$	(9,136)
Shares issued	9,180,843		498,341		-		-		-		-	-		498,341
Subscriptions received	-		-		-		470,717		-		-	-		470,717
Shareholders forgiveness of debt	-		-		-		-				21,251			21,251
Currency translation adjustment	-		-				-		(3,661)		-	-		(3,661)
Net loss for the period	-		-		-		-		-		-	(492,753)	(492,753)
Balance at September 30, 2015	20,204,249	\$	655,854	\$	-	\$	470,717	\$	3,623	\$	21,251	\$ (666,686)\$	484,759
Balance, January 1, 2016	36,400,000	\$	741,553	\$	510,800	\$	-	\$	(15,342)	\$	21,251	\$ (865,324)\$	392,938
Shares issued - conversion of special warrants	5,094,000		509,400		(509,400)		-		-		-	-		-
Shares issued - warrants exercised for cash	3,564,548		454,342		-		-		-		-	-		454,342
Shares issued - share purchase agreement	1,893,940		2,000,000		-		-		-		-	-		2,000,000
Shares issued - consulting agreement	100,000		140,000		-		-		-		-	-		140,000
Special warrants - returned	-		-		(1,400)		-		-		-	-		(1,400)
Deposit on shares	-		-		-		225,000		-		-	-		225,000
Currency translation adjustment	-		-		-		-		8,399		-	-		8,399
Net loss for the period	-		-		-		-		-		-	(1,415,183)	(1,415,183)
Balance at September 30, 2016	47,052,488	\$	3,845,295	\$	-	\$	225,000	\$	(6,943)	\$	21,251	\$ (2,280,507)\$	1,804,096

		Nine month p	
			eptember 30
	Notes	2016	2015
Operating activities			
Net loss for period		\$ (1,415,183)	6 (492,753
Adjustments for non-cash items:			
Non-cash shares issued	4	140,000	-
Changes in non-cash working capital items:			
Receivables		11,050	(529,261
Trade payables and accrued liabilities		143,912	85,289
Player deposit		(70,950)	52,207
Net cash flows used in operating activities		(1,191,171)	(884,518
Investing activities			
Development of intangible asset	3	(32,948)	(119,878
Net cash flows used in investing activities		(32,948)	(119,878
Financing activities			
Shares issued (net of share issuance costs)	4	-	498,341
Special warrants returned	4	(1,400)	-
Shares issued - exercised warrants	4	454,342	-
Subscriptions received	8	225,000	470,717
Loans payable	5	234,706	59,097
Net cash flows from financing activities		912,648	1,028,155
Effect of foreign exchange rate changes on cash		8,399	(3,661
Decrease in cash and cash equivalents Cash and cash equivalents, beginning of the		(303,072)	20,098
period		466,048	2,854
Cash and cash equivalents, end of the period		\$ 162,976 \$	22,952

Supplemental disclosure of non-cash information (note 4)

1. Nature of Operations

Fantasy 6 Sports Inc. (formerly Davita Capital Inc.) (the "Company") was incorporated under the Business Corporation Act (British Columbia) on February 10, 2015. The Company's registered office is at Suite 610, 700 West Pender Street, Vancouver, British Columbia, V6C 1G8. The head office and principal address of the Company is located at Suite 300, 128 West Hastings Street, Vancouver, British Columbia, Canada, V6B 1G8. The Company's shares are traded on the Canadian Securities Exchange ("CSE") under the symbol "FYS" and the Frankfurt Stock Exchange under the symbol "6F6". The Company is also quoted on the OTC Markets in the United States under the symbol of "FNTYF".

2. Statement of compliance and basis of preparation

These condensed consolidated interim unaudited financial statements were authorized for issue on November 29, 2016, by the directors of the Company.

Statement of compliance

These condensed consolidated interim unaudited financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The accounting policies and methods of computation applied by the Company in these condensed consolidated interim unaudited financial statements are the same as those applied in the Company's annual financial statements as at and for the year ended December 31, 2015.

The condensed consolidated interim unaudited financial statements do not include all of the information and note disclosures required for full annual financial statements and should be read in conjunction with the Company's annual financial statements as at and for the year ended December 31, 2015.

Going concern

These condensed consolidated interim unaudited financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. A different basis of measurement may be appropriate if the Company was not expected to continue operations for the foreseeable future. At September 30, 2016, the Company had not achieved profitable operations, had a net loss of \$1,415,183 for the nine month period ended September 30, 2016, and accumulated losses of \$2,280,507 since inception. Furthermore, the Company does not have sufficient cash to sustain operations for the next twelve months without additional financing. The continued operations of the Company are dependent on its ability to generate future cash flows and/or obtain additional financing. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company's liabilities and commitments as they become due; however, they may not be at terms that are favourable to the Company. These factors indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. These financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern. (See Note 5 (e))

Basis of preparation

The condensed consolidated interim unaudited financial statements have been prepared on a historical cost basis.

The condensed consolidated interim unaudited financial statements are presented in Canadian dollars.

2. Significant accounting judgments and estimates (cont'd)

These condensed consolidated interim unaudited financial statements are unaudited and prepared on a condensed basis in accordance with the International Accounting Standards ("IAS") 34, Interim Financial Reporting issued by the International Accounting Standard Board ("IASB"). These condensed consolidated interim unaudited financial statements have been prepared in accordance with the accounting policies described in Note 3 of the Company's Annual Financial Statements as at and for the year ended December 31, 2015. Accordingly, these condensed consolidated interim unaudited financial statements 30, 2016, and 2015 should be read together with the Annual Financial Statements as at and for the year ended December 31, 2015.

The following standards and interpretations been issued:

IAS 1 Presentation of Financial Statements amendments are a part of a major initiative to improve disclosure requirements in IFRS financial statements. The amendments clarify the application of materiality to note disclosure and the presentation of line items in the primary statements provide options on the ordering of financial statements and additional guidance on the presentation of other comprehensive income related to equity accounted investments. This standard is effective for reporting periods beginning on or after January 1, 2016.

The following standards and interpretations have been issued but are not yet effective:

The following standards, interpretations and amendments, which have not been applied in these condensed consolidated interim unaudited financial statements, may have an effect on the Company's future condensed consolidated interim unaudited financial statements. The Company is in the process of evaluating these new standards.

IFRS 9 — Financial instruments, classification and measurement

IFRS 9, Financial Instruments (effective January 1, 2018) introduces new requirements for the classification and measurement of financial assets, and will replace IAS 39. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple classification options available in IAS 39. IFRS 15 Revenue from Contracts with Customers provides a single principle-based framework to be applied to all contracts with customers.

IFRS 15 replaces the previous revenue standard IAS 18, Revenue, and the related Interpretations on revenue recognition. The standard scopes out contracts that are considered to be lease contracts, insurance contracts and financial instruments. The new standard is a control-based model as compared to the existing revenue standard which is primarily focused on risks and rewards. Under the new standard, revenue is recognized when a customer obtains control of a good or service. Transfer of control occurs when the customer has the ability to direct the use of and obtain the benefits of the good or service. This standard is effective for reporting periods beginning on or after January 1, 2018.

IFRS 16 Leases was issued in January 2016 (effective January 1, 2019) and provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value.

3. Intangible assets

Intangible assets are comprised of the following:

Website development cost

Balance, December 31, 2014	\$ 92,158
Additions	136,633
Balance, December 31, 2015	\$ 228,791
Additions	2,039,783
Balance, September 30, 2016	\$ 2,268,574

FansUnite is a social sports data community started by three sports fans who wanted to take sports back to the people that fuel the industry, the fans! FansUnite caters to every type of fan, from the amateur who casually enjoys sports, to that friend who routinely washes their face paint off with their own tears after a big loss. With a free virtual currency, users are able to place fantasy wagers with absolutely zero monetary risk. (See Note 4)

4. Share Capital

Authorized share capital

Unlimited common shares without par value

Issue share capital

At September 30, 2016, there were 47,052,488 issued and fully paid common shares (December 31, 2015 – 36,400,000).

The Company issued 5,094,000 common shares to the holders of previously issued Special Warrants of the Company pursuant to the receipt of the Company's Long Form Prospectus (final) by the British Columbia Securities Commission on April 29, 2016.

The Company issued 3,564,548 common shares on the exercise of share purchase warrants for total cash proceeds of \$454,342.

The Company issued 100,000 common shares pursuant to a consulting agreement with the Chief Operating Officer.

Pursuant to a definitive share purchase agreement executed between the Issuer and the shareholders of FansUnite on August 31, 2016 (the "Share Purchase Agreement"), the Company acquired all of the issued and outstanding shares of FansUnite. The purchase price of an aggregate of \$2,000,000 was paid and satisfied by

the Issuer through the issuance of 1,893,940 common shares in the capital of the Company (the "Consideration Shares") to the shareholders of FansUnite at a deemed issue price of \$1.056 per Consideration Share.

Special warrants

At September 30, 2016, there were Nil (December 31, 2015 – 5,100,800)

During the nine months ended September 30, 2016, 14,000 Special Warrants were cancelled unexercised and a total of \$1,400 cash proceeds were returned to the respective investors.

Warrants

The following table summarizes information about the issued and outstanding warrants and special warrants as at September 30, 2016, and December 31, 2015:

	September 30,	2016		December 3	1, 201	5
_		We	eighted		W	eighted
			verage			average
	Number of warrants	e	xercise price	Number of warrants		exercise price
Warrants outstanding,	warrants		price	warrants	•	price
beginning of period	10,962,000	\$	0.09	-	\$	-
Warrants canceled	(21,000)		0.07	10,962,000		0.09
Warrants exercised	(3,564,548)		0.13			
Warrants converted	(5,094,000)		-			
Warrants outstanding, end						
of period	2,282,452	\$	0.22	10,962,000	\$	0.09

The remaining weighted average contractual life of warrants outstanding is 1.00 months as at September 30, 2016.

Warrants and special warrants are exercisable as follows:

Issuance date	ate Number of	
	warrants	
August 31, 2015	334,760	\$ 0.10
October 8, 2015	1,674,216	\$ 0.20
October 23, 2015	273,476	\$ 0.50

5. Related party balances

- a) As of September 30, 2016, the Company had \$128,587 (December 31, 2015 \$16,848) due to related parties and is included in trade payables and accrued liabilities. These amounts are unsecured, noninterest bearing and have no fixed terms of payments. All related party amounts are to key management personnel.
- b) During the nine months ended September 30, 2016, the Company recorded \$48,000 (2015 \$Nil) in sales and marketing fees paid to a company controlled by one of the board members.

c) A director of the Company has agreed to extend a convertible revolving loan facility of \$500,000 (the "Facility") to the Company to fund general working capital requirements. The Facility will have an outside term of 18 months and bear simple interest at a rate of 3.0% per annum, with such interest to accrue and be added to the amount(s) drawn from the Facility as part of any conversion, at the lender's option, into common shares in the capital of the Company should the Company default in repayment. The Facility will be governed by a single Convertible Revolving Loan Agreement (the "Loan Agreement") to be executed between the Company and the lender. The Facility and the Loan Agreement will be subject to compliance with all regulatory requirements and acceptance by the Canadian Securities Exchange.

As at September 30 2016, the Company had drawn on the revolving loan a total of \$339,627.

The Facility will replace the loan agreement signed with Mosam Ventures Inc. on March 16, 2016, for \$200,000, from which no funds have been drawn to date.

d) Key Management Compensation

The Company's key management personnel have authority and responsibility for overseeing, planning, directing and controlling the activities of the Company and consist of the Company's Board of Directors and Executive Leadership Team.

Compensation expense for key management personnel and the composition thereof, was \$28,500 (2015 - \$Nil) in consulting fees paid a company owned by the Chief Financial Officer and \$215,833 in consulting fees were recorded to a company owned by the Chief Operating Officer.

e) The Company signed a binding term sheet with Victory Square Labs Inc., a related party, for a new secured convertible note facility up to \$10,000,000. This will allow the Company to aggressively pursue and complete active elements of its global growth strategy.

The Convertible Note - to be advanced in tranches - will see the Company direct additional funds into product sales, brand marketing and a series of strategic acquisitions designed to propel the Company into the top tier of players in the industry. The Convertible Note will consist of a series of secured convertible promissory notes (each, a "Note"), each bearing a term of a minimum of one year, issued pursuant to a note purchase agreement and interest on each Note will accrue at 6% per annum, compounded annually, and payable in common shares in the capital of the Company upon maturity. The Notes will be secured by a first charge over all of the Company's present and subsequently acquired personal property pursuant to a general security agreement.

5. Operating Segments

The Company operates in one segment, which is the provision of online fantasy sports games. All of the Company's assets are located in Canada. The majority of the Company's revenue is generated in the United States.

6. Financial Risk Management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's receivables consist of input tax credits and investment tax credits receivable from government institutions. As a result, the Company is not exposed to significant credit risk.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash and cash equivalents.

Historically, the Company's main source of funding has been the issuance of equity securities through private placements and loans from related parties. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

c) Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company does not hedge its exposure to fluctuations in foreign exchange rates. The Company is not exposed to significant foreign exchange risk.

d) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risks.

e) Fair value

The Company has determined the estimated fair values of its financial instruments based on appropriate valuation methodologies, as disclosed below. However, considerable judgment is required to develop certain of these estimates. Accordingly, these estimated values are not necessarily indicative of the amounts the Company could realize in a current market exchange. The estimated fair value amounts can be materially affected by the use of different assumptions or methodologies. The methods and assumptions used to estimate the fair value of each class of financial instruments are discussed below.

The table below analyzes financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

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

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Quoted market prices for an identical asset or liability represent a Level 1 valuation. When quoted market prices are not available, the Company maximizes the use of observable inputs within valuation models. When all significant inputs are observable, the valuation is classified as Level 2. Valuations that require the use of significant unobservable inputs are considered Level 3. There were no financial instrument carried at fair value as at September 30, 2016, and December 31, 2015.

The Company's financial instruments consist of cash and cash equivalents, investment tax credit receivable, receivables trade payables and accrued liabilities and related party loans. The carrying value of these financial instruments approximates their fair values due to the short term nature of these instruments.

7. Capital Management

The Company manages its cash and common shares as capital. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its technology and products and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. The Company does not have any externally imposed capital requirements to which it is subject.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash. The Company's investment policy is to keep its cash treasury on deposit in an interest bearing Canadian chartered bank account.

The Company will require capital resources to carry its plans and operations through its current operating period.

The Company currently is not subject to externally imposed capital requirements.

8. Subsequent Events

A total of 1,126,750 warrants were exercised for cash proceeds of \$225,350.