

**VINZA CAPITAL MANAGEMENT INC.**  
**(formerly “1178408 B.C. Ltd.”)**

**CONDENSED INTERIM FINANCIAL STATEMENTS**  
**(Expressed in Canadian Dollars)**

**FOR THE THREE MONTHS ENDED FEBRUARY 28, 2019 (UNAUDITED)**

**VINZA CAPITAL MANAGEMENT INC.**  
**(formerly “1178408 BC LTD.”)**

**NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS**

The accompanying unaudited condensed interim financial statements of Vinza Capital Management Inc. (formerly 1178408 BC LTD.) (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 the standards established by the Canadian Institute of Chartered Professional Accountants for a review of interim financial statements by an entity’s auditor.

Vancouver, Canada

April 29<sup>th</sup>, 2019

**VINZA CAPITAL MANAGEMENT, INC. (formerly “1178408 BC LTD.”)**  
**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**  
(Expressed in Canadian Dollars) - unaudited

	<b>February 28, 2019</b>	<b>November 30, 2018</b>
	(Unaudited)	(Audited)
<b>ASSETS</b>		
<b>Current assets</b>		
Subscription receivable (Note 4)	\$ 1	\$ 1
<b>Total assets</b>	<b>\$ 1</b>	<b>\$ 1</b>
<b>SHAREHOLDERS' EQUITY</b>		
Share capital (Note 3)	1	1
<b>Total shareholders' equity</b>	<b>\$ 1</b>	<b>\$ 1</b>

**Nature and continuance of operations** (Note 1)

The accompanying notes are an integral part of these condensed interim financial statements.

**VINZA CAPITAL MANAGEMENT, INC. (formerly “1178408 BC LTD”)**  
CONDENSED INTERIM STATEMENTS OF COMPREHENSIVE LOSS  
FOR THE THREE ENDED FEBRUARY 28,  
(Expressed in Canadian Dollars) - unaudited

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2019

**EXPENSES**

Total expenses \$ -

Loss and comprehensive loss for the period \$ -

Basic and diluted loss per common share \$ -

Weighted average number of common shares  
outstanding 24

The accompanying notes are an integral part of these condensed interim financial statements.

**VINZA CAPITAL MANAGEMENT, INC. (formerly “1178408 BC LTD.”)**  
**CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY**  
(Expressed in Canadian Dollars) - unaudited

	Capital Stock		Total Equity
	Shares	Amount	
Balance, November 30, 2018	1	\$ 1	\$ 1
Shares issued on Plan of Arrangement (Note 1)	<u>468</u>	<u>-</u>	<u>-</u>
Balance, February 28, 2019	<u>469</u>	<u>\$ 1</u>	<u>\$ 1</u>

The accompanying notes are an integral part of these financial statements

**VINZA CAPITAL MANAGEMENT, INC. (formerly “1178408 BC LTD.”)**  
CONDENSED INTERIM STATEMENTS OF CASH FLOW  
FOR THE THREE MONTHS ENDED FEBRUARY 28,  
(Expressed in Canadian Dollars) - unaudited

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2019

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**CASH FLOWS FROM OPERATING  
ACTIVITIES**

Loss for the period \$ -

**Change in cash for the period** -

**Cash, beginning of period** -

**Cash, end of period** \$ -

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**Cash paid (received) during the period for interest** \$ -

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**Cash paid during the period for income taxes** \$ -

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## **1. NATURE AND CONTINUANCE OF OPERATIONS**

Vinza Capital Management, Inc. (“Vinza” or the “Company”) was incorporated on September 5, 2018 under the British Columbia Business Corporation Act as 1178408 BC LTD. The Company changed its name to “Vinza Capital Management, Inc.” on March 19, 2019.

Vinza was incorporated as a wholly-owned subsidiary of Blueprint Corporate Services Ltd (“Blueprint”), and entered into an arrangement agreement dated as of November 1, 2018 with respect to a plan of arrangement (the “Arrangement”) involving Blueprint, its security holders and Vinza. The Arrangement, which was to spin out Vinza, was approved by the shareholders of Blueprint at a meeting of its shareholders held on January 30, 2019 and received final court approval on February 4, 2019. The Arrangement was completed with an effective date of February 8, 2019 (the “Effective Date”). On the Effective Date the shareholders of Blueprint became entitled to receive 0.001 shares of Vinza for each common share of Blueprint, with the provision that each shareholder of Blueprint receive at least one share in Vinza, resulting in 468 shares of Vinza being issued in aggregate. As a result of the Arrangement, Vinza became a reporting issuer in British Columbia and Alberta. Vinza is a “venture issuer”, as such term is defined in NI 51-102.

As at the date of these condensed interim financial statements the Company does not conduct any active business, other than the identification and evaluation of acquisition opportunities to permit the Company to acquire a business or assets to carry on its business and to finance an acquisition. The Company may use cash, bank financing, the issuance of treasury shares, public debt or equity financing or a combination thereof in order to finance its business and an acquisition.

The Company’s head office address is 1790-1066 West Hastings Street, Vancouver, BC, V6E 3X1. The registered and records office address is 10th Floor, 595 Howe Street, Vancouver, BC, V6C 2T5.

### Going concern

The proposed business of the Company involves a high degree of risk and there is no assurance that it will identify an appropriate business for acquisition or investment, and even if so identified and warranted, it may not be able to finance such an acquisition or investment. Additional funds may be required to enable the Company to pursue such an initiative and the Company may be unable to obtain such financing on terms which are satisfactory to it, particularly in the current economic environment. Furthermore, there is no assurance that the Company will be profitable. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with loans from directors and companies controlled by directors and or private placement of common shares. Should the Company be unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its statement of financial position.

## **2. BASIS OF PREPARATION**

These condensed interim financial statements have been prepared in accordance with *International Financial Reporting Standards* (“IFRS”), as issued by the *International Accounting Standards Board* (“IASB”), applicable to the preparation of interim financial statements, including IAS 34, *Interim Financial Reporting*. These interim financial statements do not include all information required for a complete set of IFRS statements. However selected notes are included to explain events and transactions that are significant to an understanding of the changes in the Company’s financial position and performance since the last audited financial statements as at and for the period from September 5, 2018 to November 30, 2018.

The Board of Directors approved these condensed interim financial statements on April 29, 2019.

**2. BASIS OF PREPARATION (cont'd)**

**Currency**

The financial statements of the Company are presented in Canadian dollars, which is the functional and reporting currency of the Company.

**Significant accounting policies**

The accounting policies, estimates and judgments, methods of computation and presentation applied in these condensed interim financial statements are consistent with those of the previous financial year. Accordingly, the interim financial statements should be read in conjunction with the Company's most recent audited financial statements.

**3. CAPITAL STOCK**

**Authorized and issued shares**

As at February 28, 2019, the authorized share capital of the Company is an unlimited number of common shares without par value. As at February 28, 2019 there were 469 common shares outstanding, with the following shares having been issued since the Company's incorporation on September 5, 2018:

- a) On September 5, 2018, the Company issued 1 common share pursuant to the incorporation of the Company at a price of \$1 per share; and
- b) On February 8, 2019 the Company issued 468 shares to the shareholders of Blueprint upon approval of the Arrangement (see Note 1).

**4. FINANCIAL INSTRUMENTS**

**Fair value**

The carrying value of subscription receivable approximates their fair value because of the short-term nature of these instruments.

**Financial risk factors**

The Company's risk exposures and the impact on the Company's financial statements are summarized below:

*Credit risk*

Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with major financial institutions.

*Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's considers its exposure to interest rate risk to be not significant as its loans payable are non-interest bearing.

**4. FINANCIAL INSTRUMENTS (Cont'd)**

**Financial risk factors (Cont'd)**

*Liquidity risk*

Liquidity risk is the risk that the Company cannot meet its financial obligations associated with financial liabilities in full. The Company manages liquidity risk through the management of its capital structure, as outlined below. As at February 28, 2019, the Company had no cash or working capital. The Company will require financing from lenders, shareholders and other investors to generate sufficient capital to meet its short term business requirements. The Company is planning additional financings in the near term to raise working capital to finance its ongoing operations.

*Foreign currency risk*

The Company is not exposed to foreign currency risk on fluctuations related to cash, and accounts payable and accrued liabilities that are denominated in a foreign currency.

**5. CAPITAL MANAGEMENT**

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern such that it can provide returns for shareholders and benefits for other stakeholders. The Company considers the items included in shareholders' equity as capital. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Company may issue new shares, sell assets to settle liabilities or return capital to its shareholders. The Company is not exposed to externally imposed capital requirements